M S K A & Associates
Hyderabad

VALUEFIRST DIGITAL MEDIA PRIVATE LIMITED
STATUTORY AUDIT
for the year ended March 31, 2025

MSKA & Associates
Chartered Accountants

1101/B, Manjeera Trinity Corporate
JNTU-Hitech City Road, Kukatpally
Telangana, Hyderabad 500072, INDIA

INDEPENDENT AUDITOR'S REPORT

To the Members of **VALUE FIRST DIGITAL MEDIA PRIVATE LIMITED**

Report on the Audit of the Financial Statements

Opinion

We have audited the accompanying financial statements of Value First Digital Media Private Limited ("the Company"), which comprise the Balance Sheet as at March 31, 2025, the Statement of Profit and Loss, including Other Comprehensive Income, Statement of Changes in Equity, Statement of Cash Flows for the year then ended and notes to the financial statements, including material accounting policy information and other explanatory information (hereinafter referred to as the "financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under Section 133 of the Act read with Companies (Indian Accounting Standards) Rules, 2015, as amended ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2025, and profit including other comprehensive income, changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit of the financial statements in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Act. Our responsibilities under those Standards are further described in the 'Auditor's Responsibilities for the Audit of the Financial Statements' section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India ("ICAI") together with the ethical requirements that are relevant to our audit of the 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 obtained by us is sufficient and appropriate to provide a basis for our opinion.

Information Other than the Financial Statements and Auditor's Report Thereon

The Company's Board of Directors is responsible for the other information. The other information comprises the Director's report but does not include the financial statements and our auditor's report thereon. The Director's report is expected to be made available to us after the date of this auditor's report.

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Our opinion on the financial statements does not cover the other information and we will not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information identified above when it becomes available and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated.

When we read the Director's report, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance under SA 720 'The Auditor's responsibilities Relating to Other Information'.

Responsibilities of Management and Those Charged with Governance for the 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 financial statements that give a true and fair view of the financial position, financial performance, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding 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 design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statement that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the Management and Board of Directors are responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The 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 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 financial statements.

We give in "Annexure A" a detailed description of Auditor's responsibilities for Audit of the Financial Statements.

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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 "Annexure B" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

2. As required by Section 143(3) of the Act, we report that:

(a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.

(b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books except for the matters stated in the paragraph 2(h)(vi) below on reporting under Rule 11(g) of the Companies(Audit & Auditors) Rules, 2014 as amended.

(c) The Balance Sheet, the Statement of Profit and Loss including other comprehensive income, the Statement of Changes in Equity and the Statement of Cash Flow dealt with by this Report are in agreement with the books of account.

(d) In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act.

(e) On the basis of the written representations received from the directors as on March 31, 2025 taken on record by the Board of Directors, none of the directors are disqualified as on March 31, 2025 from being appointed as a director in terms of Section 164 (2) of the Act.

(f) The reservation relating to the maintenance of accounts and other matters connected therewith are as stated in paragraph 2(b) above on reporting under Section 143(3)(b) and paragraph 2(h)(vi) below on reporting under Rule 11(g) of the Companies (Audit & Auditors) Rules, 2014 as amended.

(g) With respect to the adequacy of the internal financial controls with reference to financial statements of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure C".

(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, in our opinion and to the best of our information and according to the explanations given to us:

   i. The Company has disclosed the impact of pending litigations on its financial position in its financial statements – Refer Note 31 to the financial statements;

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

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

iv.

(1) 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, 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.

(2) 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, as on the date of this audit report, that the Company shall, 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.

(3) Based on the audit procedures performed that have been considered reasonable and appropriate in the circumstances, and according to the information and explanations provided to us by the Management in this regard nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e) as provided under (1) and (2) above, contain any material mis-statement.

v. The preference dividend declared by the Company during the year is in accordance with Section 123 of the Act to the extent it applies to declaration of dividend. However, the said dividend was not paid till the date of this audit report.

vi. With respect to reporting on audit trail under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014 as amended, on the use of accounting software used by the Company for maintaining its books of accounts, we report as follows.

Based on examination which included test checks, the Company has used an accounting software for maintaining its books of account (managed and maintained by a third-party software service provider) which has a feature of recording audit trail (edit log) facility. However, in absence of coverage of Audit Trail in the system and organization Controls (SOC) report, the fact on whether the same is enabled at Application or Database level, cannot be established.

Accordingly, we are unable to comment whether the audit trail feature has been operated throughout the year for all relevant transactions recorded in the software or whether there is any instance of audit trail feature being tampered with or whether the audit trail of prior year(s) has been preserved by the Company as per the statutory requirements for record retention. Refer Note 45 to the financial statements.

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3. In our opinion, according to information, explanations given to us, the provisions of Section 197 read with Schedule V of the Act and the rules thereunder are not applicable to the Company as it is a private Company.

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

Mukesh K Pugalia

Mukesh Kumar Pugalia
Partner
Membership No. 221387
UDIN: 25221387BMIARP2472

M S K A & ASSOCIATES ★ Chartered Accountants ★

Place: Gurugram
Date: April 24, 2025

ANNEXURE A TO THE INDEPENDENT AUDITOR'S REPORT OF EVEN DATE ON THE FINANCIAL STATEMENTS OF VALUE FIRST DIGITAL MEDIA PRIVATE LIMITED

Auditor's Responsibilities for the Audit of the 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 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 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 and Board of Directors.

- Conclude on the appropriateness of management and Board of Director'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 financial statements, including the disclosures, and whether the 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.

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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.

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

Mukesh K Pugalia

Mukesh Kumar Pugalia
Partner
Membership No. 221387
UDIN: 25221387BMIARP2472

M S K A & ASSOCIATES * Chartered Accountants *

Place: Gurugram
Date: April 24, 2025

ANNEXURE B TO INDEPENDENT AUDITORS' REPORT OF EVEN DATE ON THE FINANCIAL STATEMENTS OF VALUE FIRST DIGITAL MEDIA PRIVATE LIMITED FOR THE YEAR ENDED MARCH 31, 2025

[Referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements' in the Independent Auditors' Report]

i. (a) A The Company has maintained proper records showing full particulars including quantitative details and situation of property, plant and equipment, Investment Property and relevant details of right-of-use assets.

B The Company has maintained proper records showing full particulars of intangible assets.

(b) Property, Plant and Equipment, Investment Property and Right of Use assets have been physically verified by the management according to a phased programme designed to cover all items over a period of three years which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. No material discrepancies were noticed on such verification.

(c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the title deeds of immovable properties (other than properties where the Company is the lessee and the lease agreements are duly executed in favour of the lessee) as disclosed in the financial statements, are held in the name of the Company.

(d) According to the information and explanations given to us, the Company has not revalued its property, plant and Equipment (including Right of Use assets) and intangible assets during the year. Accordingly, the provisions stated under clause 3(i)(d) of the Order are not applicable to the Company.

(e) According to the information and explanations given to us, no proceeding has been initiated or pending against the Company for holding benami property under the Benami Transactions (Prohibition) Act, 1988, as amended and rules made thereunder. Accordingly, the provisions stated under clause 3(i)(e) of the Order are not applicable to the Company.

ii. (a) The Company is involved in the business of rendering services and does not hold any inventory. Accordingly, the provisions stated under clause 3(ii)(a) of the Order are not applicable to the Company.

(b) During any point of time of the year, the Company has been sanctioned working capital limits in excess of Rs. 5 crores rupees in aggregate from Banks on the basis of security of current assets. Based on the records examined by us in the normal course of audit of the financial statements, quarterly returns / statements filed with such Banks are in agreement with the books of accounts of the Company.

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Balance as per statements submitted and as per books table is to be added.

Quarter ended	Nature of balance	Balance (in Rs lakhs)			Remarks
		As per statements submitted	As per books	Difference	
June 30, 2024	**Debtors**	18,316.84	20,287.49	1,970.65	Due to provision and unbilled entries
	Creditors	9,362.86	9,355.93	(6.92)	
September 30, 2024	**Debtors**	21,401.87	23,355.09	1,953.22	
	Creditors	11,532.42	11,524.39	(8.03)	
December 31, 2024	**Debtors**	24,435.35	26,282.64	1,847.29	
	Creditors	11,931.93	11,914.96	(16.96)	
January 31, 2025	**Debtors**	28,643.66	30,664.81	2,021.15	
	Creditors	12,587.28	12,586.42	(0.85)	
February 28, 2025	**Debtors**	26,866.67	28,888.91	2,022.24	
	Creditors	8,836.45	8,820.27	(16.18)	

iii. (a) According to the information and explanations provided to us, the Company has provided loans to other entities.

The details of such loans to subsidiaries are as follows:

Particulars.	**Loans (Rs. in Lakhs)**
Aggregate amount granted/ provided during the year - **Subsidaries(Including LLP)**	56.21
Balance Outstanding as at balance sheet date in respect of above cases - **Subsidaries(Including LLP)**	718.42

(b) According to the information and explanations given to us and based on the audit procedures performed by us, we are of the opinion that the terms and conditions in relation to grant of loan is not prejudicial to the interest of the Company.

(c) In case of the loans and advances in the nature of loan are repayable on demand. As the Company has not demanded such loans and advances, we are unable to comment on the regularity of repayment of the principal and payment of interest. (Refer reporting under clause 3(iii)(f) below)

(d) According to the information and explanations given to us and on the basis of our examination of the records of the Company, there is no overdue amount remaining outstanding as at the balance sheet date as the loans are repayable on demand and the Company has not demanded such loans and advances in nature of loan (including receivable in nature of loan)

(e) According to the information and explanations provided to us, the loans granted has not been demanded by the Company during the year. Accordingly, the provisions stated under clause 3(iii)(e) of the Order are not applicable to the Company.

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(f) According to the information and explanations provided to us, the Company has granted loans repayable on demand or without specifying any terms or period of repayment. The details of the same are as follows:

	All Parties	Promoters	Related Parties
Aggregate amount of loans/ advances in nature of loans - Repayable on demand	718.4		718.42
Percentage of loans/ advances in nature of loans to the total loans	100%		100%

iv. According to the information and explanations given to us, the Company has complied with the provisions of Section 185 and 186 of the Act, in respect of loans, investments, guarantees and security made.

v. According to the information and explanations given to us, the Company has neither accepted any deposits from the public nor any amounts which are deemed to be deposits, within the meaning of the provisions of Sections 73 to 76 of the Act and the rules framed there under. Accordingly, the requirement to report under clause 3(v) of the Order is not applicable to the Company.

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

vii. (a) According to the information and explanations given to us and the records examined by us, in our opinion, undisputed statutory dues including Goods and Services tax, provident fund, employees' state insurance, income-tax and other statutory dues have generally been regularly deposited with the appropriate authorities during the year.

(b) According to the information and explanations given to us and the records examined by us, dues relating to Goods and Services tax, provident fund, employees' state insurance, income-tax and other statutory dues which have not been deposited as on March 31, 2025, on account of any dispute, are as follows:

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Name of the statute	Nature of dues	Amount Demanded (Rs. in Lakhs)	Amount Paid Rs.	Period to which the amount relates	Forum where dispute is pending	Remarks, if any
Income Tax Act 1961	Income Tax	9.50	-	FY 2010-11	CIT(A)	-
Income Tax Act 1961	Income Tax	273.08	-	FY 2014-15	CIT(A)	-
Income Tax Act 1961	Income Tax	259.72	-	FY 2013-14	Delhi High Court	-

viii. According to the information and explanations given to us, there are no transaction which are not recorded in the books of account which have been surrendered or disclosed as income during the year in Income-tax Assessment under the Income Tax Act, 1961. Accordingly, the requirement to report as stated under 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 and the records of the Company examined by us, the Company has not defaulted in repayment of loans or borrowings or in payment of interest thereon to any lender.

(b) According to the information and explanations given to us and on the basis of our audit procedures, we report that the Company has not been declared wilful defaulter by any bank or financial institution or government or any government authority.

(c) In our opinion and according to the information and explanations provided to us, no money was raised by way of term loans. Accordingly, the requirement to report under clause 3(ix)(c) of the Order is not applicable to the Company.

(d) According to the information and explanations given to us, and the procedures performed by us, and on an overall examination of the financial statements of the Company, we report that no funds raised on short-term basis have been utilised for long-term purposes by the Company.

(e) According to the information and explanations given to us and on an overall examination of the financial statements of the Company, we report that the Company has not taken any funds from an any entity or person on account of or to meet the obligations of its subsidiaries

(f) According to the information and explanations given to us and procedures performed by us, we report that the Company has not raised loans during the year on the pledge of securities held in its subsidiaries. Accordingly, the requirement to report under Clause 3(ix)(f) of the order is not applicable to the Company.

x. (a) In our opinion and according to the information and explanations given to us, the Company did not raise any money by way of initial public offer or further public offer (including debt instruments) during the year. Accordingly, the reporting requirement under clause 3(x)(a) of the Order is not applicable to the Company.

(b) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or convertible debentures (fully, partly, or optionally convertible) during the year. Accordingly, the requirements to report under clause 3(x)(b) of the Order is not applicable to the Company.

xi. (a) Based on our examination of the books and records of the Company and according to the information and explanations given to us, we report that no material fraud by the Company or on the Company has been noticed or reported during the year in the course of our audit.

(b) During the year no report under Section 143(12) of the Act, has been filed 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. The Company is not a Nidhi Company. Accordingly, the provisions stated under clause 3(xii)(a) to (c) of the Order are not applicable to the Company.

xiii. According to the information and explanations given to us and based on our examination of the records of the Company, transactions with the related parties are in compliance with Sections 177 and 188 of the Act, where applicable and details of such transactions have been disclosed in the financial statements as required by the applicable accounting standards.

xiv. (a) In our opinion and based on our examination, 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 the date of our audit report, for the period under audit.

xv. According to the information and explanations given to us and based on our examination of the records of the Company, in our opinion during the year the Company has not entered into any non-cash transactions with its directors or persons connected with its directors and accordingly, the requirement to report on clause 3(xv) of the Order is not applicable to the Company.

xvi. (a) The Company is not required to be registered under Section 45 IA of the Reserve Bank of India Act, 1934 (2 of 1934) and accordingly, the requirements to report under clause 3(xvi)(a) of the Order is not applicable to the Company.

(b) The Company is not engaged in any Non-Banking Financial or Housing Finance activities during the year and accordingly, the provisions stated under clause 3 (xvi)(b) of the Order are not applicable to the Company.

(c) The Company is not a Core investment Company (CIC) as defined in the regulations made by Reserve Bank of India. Accordingly, the requirement to report under clause 3 (xvi)(c) of the Order is not applicable to the Company.

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(d) The Group (as defined in the Core Investment Companies (Reserve Bank) Directions, 2016) does not have any Core Investment Company (as part of its group. Accordingly, the requirement to report under clause 3(xvi)(d) of the Order is not applicable to the Company.

xvii. Based on the overall review of financial statements, the Company has not incurred cash losses in the current financial year and in the immediately preceding financial year. Accordingly, the requirement to report under clause 3(xvii) of the Order is not applicable to the Company.

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

xix. According to the information and explanations given to us and on the basis of the financial ratios (as disclosed in note 43 to the financial statements), ageing and expected dates of realisation 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 athey fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.

xx. The Company has not transferred the amount remaining unspent in respect of ongoing projects, to a Special Account till the date of our report. However, the time period for such transfer i.e., thirty days from the end of the financial year as permitted under Section 135(6) of the Act, has not elapsed till the date of our report. Also, refer Note 32 to the financial statements.

xxi. The reporting under clause 3(xxi) of the Order is not applicable in respect of audit of financial statements. Accordingly, no comment in respect of the said Clause has been included in the report.

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

Mukesh K Pugalia

Mukesh Kumar Pugalia
Partner
Membership No. 221387
UDIN: 25221387BMIARP2472
Place: Gurugram
Date: April 24, 2025

M S K A & ASSOCIATES ★ Chartered Accountants ★

ANNEXURE C TO THE INDEPENDENT AUDITOR'S REPORT OF EVEN DATE ON THE FINANCIAL STATEMENTS OF VALUE FIRST DIGITAL MEDIA PRIVATE LIMITED

[Referred to in paragraph 2(g) under 'Report on Other Legal and Regulatory Requirements' in the Independent Auditors' Report of even date to the Members of Value First Digital Media Private Limited on the Financial Statements for the year ended March 31, 2025]

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 financial statements of Value First Digital Media Private Limited ("the Company") as of March 31, 2025 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Opinion

In our opinion, the Company has, in all material respects, adequate internal financial controls with reference to financial statements and such internal financial controls with reference to financial statements were operating effectively as at March 31, 2025, based on the internal control with reference to financial statements 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 (the "Guidance Note") issued by the Institute of Chartered Accountants of India ('ICAI').

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

The Company's Management and the Board of Directors are responsible for establishing and maintaining internal financial controls based on the internal control with reference to financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note issued by ICAI. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls with reference to financial statements based on our audit. We conducted our audit in accordance with the Guidance Note and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Act, to the extent applicable to an audit of internal financial controls. 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 financial statements was established and maintained and if such controls operated effectively in all material respects.

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Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls with reference to financial statements and their operating effectiveness. Our audit of internal financial controls with reference to financial statements included obtaining an understanding of internal financial controls with reference to 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 financial statements.

Meaning of Internal Financial Controls With reference to Financial Statements

A company's internal financial control with reference to financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control with reference to 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 authorizations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls With reference to financial statements

Because of the inherent limitations of internal financial controls with reference to 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 financial statements to future periods are subject to the risk that the internal financial control with reference to financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

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

Mukesh K Pugalia

Mukesh Kumar Pugalia
Partner
Membership No. 221387
UDIN: 25221387BMIARP2472

M S K A & ASSOCIATES ★ Chartered Accountants ★

Place: Gurugram
Date: April 24, 2025

ValueFirst Digital Media Private Limited
Standalone Balance Sheet as at March 31, 2025
(All amounts are in INR Lakhs, unless otherwise stated)

Particulars	Note No.	For the year ended March 31, 2025	For the year ended March 31, 2024
I. ASSETS			
Non-current assets			
(a) Property, plant and equipment	3	1,777.54	1,680.65
(b) Right-of-use assets	6	52.52	122.14
(c) Other intangible assets	4	1,218.57	806.00
(d) Intagible assets under development	4A	-	212.75
(e) Investment property	5	123.49	125.87
(f) Financial assets			
(i) Other financial assets	7A	418.36	517.42
(ii) Investments	7B	9.98	10.12
(g) Deferred tax assets (net)	8	482.15	390.95
(h) Non-current tax assets (net)	8A	-	2,618.72
(i) Other non-current assets	9	-	36.26
Total non-current assets		**4,082.61**	**6,520.89**
Current assets			
(a) Financial assets			
(i) Trade receivables	10	24,798.17	14,262.13
(ii) Cash and cash equivalents	11A	1,864.24	166.21
(iii) Bank balances other than Cash and cash equivalents	11B	10,107.88	9,534.06
(iv) Other financial assets	12	7,598.07	10,181.46
(v) Loans	7	718.42	662.21
(b) Other current assets	13	1,308.75	866.03
Total current assets		**46,395.53**	**35,672.10**
TOTAL ASSETS		**50,478.14**	**42,192.98**
II. EQUITY AND LIABILITIES			
Equity			
(a) Equity share capital	14	17.75	17.75
(b) Other equity	15	32,289.99	25,766.51
Total equity		**32,307.74**	**25,784.26**
Liabilities			
Non-current liabilities			
(a) Financial liabilities			
Lease liabilities	6 & 16	41.10	89.67
(b) Provisions	17	418.42	430.43
Total non-current liabilities		**459.52**	**520.10**
Current liabilities			
(a) Financial liabilities			
(i) Lease liabilities	6 & 16	53.88	98.14
(ii) Trade payables	18		
(a) Total outstanding dues of micro enterprises and small enterprises		354.16	4.60
(b) Total outstanding dues of creditors other than micro enterprises and small enterprises		10,064.46	9,123.72
(iii) Other financial liabilities	19	5,833.76	5,879.34
(b) Other current liabilities	20	636.90	627.28
(c) Provisions	17	447.46	155.54
(d) Current tax liabilities (net)	17A	320.26	-
Total current liabilities		**17,710.88**	**15,888.62**
TOTAL EQUITY AND LIABILITIES		**50,478.14**	**42,192.98**
The accompanying notes form an integral part of the standalone financial statements	1-46		

As per our report of even date attached
For M S K A & Associates
Chartered Accountants
Firm Registration No. 105047W

Mukesh Kumar Pugalia
Partner
Membership No. 221387

Place: Gurugram
Date: April 24, 2025

For and on behalf of the Board of Directors of

ValueFirst Digital Media Private Limited
CIN: U64202TS2003PTC187740

Vishwadeep Bajaj
Managing Director
DIN: 01724145

Abhishek Kumar Jain
Director
DIN: 10751396

Seshavataradha Chava
Director
DIN: 08230070

Place: Gurugram
Date: April 24, 2025

Place: Gurugram
Date: April 24, 2025

ValueFirst Digital Media Private Limited
Statement of Profit and Loss for the year ended March 31, 2025
(All amounts are in INR Lakhs, unless otherwise stated)

Particulars	Note No.	For the year ended March 31, 2025	For the year ended March 31, 2024
Income			
I. Revenue from operations	21	73,358.03	67,657.73
II. Other income	22	982.31	772.85
III. Total Income (I+II)		**74,340.34**	**68,430.58**
IV. Expenses			
Cost of services	23	56,797.60	49,560.33
Employee benefits expenses	24	5,763.44	6,449.29
Finance costs	25	16.79	81.12
Depreciation and amortisation expense	26	608.06	587.84
Connectivity and related expenses	27	893.29	799.56
Other expenses	28	1,421.39	1,944.45
Total expenses (IV)		**65,500.58**	**59,422.59**
V. Profit before tax (III - IV)		**8,839.76**	**9,007.99**
VI. Income Tax expense / (Credit)			
Current tax		2,173.45	2,197.46
(Excess) / Short provision of tax relating to eerlier years	29	25.27	-
Deferred tax		(19.85)	(34.54)
Total Income tax expense (VII)		**2,178.87**	**2,162.92**
VIII. Profit for the year (VI-VII)		**6,660.89**	**6,845.07**
IX. Other comprehensive Income			
(I) Items that will not be reclassified to profit or loss			
Remeasurements of post-employment defined benefit plans		(283.50)	40.09
Income tax relating to items that will not be reclassified to profit or loss		71.35	(10.09)
Total Other comprehensive income, net of taxes		**(212.15)**	**30.00**
X. Total Comprehensive income for the year (VIII + IX)		**6,448.74**	**6,875.07**
XI. Earnings per equity share of par value, INR. 10 /- each			
1. Basic (INR)	30	5,440.83	5,591.28
2. Diluted (INR)		3,420.77	3,859.79
The accompanying notes form an integral part of the standalone financial statements	1-46		

As per our report of even date attached

For M S K A & Associates
Total non-current liabilities
Firm Registration No. 105047W

Mukesh Kumar Pugalia
Partner
Membership No. 221387

Place: Gurugram
Date: April 24, 2025

For and on behalf of the Board of Directors of

ValueFirst Digital Media Private Limited
CIN: U64202TS2003PTC187740

Vishwadeep Bajaj
Managing Director
DIN: 01724145

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Director
DIN: 08230070

Place: Gurugram
Date: April 24, 2025

Place: Gurugram
Date: April 24, 2025

M S K A & ASSOCIATES ★ Chartered Accountants ★

Valuefirst Digital Media Private Limited ★ Gurugram

ValueFirst Digital Media Private Limited
Standalone Statement of Cash Flows for the year ended March 31, 2025
(All amounts are in INR Lakhs, unless otherwise stated)

Particulars	For the year ended March 31, 2025	For the year ended March 31, 2024
I CASH FLOW FROM OPERATING ACTIVITIES		
Profit before tax	**8,839.76**	**9,007.99**
Adjustments for:		
Depreciation and amortisation expense	608.06	587.84
Employee stock compensation expense	81.72	-
Interest expense on lease liabilities	16.79	81.12
Interest income on fixed deposits	(581.80)	(465.29)
Gain on liquid funds	(17.15)	-
Interest income on other than Fixed deposit	(63.84)	(31.85)
Interest income on security deposits	-	(0.80)
Interest income on sublease	(4.12)	(7.36)
Income from investment property	(10.48)	(18.00)
Unrealised foreign exchange (gain) / loss	(135.62)	8.00
Allowance for expected credit loss	40.00	225.15
Loss on sale of property, plant and equipment (net)	-	22.28
Advance written off	38.57	-
Investments writeoff	0.14	-
Operating profits before changes in operating assets / liabilities	**8,812.03**	**9,409.08**
Changes in operating assets and liabilities:		
(Increase)/Decrease in trade receivables	(10,429.94)	(3,987.58)
(Increase)/Decrease in financial and non-financial assets	2,253.85	(645.72)
Increase/(Decrease) in financial and non-financial liabilities	(39.55)	733.66
Increase/(Decrease) in trade payables	1,251.73	3,583.55
Cash generated from operations	**1,848.12**	**9,092.99**
(Income taxes paid) / refund received	1,097.51	(1,898.26)
Net cash flows from operating activities	**2,945.63**	**7,194.73**
II CASH FLOW FROM INVESTING ACTIVITIES		
Interest income received	224.62	287.75
Reciept of rent income on sub lease	26.84	46.43
Purchase of bank deposits with original maturity of more than 3 months	-	(5,473.27)
Purchase of property, plant and equipment	(327.81)	(286.21)
Proceeds from sale of property, plant and equipment	-	306.83
Purchase of intangible asset	(504.96)	(14.82)
Investment made in development of intangible asset	-	(409.93)
Income from investments	17.15	-
Income from investment property	-	18.00
Loan given to related parties	-	37.45
Movement in other bank balances	(573.82)	-
Net cash generated from/(used in) investing activities	**(1,137.98)**	**(5,487.78)**
III CASH FLOW FROM FINANCING ACTIVITIES		
Payment of lease liability	(109.62)	(134.47)
Interest paid	-	(56.32)
Repayment of borrowings	-	(1,407.84)
Net cash generated from/(used in) financing activities	**(109.62)**	**(1,598.63)**
IV Net increase in cash and cash equivalents	**1,698.03**	**108.32**
Cash and cash equivalents at the beginning of the year	166.21	57.89
Effect of Exchange rates or changes in cash or cash equivalents	-	-
Cash and cash equivalents at the end of the year (refer note 11)	**1,864.24**	**166.21**

The accompanying notes form an integral part of the standalone financial statements 1-46

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

Mukesh K Pugalia

Mukesh Kumar Pugalia
Partner
Membership No. 221387

Place: Gurugram
Date: April 24, 2025

For and on behalf of the Board of Directors of

ValueFirst Digital Media Private Limited
CIN: U64202TS2003PTC187740

Vishwadeep Bajaj
Managing Director
DIN: 01724145

Abhishek Kumar Jain
Director
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Seshanuradha Chava
Director
DIN: 08230070

Place: Gurugram
Date: April 24, 2025

Place: Gurugram
Date: April 24, 2025

ValueFirst Digital Media Private Limited
Standalone Statement of changes in equity for the year ended March 31, 2025
(All amounts are in INR Lakhs, unless otherwise stated)

A. Equity share capital

Particulars	Note No.	Year ended March 31, 2025		Year ended March 31, 2024	
		Number	Amount	Number	Amount
Equity shares of Rs 10 each issued, subscribed and fully paid:					
Opening		1,22,424	12.24	1,22,424	12.24
Add: Issued during the year					
0.1% series C cumulative compulsorily convertible preference shares of Rs 10 each fully paid up	14	45,100	4.51	45,100	4.51
8% series B non cumulative compulsorily convertible preference shares of Rs 10 each fully paid up		10,000	1.00	10,000	1.00
Closing		**1,77,524**	**17.75**	**1,77,524**	**17.75**

B. Other Equity

Particulars	Note No.	Reserves and Surplus				Other comprehensive Income	Total
		Retained earnings	Revaluation reserve	Securities premium account	General reserve	Remeasurement of Net defined benefit plans	
Balance as at April 01, 2024		**17,491.88**	**12.85**	**5,622.70**	**2,630.23**	**8.85**	**25,766.51**
Profit for the year		6,660.89	-			-	**6,660.89**
Proposed dividend on 0.1% Series C cumulative compulsorily convertible preference shares		(6.98)					**(6.98)**
Total Other comprehensive income (net of Tax)	15	-	-	-	-	(212.15)	**(212.15)**
RSU cost accounted during the year (Refer note 39)		-			81.72		**81.72**
Balance as at March 31, 2025		**24,145.79**	**12.85**	**5,622.70**	**2,711.95**	**(203.30)**	**32,289.99**
Balance as at April 01, 2023		**10,653.79**	**12.85**	**5,622.70**	**2,630.23**	**(21.15)**	**18,898.42**
Profit for the year	15	6,845.07	-			30.00	**6,875.07**
Proposed dividend on 0.1% Series C cumulative compulsorily convertible preference		(6.98)	-			-	**(6.98)**
Other comprehensive loss, (net of tax)			-			-	
Balance as at March 31, 2024		**17,491.88**	**12.85**	**5,622.70**	**2,630.23**	**8.85**	**25,766.51**

The accompanying notes form an integral part of the Standalone financial statements 1-46

As per our report of even date attached
For M S K A & Associates
Chartered Accountants
Firm Registration No. 105047W

Mukesh Kumar Pugalia
Partner
Membership No. 221387

Place: Gurugram
Date: April 24, 2025

For and on behalf of the Board of Directors of
ValueFirst Digital Media Private Limited
CIN: U64202TS2003PTC187740

Vishwadeep Bajaj
Managing Director
DIN: 01724145

Abhishek Kumar Jain
Director
DIN: 10751396

Seshanuradha Chava
Director
DIN: 08230070

Place: Gurugram
Date: April 24, 2025

Place: Gurugram
Date: April 24, 2025

1 Corporate Information

ValueFirst Digital Media Private Limited (hereinafter referred as "the Company" was incorporated on 17 October 2003. The Company provides digital media communication services including enterprise communication services, media solution, online platforms, mobile platforms, social media services and data analytics.

2 Material accounting policies

Material accounting policies adopted by the Company are as under:

2A Basis of Preparation of Financial Statements

(a) Statement of Compliance with Ind AS

The financial statements of the Company have been prepared in accordance with the Indian Accounting Standards ("Ind AS") as notified under section 133 of the Companies Act, 2013 ("the Act") read with the Companies (Indian Accounting Standards) Rules 2015 as amended and other relevant provisions of the Act.

Accounting policies have been consistently applied to all the years presented except where a newly issued Accounting Standard is initially adopted or a revision to an existing accounting standard requires a change in the accounting policy hitherto in use. These financial statements have been prepared for as a going concern on the basis of relevant Ind AS that are effective at the Company's annual reporting date March 31, 2025.

The Ind AS financial statements were approved by the Board of Directors of the Company on April 24, 2025.

(b) Basis of measurement

These financial statements have been prepared on a historical cost basis, except for the following assets and liabilities which have been measured at fair value :-

i) Certain financial assets and liabilities measured at fair value (refer accounting policy regarding financial instruments and employee benefits).
ii) Net defined benefit liability are measured at fair value of defined benefit obligations.
iii) Share based payment transaction are measured at fair value.

(c) Going concern

The Company has prepared the financial statements on the basis that it will continue to operate as a going concern.

(d) Presentation currency and rounding off

The financial statements are presented in INR and all values are rounded to nearest lakhs (INR 00,000), except when otherwise indicated.

(e) Use of estimates

The preparation of financial statements in conformity with Ind AS requires the Management to make estimates and assumptions that affect the reported amount of assets and liabilities as at the Balance Sheet date, reported amount of revenue and expenses for the year and disclosures of contingent liabilities as at the Balance Sheet date. The estimates and assumptions used in the accompanying financial statements are based upon the Management's evaluation of the relevant facts and circumstances as at the date of the financial statements. Actual results could differ from these estimates. Estimates and underlying assumptions are reviewed on a periodic basis. Revisions to accounting estimates, if any, are recognised in the year in which the estimates are revised and in any future years affected. Refer Note 2.T for detailed discussion on estimates and judgements.

Information about significant areas of estimation uncertainty and critical judgements in applying accounting policies that have the most significant effect on the amounts recognised in the financial statements is included in the following notes:

— Useful lives of property, plant and equipment;
— Impairment;
— Financial instruments;
— Employee benefits;
— Provisions;
— Income taxes

2B Classification between current and non-current

The Company segregates assets and liabilities into current and non-current categories for presentation in the balance sheet after considering its normal operating cycle and other criteria set out in Ind AS 1 Presentation of Financial Statements . For this purpose, current assets and liabilities include the current portion of non-current assets and liabilities respectively. Deferred tax assets and liabilities are always classified as non-current.

The operating cycle is the time between the acquisition of assets for processing and their realisation in cash and cash equivalents. The company has identified period up to twelve months as its operating cycle.

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Valuefirst Digital Media Private Limited ★ Gurugram

2C Summary of material accounting policies

(a) Property, plant and equipment

Items of property, plant and equipment are measured at historical cost less accumulated depreciation and accumulated impairment losses, if any. The cost comprises purchase price, taxes (other than those subsequently recoverable from tax authorities), borrowing cost if capitalisation criteria are met and directly attributable cost of bringing the asset to its working condition for the intended use.

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably. The carrying amount of any component accounted for as a separate asset is derecognised when replaced. All other repairs and maintenance are charged to Statement of Profit and Loss during the year in which they are incurred.

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

Advances paid towards the acquisition of property, plant and equipment outstanding at each balance sheet date is classified as capital advances under other non-current assets and the cost of assets not put to use before such date are disclosed under 'Capital work-in-progress'.

Depreciation methods, estimated useful lives

The Company depreciates property, plant and equipment over their estimated useful lives using the straight line method. The estimated useful lives of assets are as follows:

Property, plant and equipment	Schedule II (Years)	Useful Life (Years)
Leasehold improvement*	Over lease period	Lower of lease period or useful life
Furniture and Fixtures	10	10
Office Equipment	5	5
Vehicle	8	8
Computers:		
-Servers	6	6
-End user devices such as, desktops, laptops etc.	3	6
Airconditioners	10	4-6
Building	60	60

* Leasehold improvements are amortised over the lease period, which corresponds with the useful lives of the assets.

Based on the technical assessment of useful life, certain items of property plant and equipment are being depreciated over useful lives different from the prescribed useful lives under Schedule II to the Companies Act, 2013. Management believes that such estimated useful lives are realistic and reflect fair approximation of the period over which the assets are likely to be used.

Depreciation on addition to property plant and equipment is provided on pro-rata basis from the date of acquisition. Depreciation on sale/deduction from property plant and equipment is provided up to the date preceding the date of sale, deduction as the case may be. Gains and losses on disposals are determined by comparing proceeds with carrying amount. These are included in Statement of Profit and Loss.

Depreciation methods, useful lives and residual values are reviewed periodically at each financial year end and adjusted prospectively, as appropriate.

(b) Other Intangible Assets

Intangible assets are stated at acquisition cost, net of accumulated amortisation.

The Company amortised intangible assets over their estimated useful lives using the straight line method. The estimated useful lives of intangible assets are as follows:

Intangible assets	Useful life
Software acquired	3 years
Intellectual property right development	3 years
Software internally gererated	3 years

(c) Leases

Company as a lessee

The Company recognises a right-of-use asset and a lease liability at the lease commencement date. The right-of-use asset is initially measured at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or before the commencement date, plus any initial direct costs incurred and an estimate of costs to dismantle and remove the underlying asset or to restore the underlying asset or the site on which it is located, less any lease incentives received.

The right-of-use asset is subsequently depreciated using the straight-line method from the commencement date to the earlier of the end of the useful life of the right-of-use asset or the end of the lease term. The estimated useful lives of right-of-use assets are determined on the same basis as those of property and equipment. In addition, the right-of-use asset is periodically reduced by impairment losses, if any, and adjusted for certain re-measurements of the lease liability.

The lease liability is initially measured at the present value of the lease payments that are not paid at the commencement date, discounted using the interest rate implicit in the lease or, if that rate cannot be readily determined, Company incremental borrowing rate. Generally, the Company uses its incremental borrowing rate as the discount rate.

Lease payments included in the measurement of the lease liability comprise the following: –
– Fixed payments, including in-substance fixed payments;
– Variable lease payments that depend on an index or a rate, initially measured using the index or rate as at the commencement date;
– Amounts expected to be payable under a residual value guarantee; and
– The exercise price under a purchase option that the Company is reasonably certain to exercise, lease payments in an optional renewal period if the Company is reasonably certain to exercise an extension option, and penalties for early termination of a lease unless the Company is reasonably certain not to terminate early.

The lease liability is measured at amortised cost using the effective interest method. It is remeasured when there is a change in future lease payments arising from a change in an index or rate, if there is a change in the Company estimate of the amount expected to be payable under a residual value guarantee, or if Company changes its assessment of whether it will exercise a purchase, extension or termination option.

When the lease liability is remeasured in this way, a corresponding adjustment is made to the carrying amount of the right-of use asset, or is recorded in profit or loss if the carrying amount of the right-of-use asset has been reduced to zero.

Short-term leases and leases of low-value assets

The Company has elected not to recognise right-of-use assets and lease liabilities for short term leases of computer servers that have a lease term of 12 months. The Company recognises the lease payments associated with these leases as an expense on a straight-line basis over the lease term.

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ValueFirst Digital Media Private Limited ★ Gurugram

(d) Investment Property

Investment properties are measured initially at cost, including transaction costs. Subsequent to initial recognition, investment properties are stated at cost less accumulated depreciation and accumulated impairment loss, if any.

The cost includes the cost of replacing parts and borrowing costs for long-term construction projects if the recognition criteria are met. When significant parts of the investment properties are required to be replaced at intervals, the Group depreciates them separately based on their specific useful lives. All other repair and maintenance costs are recognised in profit or loss as incurred.

The Company depreciates investment property over their estimated useful lives using the straight line method. The estimated useful lives of investment property is 60 years. The management believes that these estimated useful lives are realistic and reflect fair approximation of the period over which the assets are likely to be used.

Though the Company measures investment properties using cost based measurement, the fair value of investment property is disclosed in the notes. Fair values are determined based on an annual evaluation performed by an accredited external independent valuer applying a valuation model recommended by the International Valuation Standards Committee.

Rent receivable is recognised on a straight-line basis over the period of the lease. Where an incentive (such as a rent free period) is given to a tenant, the carrying value of the investment property excludes any amount reported as a separate asset as a result of recognising rental income on this basis.

(e) Foreign Currency Transactions

Functional and presentation currency

Items included in the financial statements are measured using the currency of the primary economic environment in which the entity operates ('the functional currency'). The financial statements are presented in Indian rupee (INR), which is the Company's functional and presentation currency.

Transactions and balances

On initial recognition, all foreign currency transactions are recorded by applying to the foreign currency amount the exchange rate between the functional currency and theforeign currency at the date of the transaction. Gains/losses arising out of fluctuation in foreign exchange rates between the transaction date and settlement date are recognised in the profit and loss.

Monetary assets and liabilities denominated in foreign currencies are translated at the functional currency spot rates of exchange at the reporting date and the exchange differences are recognised in the profit and loss.

Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rates at the dates of the initial transactions. Non monetary items measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value is determined. The gain or loss arising on translation of non-monetary items measured at fair value is treated in line with the recognition of the gain or loss on the change in fair value of the item (i.e., translation differences on items whose fair value gain or loss is recognised in OCI or profit or loss are also recognised in OCI or profit or loss, respectively).

(f) Impairment of non-financial assets

The carrying amounts of the Company's tangible and intangible assets are reviewed at each reporting date to determine whether there is any indication of impairment. If any such indication exists, then the asset's recoverable amount is estimated in order to determine the extent of the impairment loss, if any.

The recoverable amount of an asset or cash-generating unit is the greater of its value in use and its fair value less costs of disposal. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset or the cash generating unit for which the estimates of future cash flows have not been adjusted. For the purpose of impairment testing, assets are grouped together into the smallest group of assets that generates cash inflows from continuing use that are largely independent of the cash inflows of other assets or Company's of assets.

An impairment loss is recognised in the statement of profit or loss if the estimated recoverable amount of an asset or its cash generating unit is lower than its carrying amount. If, at the reporting date there is an indication that a previously assessed impairment loss no longer exists, the recoverable amount is reassessed and reversed only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortisation, if no impairment loss had been previously recognised.

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Valuefirst Digital Media Private Limited ★ Gurugram

(g) Fair value measurement

The Company measures financial instruments at fair value at each balance sheet date.

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. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:
► In the principal market for the asset or liability, or
► In the absence of a principal market, in the most advantageous market for the asset or liability accessible to the Company.

The principal or the most advantageous market must be accessible by the Company.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs. The Company's management determines the policies and procedures for fair value measurement such as derivative instrument.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorized within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:
► Level 1 — Quoted (unadjusted) market prices in active markets for identical assets or liabilities.
► Level 2 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable.
► Level 3 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable.

(h) Revenue from contract with customer

The Company derives revenues primarily from rendering messaging services including national long distance (NLD), international long distance (ILD), WhatsApp, rich communication service (RCS) and other services such as e-mail, voice, of similar nature, for which the Company enters into agreement with customers.

The Company basis the terms of agreement entered into with customers determines whether each performance obligation will be satisfied (i.e. control will be transferred) overtime or at a point in time. Revenue from contract with customers is recognised as and when the Company satisfies the performance obligation.

Revenue is measured based on the transaction price, as specified in the contract with the customer, which is the consideration, adjusted for volume discounts, if any. Revenue also excludes taxes collected from customers which are subsequently remitted to the government.

Revenue from customers is recognised at the occurrence of the event satisfying performance obligation mentioned in the agreement and the Company is entitled to the consideration in exchange of the delivery of the agreed event.

1. Revenue from messaging services is recognised at a rate per message based on the number of messages processed where there is no uncertainty as to measurement.
2. Revenue from other services is recognised based on the rate per transaction for the number of transactions processed on our platform.

Contract assets are recognised when there are excess of revenues earned over billings.Contract assets are classified as unbilled receivables (only act of invoicing is pending) when there is unconditional right to receive cash, and only passage of time is required, as per contractual terms.

Other Income

Interest Income is recognised on a basis of effective interest method as set out in Ind AS 109, Financial Instruments, and where no significant uncertainty as to measurability or collectability exists.

(i) Taxes

Tax expense for the year, comprising current tax and deferred tax, are included in the determination of the net profit or loss for the year.

Current income tax

Current tax assets and liabilities are measured at the amount expected to be recovered or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the year end date. Current tax assets and tax liabilities are offset where the entity has a legally enforceable right to offset and intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously.

Deferred tax

Deferred income tax is provided in full, using the balance sheet approach, on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in financial statements. Deferred income tax is also not accounted for if it arises from initial recognition of an asset or liability in a transaction other than a business combination that at the time of the transaction affects neither accounting profit nor taxable profit (tax loss). Deferred income tax is determined using tax rates (and laws) that have been enacted or substantially enacted by the end of the year and are expected to apply when the related deferred income tax asset is realised or the deferred income tax liability is settled.

Deferred tax assets are recognised for all deductible temporary differences and unused tax losses only if it is probable that future taxable amounts will be available to utilise those temporary differences and losses.

Management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulation is subject to interpretation. It establishes provisions where appropriate on the basis of amounts expected to be paid to the tax authorities

Deferred tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets and liabilities and when the deferred tax balances relate to the same taxation authority.

Current and deferred tax is recognised in Statement of Profit and Loss, except to the extent that it relates to items recognised in other comprehensive income or directly in equity. In this case, the tax is also recognised in other comprehensive income or directly in equity, respectively.

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(j) Cash and cash equivalents

Cash and cash equivalent in the balance sheet comprise cash at banks and short-term deposits net of bank overdraft with an original maturity of three months or less, which are subject to an insignificant risk of changes in value.

For the purposes of the cash flow statement, cash and cash equivalents include cash on hand, cash in banks and short-term deposits.

(k) Cash flow statement

Cash flows are reported using the indirect method, whereby net profit for the year is adjusted for the effects of transactions of a non cash nature and any deferrals or accruals of past or future cash receipts or payments. The cash flows from regular cash generating revenue generating, investing and financing activities of the Company are segregated.

(l) Financial instruments

Trade receivables are initially recognised when they are originated. All other financial assets and financial liabilities are initially recognised when the Company becomes a party to the contractual provisions of the instrument.

A financial asset or financial liability is initially measured at fair value and, for an item not at fair value through profit and loss (FVTPL), transaction costs that are directly attributable to its acquisition or issue.

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

(m) Financial assets

Initial Recognition and measurement

(i) At initial recognition, financial asset is measured at its fair value plus, in the case of a financial asset not at fair value through profit or loss, transaction costs that are directly attributable to the acquisition of the financial asset. Transaction costs of financial assets carried at fair value through profit or loss are expensed in profit or loss.
Financial assets are not reclassified subsequent to their initial recognition, except if and in the period the Company changes its business model for managing financial assets.

(ii) **Subsequent measurement**

For purposes of subsequent measurement, financial assets are classified in following categories:
a) at amortised cost; or
b) at fair value through other comprehensive income; or
c) at fair value through profit or loss.
The classification depends on the entity's business model for managing the financial assets and the contractual terms of the cash flows.

Amortised cost
A financial asset is measured at amortised cost if it meets both of the following conditions and is not designated as at FVTPL:

• the asset is held within a business model whose objective is to hold assets to collect contractual cash flows; and
• the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

After initial measurement, such financial assets are subsequently measured at amortised cost using the effective interest rate (EIR) method. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included in Other Income in the statement of profit or loss. The losses arising from impairment are recognised in the statement of profit or loss.

Fair value through other comprehensive income (FVOCI):
Assets that are held for collection of contractual cash flows and for selling the financial assets, where the asset's cash flows represent solely payments of principal and interest, are measured at fair value through other comprehensive income (FVTOCI). Movements in the carrying amount are taken through other comprehensive income(OCI), except for the recognition of impairment gains or losses, interest income and foreign exchange gains and losses which are recognised in Statement of Profit and Loss. When the financial asset is derecognised, the cumulative gain or loss previously recognised in OCI is reclassified from equity to Statement of Profit and Loss and recognised in other gains/ (losses). Interest income from these financial assets is included in other income using the effective interest rate method.

Fair value through profit or loss (FVTPL):
Assets that do not meet the criteria for amortised cost or FVTOCI are measured at fair value through profit or loss. Interest income from these financial assets is included in other income.

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(iii) Impairment of financial assets

In accordance with Ind AS 109, Financial Instruments, the Company applies expected credit loss (ECL) model for measurement and recognition of impairment loss on financial assets that are measured at amortised cost and FVTOCI.

For recognition of impairment loss on financial assets and risk exposure, the Company determines that whether there has been a significant increase in the credit risk since initial recognition. If credit risk has not increased significantly, 12-month ECL is used to provide for impairment loss. However, if credit risk has increased significantly, lifetime ECL is used. If in subsequent years, credit quality of the instrument improves such that there is no longer a significant increase in credit risk since initial recognition, then the entity reverts to recognising impairment loss allowance based on 12 month ECL.

Life time ECLs are the expected credit losses resulting from all possible default events over the expected life of a financial instrument. The 12 month ECL is a portion of the lifetime ECL which results from default events that are possible within 12 months after the year end.

ECL is the difference between all contractual cash flows that are due to the Company in accordance with the contract and all the cash flows that the entity expects to receive (i.e. all shortfalls), discounted at the original EIR. When estimating the cash flows, an entity is required to consider all contractual terms of the financial instrument (including prepayment, extension etc.) over the expected life of the financial instrument. However, in rare cases when the expected life of the financial instrument cannot be estimated reliably, then the entity is required to use the remaining contractual term of the financial instrument.

In general, it is presumed that credit risk has significantly increased since initial recognition if the payment is more than 30 days past due.

ECL impairment loss allowance (or reversal) recognised during the year is recognised as income/expense in the statement of profit and loss. In balance sheet ECL for financial assets measured at amortised cost is presented as an allowance, i.e. as an integral part of the measurement of those assets in the balance sheet. The allowance reduces the net carrying amount. Until the asset meets write off criteria, the Company does not reduce impairment allowance from the gross carrying amount.

(iv) Derecognition of financial assets

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

Where the financial asset is transferred then in that case financial asset is derecognised only if substantially all risks and rewards of ownership of the financial asset is transferred. Where the entity has not transferred substantially all risks and rewards of ownership of the financial asset, the financial asset is not derecognised.

(n) Financial liabilities

Initial recognition and measurement
Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit or loss and at amortised cost, as appropriate.

All financial liabilities are recognised initially at fair value and, in the case of payables, net of directly attributable transaction costs.

Subsequent measurement
The measurement of financial liabilities depends on their classification, as described below:

Financial liabilities at fair value through profit or loss
Financial liabilities at fair value through profit or loss include financial liabilities held for trading and financial liabilities designated upon initial recognition as at fair value through profit or loss. Gains or losses on liabilities held for trading are recognised in the Statement of Profit and Loss.

Financial liabilities at amortised cost

Financial liabilities are subsequently carried at amortised cost using the effective interest method. For trade and other payables maturing within one year from the Balance Sheet date, the carrying amounts approximate fair value due to the short maturity of these instruments.

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

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

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(p) Employee Benefits

Defined contribution schemes

Contributions to defined contribution schemes are charged to the profit and loss in the year to which they relate.

Defined benefit schemes

Defined benefit scheme surpluses and deficits are measured at:

(i) The fair value of plan assets at the reporting date; less

(ii) Plan liabilities calculated using the projected unit credit method discounted to its present value using yields available on government bonds that have maturity dates approximating to the terms of the liabilities and are denominated in the same currency as the postemployment benefit obligations; less

(iii) The effect of minimum funding requirements agreed with scheme trustees.

Remeasurements of the net defined obligation are recognised directly within equity. The remeasurements include:

(i) Actuarial gains and losses

(ii) Return on plan assets (interest exclusive)

Service costs are recognised in profit or loss, and include current and past service costs as well as gains and losses on curtailments.

Net interest expense (income) is recognised in profit or loss, and is calculated by applying the discount rate used to measure the defined benefit obligation (asset) at the beginning of the annual period to the balance of the net defined benefit obligation (asset), considering the effects of contributions and benefit payments during the period.

Gains or losses arising from changes to scheme benefits or scheme curtailment are recognised immediately in profit or loss.

Settlements of defined benefit schemes are recognised in the period in which the settlement occurs.

Other employee benefits

Other employee benefits that are expected to be settled wholly within 12 months after the end of the reporting period are treated as short-term employee benefits and presented as current liabilities. The company recognises expected cost of short-term employee benefit as an expense, when an employee renders the related service.

Other employee benefits that are not expected to be settled wholly within 12 months after the end of the reporting period are presented as non-current liabilities (the obligations are presented as current liabilities in the balance sheet if the entity does not have an unconditional right to defer the settlement for at least twelve months after the reporting date) and calculated using the projected unit credit method and then discounted using yields available on government bonds that have maturity dates approximating to the expected remaining period to settlement and are denominated in the same currency as the post-employment benefit obligations. Remeasurement gains/losses are immediately taken to the statement of profit and loss.

Share-based payments

Certain employees (including senior executives) of the Company receive remuneration in the form of share-based payments, whereby employees render services as consideration for equity instruments (equity-settled transactions). The cost of equity-settled transactions is determined by the fair value at the date when the grant is made using an appropriate valuation model.

That cost is recognised, together with a corresponding increase in share-based payment (SBP) reserves in equity, over the period in which the performance and/or service conditions are fulfilled in employee benefits expense. The cumulative expense recognised for equity-settled transactions at each reporting date until the vesting date reflects the extent to which the vesting period has expired and the Company's best estimate of the number of equity instruments that will ultimately vest. The statement of profit and loss expense or credit for a period represents the movement in cumulative expense recognised as at the beginning and end of that period and is recognised in employee benefits expense.

The dilutive effect of outstanding options is reflected as additional share dilution in the computation of diluted earnings per share.

(q) Provisions and contingent liabilities and contingent assets

The company has recognised provisions for liabilities of uncertain timing or amount including those for warranty claims, leasehold dilapidations and legal disputes. The provision is measured at the best estimate of the expenditure required to settle the obligation at the reporting date, discounted at a pre-tax rate reflecting current market assessments of the time value of money and risks specific to the liability. In the case of leasehold dilapidations, the provision takes into account the potential that the properties in question may be sublet for some or all of the remaining lease term.

Contingent liability is-

(a) a possible obligation arising from past events and whose existence will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the company, or

b) a present obligation that arises from past events but is not recognised because

- it is not probable that an outflow of resources embodying economic benefits will be required to settle the obligation, or
- the amount of the obligation cannot be measured with sufficient reliability.

The company does not recognise a contingent liability but discloses its existence and other required disclosures in notes to the consolidated financial statements, unless the possibility of any outflow in settlement is remote.

(r) Earnings Per Share

Basic earnings per share is calculated by dividing the net profit or loss for the year attributable to equity shareholders by the weighted average number of equity shares outstanding during the year. The weighted average number of equity shares outstanding during the year and for all the years presented is adjusted for events, such as bonus shares, other than the conversion of potential equity shares, that have changed the number of equity shares outstanding, without a corresponding change in resources.

For the purpose of calculating diluted earnings per share, the net profit or loss for the year attributable to equity shareholders and the weighted average number of shares outstanding during the year is adjusted for the effects of all dilutive potential equity shares.

(s) Investment in Subsidiaries

Investment in Subsidiaries are valued at cost. Dividend income from subsidiaries is recognised when its right to receive the dividend is established.Investment in Subsidiaries are valued at cost. Dividend income from subsidiaries is recognised when its right to receive the dividend is established.

2D Significant accounting judgements, estimates and assumptions

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

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(i) Defined benefit plans (gratuity benefits)

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

The principal assumptions are the discount and salary growth rate. The discount rate is based upon the market yields available on government bonds at the accounting date with a term that matches that of liabilities. Salary increase rate takes into account of inflation, seniority, promotion and other relevant factors on long term basis.

(ii) Share-based payments

Estimating fair value for share-based payment transactions requires determination of the most appropriate valuation model, which is dependent on the terms and conditions of the grant. This estimate also requires determination of the most appropriate inputs to the valuation model including the expected life of the share option, volatility and dividend yield and making assumptions about them.

(iii) Useful lives of property, plant and equipment
Refer Note 2C(a)

(iv) Financial instruments
Refer Note 2C(l)

(v) Provisions
Refer Note 2C(q)

(vi) Income taxes
Refer Note 2C(i)

(vii) Useful lives of investment property
Refer Note 2C(d)

(viii) Useful lives of other intangible assets
Refer Note 2C(b)

(ix) Impairment
Refer Note 2C(f)

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Notes forming part of the Standalone Financial Statements for the year ended March 31, 2025
(All amounts are in INR Lakhs, unless otherwise stated)

Note 3:

Property, plant and equipment

	Gross carrying amount				Depreciation				Net carrying amount	
	As at April 01, 2024	Additions	Disposals	As at March 31, 2025	As at April 01, 2024	Additions	Disposals	As at March 31, 2025	As at March 31, 2025	As at March 31, 2024
Owned assets										
Plant & Machinery	4.00	-	-	4.00	2.00	-	-	2.00	2.00	2.00
Furniture and Fixtures	47.59	12.40	-	59.99	5.35	5.43	-	10.78	49.21	42.24
Computers	621.00	303.46	-	924.46	341.00	159.54	-	500.54	423.92	280.00
Office equipments	154.49	11.95	-	166.44	27.00	24.64	-	51.64	114.80	127.49
Vehicles	115.25	-	-	115.25	33.51	18.01	-	51.52	63.73	81.74
Building	1,185.43	-	-	1,185.43	38.25	23.30	-	61.55	1,123.88	1,147.18
Total	**2,127.76**	**327.81**	-	**2,455.57**	**447.11**	**230.92**	-	**678.03**	**1,777.54**	**1,680.65**

	Gross carrying amount				Depreciation				Net carrying amount	
	As at April 01, 2023	Additions	Disposals	As at March 31, 2024	As at April 01, 2023	Additions	Disposals	As at March 31, 2024	As at March 31, 2024	As at March 31, 2023
Owned assets										
Plant & Machinery	4.00	-	-	4.00	1.00	1.00	-	2.00	2.00	3.00
Furniture and Fixtures	29.64	39.00	(21.05)	47.59	10.00	8.00	(12.65)	5.35	42.24	19.64
Computers	608.00	13.00	-	621.00	167.00	174.00	-	341.00	280.00	441.00
Office equipments	36.49	118.00	-	154.49	7.00	20.00	-	27.00	127.49	29.49
Vehicles	475.25	-	(360.00)	115.25	22.51	41.00	(30.00)	33.51	81.74	452.74
Building	955.43	230.00	-	1,185.43	17.63	20.62	-	38.25	1,147.18	937.80
Total	**2,108.81**	**400.00**	**(381.05)**	**2,127.76**	**225.14**	**264.62**	**(42.65)**	**447.11**	**1,680.65**	**1,883.68**

Notes :
(i). The company has not carried out revaluation of property plant & equipment during the year
(ii). Refer note 2C(a) for accounting policy related to Property plant & equipment.
(iii).The amount of contractual commitments for the acquisition of Property, plant and equipments is Nil (March 31, 2024- Nil)
(iv). Refer to Note 40 for information on Property pledged as security by the company.

Note 4:

Other Intangible Assets

	Gross carrying amount				Amortization				Net carrying amount	
	As at April 01, 2024	Additions	Disposals	As at March 31, 2025	As at April 01, 2024	Additions	Disposals	As at March 31, 2025	As at March 31, 2025	As at March 31, 2024
Software acquired	238.39	504.42	-	742.81	120.39	112.40	-	232.79	510.02	118.00
Intellectual property right development	1.00	-	-	1.00	-	-	-	-	1.00	1.00
Software internally generated	1,085.37	213.29	-	1,298.66	398.37	192.74	-	591.11	707.55	687.00
Total	**1,324.76**	**717.71**	-	**2,042.47**	**518.76**	**305.14**	-	**823.90**	**1,218.57**	**806.00**

	Gross carrying amount				Amortization				Net carrying amount	
	As at April 01, 2023	Additions	Disposals	As at March 31, 2024	As at April 01, 2023	Additions	Disposals	As at March 31, 2024	As at March 31, 2024	As at March 31, 2023
Software acquired	225.00	15.00	(1.61)	238.39	69.00	53.00	(1.61)	120.39	118.00	156.00
Intellectual property right development	1.00	-	-	1.00	-	-	-	-	1.00	1.00
Software internally generated	688.00	442.00	(44.63)	1,085.37	252.00	191.00	(44.63)	398.37	687.00	436.00
Total	**914.00**	**457.00**	**(46.24)**	**1,324.76**	**321.00**	**244.00**	**(46.24)**	**518.76**	**806.00**	**593.00**

Notes :
(i). The company has not carried out revaluation of Intangibles during the year
(ii). Refer note 2C(b) for accounting policy related to Intangible assets.
(iii).The amount of contractual commitments for the acquisition of Intagible assets is Nil (March 31, 2024- Nil)

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Note 4A:
Intangible assets under development

Particulars	As at March 31, 2025	As at March 31, 2024
Balance at the beginning of the year	212.75	245.00
Add: Additions during the year	0.54	409.93
Less: Capitalisations during the year	(213.29)	(442.18)
Balance at the end of the year	-	**212.75**

Notes :
(i). Intangible assets under development represents platforms and software under development being internally developed, whose cost includes salaries and wages and professional consultancy charges attributable to development.

Note 5:
Investment Property

	Gross carrying amount				Depreciation				Net carrying amount	
	As at April 01, 2024	Additions	Disposals	As at March 31, 2025	As at April 01, 2024	Additions	Disposals	As at March 31, 2025	As at March 31, 2025	As at March 31, 2024
Investment Property	130.62	-	-	130.62	4.75	2.38	-	7.13	123.49	125.87
Total	**130.62**	-	-	**130.62**	**4.75**	**2.38**	-	**7.13**	**123.49**	**125.87**

	Gross carrying amount				Depreciation				Net carrying amount	
	As at April 01, 2023	Additions	Disposals	As at March 31, 2024	As at April 01, 2023	Additions	Disposals	As at March 31, 2024	As at March 31, 2024	As at March 31, 2023
Investment Property	130.62	-	-	130.62	2.37	2.38	-	4.75	125.87	128.25
Total	**130.62**	-	-	**130.62**	**2.37**	**2.38**	-	**4.75**	**125.87**	**128.25**

Measurement of fair values of immovable properties
The valuation technique and significant unobservable inputs used in determining the fair value measurement of investment property, as well as the interrelationship between key unobservable inputs and fair value, is detailed in the table below:
Valuation Techniques used:
The Group has used the Income approach to estimate the fair value using assumptions regarding the benefits and liabilities of ownership over the asset's life including an terminal value. Income approach involves identification of average sale value per square foot for similar commercial properties residing in same or similar area and making adjustments to sale value per square foot with factors like market competition, negotiation factor and market demand time factor.

Significant unobservable inputs:
Average sale value per square foot per square foot.
Inter-relationship between key unobservable inputs and fair value:
Significant increases/ (decreases) in estimated average sale value per square foot would result in a significantly higher/ (lower) fair value of the properties.

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Note 6
Right-of-use Assets
Movement in Right of use assets and Lease

(iv) Other financial assets	As at March 31, 2025	As at March 31, 2024
(i) The movement in right-of-use assets is as		
Opening balance	122.14	262.99
Additions during the year	-	-
Depreciation charge for the year (refer Note 26)	(69.62)	(76.84)
Depreciation capitalised	-	(64.01)
Other adjustments	-	-
Closing balance	**52.52**	**122.14**
(ii) The movement in lease liabilities is as		
Opening balance	187.81	296.45
Addition during the year	-	-
Deletions during the year	-	-
Interest expense on lease liabilities (Refer Note 25)	16.79	25.83
Interest expense capitalized	-	-
Payment of lease liabilities	(109.62)	(134.47)
Total non-current liabilities	**94.98**	**187.81**
(iii) Amounts recognised in cashflows		
Total cash outflows with respect to leases	**(109.62)**	**(134.47)**
(iv) The break-up of current and non-current lease liabilities is as follows:		
Non-current lease liabilities	41.10	89.67
Current lease liabilities	53.88	98.14
(v) The contractual maturities of lease liabilities on an undiscounted basis are as follows:		
Less than one year	62.77	113.93
One to five years	35.85	95.16
More than five years	-	-

Notes:
(i). 'Represent accounting under Ind AS 116 has been carried out for new car lease agreements entered into by the company during the FY 2023-24 for employee use.

Note 7
Loans

Particulars	As at March 31, 2025	As at March 31, 2024
(a) Loans to related parties		
Loan to subsidairy companies	718.42	662.21
Less: Allowance for expected credit loss	-	-
Total	**718.42**	**662.21**

Notes:
1. Unsecured loan is given to the Company's subsidiaries repayable on demand and carries an interest rate of 9.75% p.a (March 31, 2024: 9.75%).

Note 7A
Other financial assets-Non-current

Particulars	As at March 31, 2025	As at March 31, 2024
Financial assets measured at amortised cost		
(a) Security deposits		
Considered good		
Earnest money deposits	110.22	181.64
Other deposits	278.85	295.97
(b) Bank deposits with more than twelve months maturity*	10.00	10.00
(c) Net investment in sublease	19.29	29.81
Total	**418.36**	**517.42**

* Refer note 37 for Company's financial instruments at risk, including risk management objectives, policies and methods used to measure financial instruments.

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Note 7B

Investments in Equity Instruments of subsidiary (at cost)- Unquoted

Particulars	As at March 31, 2025	As at March 31, 2024
10,000 (March 31, 2024 10,000) equity shares of Rs. 10 each, fully paid up, in ValueFirst Connect Private Limited	1.00	1.00
10,000 (March 31, 2024 10,000) equity shares of Rs. 10 each, fully paid up, in Transcendent Communications Private Limited	1.00	1.00
10,000 (March 31, 2024 10,000) equity shares of Rs. 10 each, fully paid up, Communique Technology Solutions Private Limited	1.00	1.00
10,000 (March 31, 2024 10,000) equity shares of Rs. 10 each, fully paid up, of Instacamp Marketing Private Limited	20.00	20.00
10,000 (March 31, 2024 10,000) equity shares of Rs. 10 each, fully paid up, in Octane Marketing Private Limited	1.28	1.28
1,000 (March 31, 2024 NIL) equity shares of SGD 10 each, fully paid up in ValueFirst Digital Media PTE. Limited, Singapore	5.59	5.59
	29.87	**29.87**

***Investment in Limited Liability Partnership (LLP)**

Mobtel Services LLP	0.03	0.03
Navin Communications LLP	0.03	0.03
Srinand Communications LLP	0.03	0.03
Supertech Communications LLP	0.03	0.03
Unimobile Messaging Solutions LLP	0.03	0.03
EyeSpot Technologies LLP	0.05	0.05
Ontime Communications LLP	0.05	0.05
	0.25	**0.25**
Less: Provision for diminution in value of investments		
Investment in:		
Instacamp Marketing Private Limited	20.00	20.00
Mobtel Services LLP	0.03	-
Navin Communications LLP	0.03	-
Srinand Communications LLP	0.03	-
EyeSpot Technologies LLP	0.05	-
Total Provision	**20.14**	**20.00**
Net Investment	**9.98**	**10.12**

Aggregate value of unquoted investment:		
- In subsidiary companies	29.87	29.87
- In Limited Liability Partnership (LLP)	0.25	0.25
Aggregate value of provision for diminution in value of investments:		
- In subsidiary companies	**20.14**	**20.00**

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Note 8
Deferred tax assets(net)

Particulars	As at March 31, 2025	As at March 31, 2024
Deferred tax asset (net)	482.15	390.95
Total	**482.15**	**390.95**

Deferred tax relates to the following:

Particulars	As at April 1, 2024	Recognised in P&L	Recognised in OCI	As at March 31, 2025
Deferred tax asset				
On Provision for gratuity	107.90	(8.07)	63.50	163.33
On Provision for leave encashment	37.61	11.54	7.85	57.00
On Provision for bonus	-	-	-	-
On Provision for expenses	-	-	-	-
On Provision for doubtfull debts	437.46	65.28	-	502.74
Total	**582.97**	**68.75**	**71.35**	**723.07**
Deferred tax liabilities				
On property, plant and equipment	162.84	39.09	-	201.93
On Provision for Investment	5.53	(5.02)	-	0.51
On Others	23.65	14.83	-	38.48
Total	**192.02**	**48.90**	-	**240.92**
Deferred tax asset, net	**390.95**	**19.85**	**71.35**	**482.15**

Particulars	As at April 1, 2023	Recognised in P&L	Recognised in OCI	As at March 31, 2024
Deferred tax asset				
On Provision for gratuity	112.93	8.41	(13.44)	107.90
On Provision for leave encashment	20.36	13.90	3.35	37.61
On Provision for bonus	3.83	(3.83)	-	-
On Provision for expenses	4.40	(4.40)	-	-
On Provision for doubtfull debts	317.73	119.73		437.46
Total	**459.25**	**133.81**	**(10.09)**	**582.97**
Deferred tax liabilities				
On property, plant and equipment	80.19	82.65	-	162.84
On Provision for Investment	-	5.53	-	5.53
On Others	12.56	11.09	-	23.65
Total	**92.75**	**99.27**	-	**192.02**
Deferred tax asset, net	**366.50**	**34.54**	**(10.09)**	**390.95**

Note 8A
Non-current tax assets (net)

Particulars	As at March 31, 2025	As at March 31, 2024
Income tax asset, net*	-	2,618.72
Total	-	**2,618.72**

* Represents advance income tax and tax deducted / collected at source.

Note 9
Other non-current assets

Particulars	As at March 31, 2025	As at March 31, 2024
(a) Prepaid expenses	-	36.26
Total	-	**36.26**

Note 10
Trade receivables

Particulars	As at March 31, 2025	As at March 31, 2024
Unsecured		
Trade receivables-Considered good	24,798.18	14,262.13
Trade receivables - credit impaired	1,994.53	1,954.53
	26,792.71	**16,216.66**
Less: Provision for impairment of trade receivables		
Trade receivables-Considered good	-	-
Trade receivables – credit impaired	(1,994.53)	(1,954.53)
Total	**24,798.17**	**14,262.13**

1. The Company has pledged their book debts and fixed deposit with the HDFC Bank as on March 31, 2025 and March 31, 2024 to fulfil collateral requirements.
2. No trade or other receivables are due from directors or other officers of the Company either severally or jointly with any other person nor from firms or private companies respectively in which any director is a partner, or director or a member.
3. Trade receivables are non-interest bearing and are generally on credit terms of 30 to 75 days.
4. Refer note 12 for accrued income

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Trade receivables ageing schedule:

As at March 31, 2025

Particulars	Outstanding for following periods from date of invoice						
	Not due	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	Total
Undisputed Trade Receivables:							
Considered good	6,620.67	12,367.87	4,669.50	1,140.14	-	-	24,798.18
Credit impaired	-	-	-	1,077.78	348.84	567.90	1,994.52
Disputed Trade Receivables							
Credit impaired	-	-	-	-	-	-	-
Total	**6,620.67**	**12,367.87**	**4,669.50**	**2,217.92**	**348.84**	**567.90**	**26,792.70**
Less: Allowance for expected credit loss	-	-	-	-	-	-	(1,994.53)
Balance at the end of the year	**6,620.67**	**12,367.87**	**4,669.50**	**2,217.92**	**348.84**	**567.90**	**24,798.17**

As at March 31, 2024

Particulars	Outstanding for following periods from date of invoice						
	Not due	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	Total
Undisputed trade receivables:							
Considered good	4,236.15	8,688.30	1,337.68	-	-	-	14,262.13
Credit impaired	-	-	849.03	422.26	177.12	506.12	1,954.53
Disputed Trade receivables							
Considered good	-	-	-	-	-	-	-
Credit impaired	-	-	-	-	-	-	-
Total	**4,236.15**	**8,688.30**	**2,186.71**	**422.26**	**177.12**	**506.12**	**16,216.66**
Less: Allowance for expected credit loss	-	-	-	-	-	-	(1,954.53)
Balance at the end of the year	**4,236.15**	**8,688.30**	**2,186.71**	**422.26**	**177.12**	**506.12**	**14,262.13**

Note 11A
Cash and cash equivalents

Particulars	As at March 31, 2025	As at March 31, 2024
(i) Balances with banks		
- In current accounts	1,864.24	165.71
(ii) Cash in hand	-	0.50
Total	**1,864.24**	**166.21**

Note 11B
Bank balances other than Cash and cash equivalents

Particulars	As at March 31, 2025	As at March 31, 2024
Bank balances other than Cash and cash equivalents		
- Deposits with maturity for more than 3 months but less than 12 months*	10,107.88	9,534.06
Total	**10,107.88**	**9,534.06**

*The deposits maintained by the Company with banks comprises deposits can be withdrawn by the Company at any point without prior notice or penalty on the principal. The Company has pledged their book debts and fixed deposit with the same bank as on March 31, 2025 and March 31, 2024 to fulfil collateral requirements. Refer to Note 40 for information about companes exposed to financial risk.

(All amounts are in INR Lakhs, unless otherwise stated)

Note 12

Other financial assets-current

Particulars	As at March 31, 2025	As at March 31, 2024
(i) Accrued income (refer note 35(f))	6,287.03	9,449.97
(ii) Interest receivable	799.03	441.85
(iii) Other receivables	501.48	266.91
(iv) Net investment in sublease	10.53	22.73
Total	**7,598.07**	**10,181.46**

Ageing of accrued income as at March 31, 2025

Particulars	Outstanding for following periods from the usage month						
	Not due	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	Total
Accrued income	5,102.51	819.96	2.86	361.70	-	-	6,287.03
Balance at the end of the year	**5,102.51**	**819.96**	**2.86**	**361.70**	-	-	**6,287.03**

Ageing of accrued income as at March 31, 2024

Particulars	Outstanding for following periods from the usage month						
	Not due	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	Total
Accrued income	6,526.31	1,994.81	928.85	-	-	-	9,449.97
Balance at the end of the year	**6,526.31**	**1,994.81**	**928.85**	-	-	-	**9,449.97**

Note 13

Other current assets

Particulars	As at March 31, 2025	As at March 31, 2024
Advances recoverable in cash or kind	0.18	9.62
Prepaid expenses	1,308.57	856.41
Total	**1,308.75**	**866.03**

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Note 14

Equity Share Capital

Particulars	As at March 31, 2025	As at March 31, 2024
(i) Authorised		
27,184,900 (March 31,2024 27,184,900) equity shares of Rs 10 each	2,718.00	2,718.00
45,100 (Previous year 45,100) 0.1% series C cumulative compulsorily convertible preference share of Rs 10 each fully paid up	4.51	4.51
10,000 (Previous year 10,000) 8% series B non cumulative compulsorily convertible preference share of Rs 10 each fully paid up	1.00	1.00
	2,723.51	**2,723.51**
(ii) Issued Subscribed and fully paid up:		
122,424 (Previous year 122,424) equity shares of Rs 10 each fully paid up	12.24	12.24
45,100 (Previous year 45,100) 0.1% series C cumulative compulsorily convertible preference shares of Rs 10 each fully paid up	4.51	4.51
10,000 (Previous year 10,000) 8% series B non cumulative compulsorily convertible preference shares of Rs 10 each fully paid up	1.00	1.00
Total	**17.75**	**17.75**

i) Reconciliation of equity shares outstanding at the beginning and at the end of the reporting year:

Particulars	As at March 31, 2025		As at March 31, 2024	
Equity shares of INR 10 each fully paid	**No. of Shares**	**Amount**	**No. of Shares**	**Amount**
Shares outstanding at the beginning of the year	1,22,424	12.24	1,22,424	12.24
Add: Issued and allotted during the year	-	-	-	-
Shares outstanding at the end of the year	**1,22,424**	**12.24**	**1,22,424**	**12.24**
0.1% Series C cumulative compulsorily				
Balance as at beginning of the year	45,100	4.51	45,100	4.51
Add: Preference shares issued during the year	-	-	-	-
Preference shares at the end of the year	**45,100**	**4.51**	**45,100**	**4.51**
8% Series B non-cumulative compulsorily convertible preference shares				
Balance as at beginning of the year	10,000	1.00	10,000	1.00
Add: Preference shares issued during the year			-	-
Preference shares at the end of the year	**10,000**	**1.00**	**10,000**	**1.00**

ii) Rights, preferences and restrictions attached to the equity shares:

Equity Shares: The Company has only one class of equity shares having a face value of Rs.10 each. Each shareholder is entitled to one vote per share held. They entitle the holders to participate in dividends and dividend. if any declared is payable 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 holders of equity shares 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.

iii) No class of shares have been issued as bonus shares or for consideration other than cash by the Company in the last five preceding financial years.

iv) No class of shares have been bought back by the Company during the period of five years immediately preceeding the current year.

v) Tanla Platforms Limited is the holding Company of the Company and there has been no change in the shareholding during the financial year 2024-25 (refer note (vi))

iii) Series B Non Cumulative Compulsorily Convertible Preference shares
(a) Compulsory Conversion. The Series B Preference Shares shall be compulsorily convertible. that is.
(i) they shall not be directly redeemable by the Company; and
(ii) if not already converted into Equity Shares. subject to clause 3.1(b). they shall be compulsorily converted into one Equity Share on the Series B Conversion Date.

(b) Right of Conversion. The Series B Investor shall be entitled at any time at its discretion to convert all or any whole number of the Series B Preference Shares into a single Equity Share of the Company. whereby on each round of conversion. such Series B Preference Shares to be converted shall convert into only a single Equity Share of the Company. regardless of the number of Series B Preference Shares being converted provided there shall be no more than 5 (five) rounds of conversions or a maximum of 5 Equity Shares issued on conversion of all of Series B Preference Shares.

(c) Conversion Date. The "Series B Conversion Date" shall be the earlier of:
(i) such date on which the Series B Investor exercises its conversion right by issuing a written notice in that regard to the Company.
(ii) the day immediately before the date on which the prospectus is registered with the Registrar of Companies for the QIPO. and
(iii) one day before the expiry of 20 years from the date of issuance of the Series B Preference Shares. i.e.. December 2. 2028.

(d) Dividend. The Series B Preference Shares shall carry a non-cumulative dividend of 8% per annum calculated against the Series B Preference Shares Purchase Price. with a dividend preference.

(e) Liquidation Preference. The Series B Preference Shares shall have a liquidation preference

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iv) Series C cumulative compulsorily convertible preference shares

(a) Compulsory Conversion. The Series C CCPS shall be compulsorily convertible, that is,
(i) they shall not be directly redeemable by the Company; and
(ii) each Series C CCPS shall be compulsorily converted into 1 (one) Equity Share (as adjusted for Adjustment Events) on the Conversion Date.

(b) Right of Conversion. The Series C Investors shall be entitled at any time at their discretion to convert all or any whole number of Series C CCPS into Equity Shares.

(c) Conversion Date. The "Conversion Date" shall be the earlier of:
(i) such date on which the relevant Series C Investor exercises its conversion right by issuing a written notice in that regard to the Company.
(ii) the day immediately before the date on which the prospectus is registered with the Registrar of Companies for the QIPO, and (iii) one day before the expiry of 20 years from the completion Date i.e 24 February 2031.

(d) Dividend. The Series C CCPS shall carry a cumulative dividend of 0.1% per annum calculated against the Series C CCPS Subscription Consideration, with a dividend preference.

(e) Liquidation Preference. The Series C CCPS shall have a liquidation preference.

vi) Details of shares held by holding/ultimate holding company and/or their subsidiaries/associates

Particulars	As at March 31, 2025		As at March 31, 2024	
	Number of shares	Amount	Number of shares	Amount
Equity shares of Rs. 10 each fully paid				
Tanla Platforms Limited	1,22,424	12.24	1,22,424	12.24
0.1% Series C cumulative compulsorily convertible preference shares				
Tanla Platforms Limited	45,100	4.51	45,100	4.51
8% Series B non-cumulative compulsorily convertible preference shares				
Tanla Platforms Limited	10,000	1.00	10,000	1.00

vii) The details of shareholder holding more than 5% shares in the Company:

Particulars	As at March 31, 2025		As at March 31, 2024	
	No. of Shares	in %	No. of Shares	in %
Tanla Platforms Limited	1,22,423	100.00%	1,22,423	100.00%
Mr. Uday Kumar Reddy Dasari	1	0.00%	1	0.00%

Note 15
Other equity

Particulars	As at March 31, 2025	As at March 31, 2024
(i) Securities premium	5,622.70	5,622.70
(ii) Retained earnings	24,145.79	17,491.88
(iii) General Reserve	2,630.23	2,630.23
(iv) Employee stock options outstanding account	81.72	-
(v) Other compresenvice income	(203.30)	8.85
(vi) Revaluation Reserve	12.85	12.85
Total	**32,289.99**	**25,766.51**

(i) Securities premium

Particulars	As at March 31, 2025	As at March 31, 2024
Opening balance	5,622.70	5,622.70
Add: Movement during the year	-	-
Closing balance	**5,622.70**	**5,622.70**

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(ii) Retained earnings

Particulars	As at March 31, 2025	As at March 31, 2024
Opening balance	17,491.88	10,653.79
Add: Profit for the year	6,660.89	6,845.07
Proposed dividend on 0.1% Series C cumulative compulsorily convertible preference	(6.98)	(6.98)
Closing balance	**24,145.79**	**17,491.88**

(iii) General reserve

Particulars	As at March 31, 2025	As at March 31, 2024
Opening balance	2,630.23	2,630.23
Add: Additions during the year	-	-
Less: Deletions/transfer during the year	-	-
Closing balance	**2,630.23**	**2,630.23**

(iv) Employee stock options outstanding account

Particulars	As at March 31, 2025	As at March 31, 2024
Opening balance	-	-
Add: Amortisation of employee stock compensation expense	81.72	-
Less: Transfer on account of exercise of stock options to securities premium	-	-
Closing balance	**81.72**	-

(v) Other compresenvice income

Particulars	As at March 31, 2025	As at March 31, 2024
Opening balance	8.85	(21.15)
Add: Remeasurement of the net defined benefit asset/liability, net of tax	(212.15)	30.00
Closing balance	**(203.30)**	**8.85**

(vi) Revaluation Reserve

Particulars	As at March 31, 2025	As at March 31, 2024
Opening balance	12.85	12.85
Add: Remeasurement of the net defined benefit asset/liability, net of tax	-	-
Closing balance	**12.85**	**12.85**

(i) Securities premium: The amount received in excess of face value of the equity shares is recognised in securities premium. In case of equity-settled share based payment transactions, the difference between fair value on grant date and nominal value of share is accounted as securities premium, on exercise of stock options. This reserve will be utilised in accordance with provisions of Section 52 of the Act.

(ii) Retained earnings: Retained earnings are the profits that the Company has earned till date, less any transfers to general reserve, dividends or other distribution to share holders.

(iii) General reserve : The Company has transferred a portion of the net profit of the Company before declaring dividend to general reserve pursuant to the earlier provisions of Companies Act, 1956. Mandatory transfer to general reserve is not required under the Act.

(vi) Employee stock options outstanding account: The fair value of the equity-settled share based payment transactions with employees is recognised in statement of profit and loss with corresponding credit to Employee Stock Options Outstanding Account. This will be utilised for allotment of equity shares against outstanding employee stock options.

(v) Items of Other comprehensive income: Represents re-measurement of defined employee benefit plan, i.e. Difference between the interest income on plan assets and the return actually achieved, any changes in the liabilities over the year due to changes in actuarial assumptions or experience adjustments within the plans, are recognised in other comprehensive income and subsequently not reclassified into statement of profit and loss.

(vi) Revaluation reserve: Revaluation reserve represents the surplus arising from the revaluation of property, plant and equipment. The revaluation surplus is recognised in other comprehensive income and accumulated under this reserve in equity. On disposal or retirement of the revalued assets, the related revaluation surplus is transferred to retained earnings.

Note 16
Lease liabilities

Particulars	As at March 31, 2025	As at March 31, 2024
Lease liabilities-non current (refer note 6)	41.10	89.67
Lease liabilities- current (refer note 6)	53.88	98.14
Total	**94.98**	**187.81**

Note 17
Provisions

Particulars	As at March 31, 2025	As at March 31, 2024
Long-term provisions		
Gratuity (refer note 42)	200.96	329.78
Compensated absences	217.46	96.79
Provision for tax		3.86
Total (A)	**418.42**	**430.43**
Short term provisions		
Gratuity (refer note 42)	447.46	100.91
Compensated absences	-	54.63
Other Provisions	-	-
Total (B)	**447.46**	**155.54**

Movement in provision for compensated absences	As at March 31, 2025	As at March 31, 2024
Opening balance	151.42	80.90
Provision charged to profit and loss	117.27	97.69
Less: Provisions used during the year	(51.23)	(27.17)
Closing balance	**217.46**	**151.42**

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Note 17A
Current tax liabilities (net)

Particulars	As at March 31, 2025	As at March 31, 2024
Income tax liability, net	320.26	-
Total	**320.26**	-

Note 18
Trade payables

Particulars	As at March 31, 2025	As at March 31, 2024
Total outstanding dues of micro enterprises and small enterprises	354.16	4.60
Total outstanding dues of creditors other than micro enterprises and small enterprises	10,064.46	9,123.72
Total	**10,418.62**	**9,128.32**
Amounts due to related parties out of the above trade payables	**6,177.78**	**6,067.32**

Notes:
1. Refer note 33 for the details of amounts due to suppliers under The Micro, Small and Medium Enterprises Development Act, 2006 (MSMED Act).
2. Creditors other than micro and small enterprises are non-interest bearing and are settled as per the normal trade cycle.
3. The Company's exposure to currency risks, liquidity risks and interest rate risks are disclosed in note 37.

Trade payables ageing schedule
As at March 31, 2025

Particulars	Outstanding for following periods from due date of payment					
	Not due	Less than 1 Year	1-2 Years	2-3 Years	More Than 3 Years	Total
i) MSME	0.30	353.86	-	-	-	354.16
ii) Others	4,507.08	5,273.33	233.09	7.68	43.28	10,064.46
iii) Disputed Dues-MSME	-	-	-	-	-	-
iv) Disputed Dues-Others	-	-	-	-	-	-
v) Unbilled dues		-	-	-	-	-
Total	**4,507.38**	**5,627.19**	**233.09**	**7.68**	**43.28**	**10,418.62**

As at March 31, 2024

Particulars	Outstanding for following periods from due date of payment					
	Not due	Less than 1 Year	1-2 Years	2-3 Years	More Than 3 Years	Total
i) MSME	-	4.60	-	-	-	4.60
ii) Others	0.00	9,071.39	3.81	48.52	-	9,123.72
iii) Disputed Dues-MSME	-	-	-	-	-	-
iv) Disputed Dues-Others	-	-	-	-	-	-
v) Unbilled dues	-	-	-	-	-	-
Total	-	**9,075.99**	**3.81**	**48.52**	-	**9,128.32**

Note 19
Other financial liabilities

Particulars	As at March 31, 2025	As at March 31, 2024
Other payable - Cost of services	5,572.93	5,527.47
Other payables	260.83	351.87
Total	**5,833.76**	**5,879.34**

Note 20
Other current liabilities

Particulars	As at March 31, 2025	As at March 31, 2024
Statutory dues payable	635.03	621.87
Advances from customers	0.21	-
Security deposits	1.66	5.41
Total	**636.90**	**627.28**

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Note 21

Revenue from operations

Particulars	As at March 31, 2025	As at March 31, 2024
Sale of services (refer note 35)	73,358.03	67,657.73
Total	**73,358.03**	**67,657.73**

Note 22
Other income

Particulars	As at March 31, 2025	As at March 31, 2024
Interest income on		
- Fixed deposit at amortised cost	581.80	466.09
- Interest Income on loan given to intercompany	63.84	31.85
- Interest income on sublease	4.12	7.36
Reversal of provision for bad debts	-	236.94
Income from investment property	10.48	18.00
Gain on liquid funds	17.15	-
Interest on Income Tax Refund	153.91	-
Exchange fluctuation	145.41	-
Miscellaneous income	5.60	12.61
Total	**982.31**	**772.85**

Note 23
Cost of services

Particulars	As at March 31, 2025	As at March 31, 2024
Cost of services	56,797.60	49,560.33
Total	**56,797.60**	**49,560.33**

Note 24
Employee benefits expenses

Particulars	As at March 31, 2025	As at March 31, 2024
Salaries, wages and bonus (refer note 1 below)	5,355.13	6,094.63
Employee stock compensation expense (refer note 2 below)	81.72	12.46
Contribution to provident and other funds	128.85	137.21
Staff welfare expenses	197.74	204.99
Total	**5,763.44**	**6,449.29**

Notes:

1. Amount recognised in Statement of profit and loss in respect of gratuity is Rs. 92.48 Lakhs (March 31, 2024 - Rs. 78.10 Lakhs) and in respect of compensated absenses is Rs. 86.01 Lakhs (March 31, 2024 - Rs. 84.40 Lakhs)

2. Represents cost accounted for the Restricted Stock Units granted to certain employees of the Company.

Note 25
Finance costs

Particulars	As at March 31, 2025	As at March 31, 2024
Interest expense on lease liabilities (refer note 6)	16.79	25.83
Other finance cost	-	55.29
Total	**16.79**	**81.12**

Note 26
Depreciation and amortisation expense

Particulars	As at March 31, 2025	As at March 31, 2024
Depreciation on property, plant and equipment	233.30	267.00
Depreciation on Right-of-use assets (Note no 6)	69.62	76.84
Amortisation on intangible assets	305.14	244.00
Total	**608.06**	**587.84**

Note 27
Connectivity and related expenses

Particulars	As at March 31, 2025	As at March 31, 2024
Data centre and hosting charges	882.64	799.56
Internet and cloud computing charges	10.65	-
Total	**893.29**	**799.56**

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Note 28
Other expenses

Particulars	As at March 31, 2025	As at March 31, 2024
Communication expenses	18.68	9.83
Dues and subscriptions	168.74	133.41
Travelling expenses	153.18	198.92
Repairs and maintenance expenses	79.04	140.74
Rent, rates and taxes	95.23	58.73
Postage & Courier	1.84	2.60
Printing & stationery	3.30	5.23
Office maintenance	90.10	88.36
General expenses	1.86	16.84
Insurance expenses	16.37	77.21
Professional charges	325.19	482.28
Auditor remuneration (refer note 1 below)	27.47	26.00
Exchange fluctuation	-	8.00
Bank charges	18.65	26.70
Allowance for expected credit loss	40.00	-
Corporate social responsibility expense (refer note 32)	103.90	25.13
Marketing expenses	183.10	-
Loss on sale of fixed assets	-	22.28
Prepayment charges	-	20.80
Advance written off	38.57	-
Power & fuel	56.16	52.76
Advertising expenses	-	86.54
Bad debts writen off	-	462.09
Total	**1,421.39**	**1,944.45**

Note 1:
Following is the break-up of Auditors remuneration (exclusive of GST)

Particulars	As at March 31, 2025	As at March 31, 2024
Statutory audit	25.00	25.00
Attestation services	1.50	-
Reimbursement of expenses (in capacity as statutory auditor)	0.97	1.00
Total	**27.47**	**26.00**

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Note 29

(a) Income tax expense

Sl No.	Particulars	As at March 31, 2025	As at March 31, 2024
(i)	**Income tax expense**		
	Current tax		
	Current tax	2,173.45	2,197.46
	Adjustment of tax relating to previous year	25.27	-
		2,198.72	**2,197.46**
	Deferred tax		
	Deferred tax	(19.85)	(34.54)
		(19.85)	**(34.54)**
	Total income tax expense recognised in the Statement of Profit & Loss	**2,178.87**	**2,162.92**
(ii)	**Income tax expense recognised in other comprehensive income**		
	Remeasurement of net defined asset /liability	71.35	(10.09)
	Total income tax expense recognised in OCI	**71.35**	**(10.09)**

The major components of income tax expense and the reconciliation of expected tax expense based on the domestic effective tax rate of the Company at 25.17% (March 31 2024: 25.17%) and the reported tax expense in the Statement of profit and loss is as follows:

(b) Reconciliation of effective tax rate:

S. No.	Particulars	As at March 31, 2025	As at March 31, 2024
(i)	**Profit before tax**	**8,839.76**	**9,007.99**
	Statutory income tax rate	25.17%	25.17%
	Tax at statutory income tax rate	**2,224.97**	**2,267.31**
(ii)	**Tax effect of:**		
	Reversal of taxes of earlier years	25.27	(104.39)
	Others (net)	-	-
	Income tax expense	**2,178.87**	**2,162.92**

(c) The following table provides the details of income tax assets and income tax liabilities:

Particulars	As at March 31, 2025	As at March 31, 2024
Non current tax assets(net)	2,130.40	5,964.39
Current tax liabilities	(2,450.66)	(3,349.53)
Income tax tax/(liability), net (refer note 8A)	**(320.26)**	**2,618.72**

Note 30

Earnings per share

Basic earnings per share (EPS) is calculated by dividing the profit/(loss) for the year attributable to equity holders by the weighted average number of equity shares outstanding during the year.Diluted earnings per share is calculated by dividing the profit/(loss) attributable to equity holders by the weighted average number of equity shares outstanding during the year plus the weighted average number of equity shares that would be issued on conversion of all the dilutive potential equity shares into equity shares.

Diluted earnings per share

Diluted earnings per share is calculated by dividing the profit/(loss) attributable to equity holders by the weighted average number of equity shares outstanding during the year plus the weighted average number of equity shares that would be issued on conversion of all the dilutive potential equity shares into equity shares.

The following reflects the income and share data used in the basic and diluted EPS computations:

Particulars	As at March 31, 2025	As at March 31, 2024
Profit attributable to equity share holders of the Company	6,660.89	6,845.07
Profit for calculation of Basic EPS	**6,660.89**	**6,845.07**
Add: preference share dividend	6.98	6.98
Profit for calculation of diluted EPS	**6,667.87**	**6,852.05**
Weighted average number of equity shares for computation of Basic EPS	1,22,424	1,22,424
Weighted average number of equity shares for computation of Diluted EPS	1,77,524	1,77,524
Nominal value per share	10.00	10.00
Basic earnings per share	5,440.83	5,591.28
Diluted:		
(c) Effect of potential equity shares on RSUs outstanding	17,399	-
(d) Weighted average number of equity shares for computation of Diluted EPS (b)+(c)	1,77,524	1,77,524
Diluted earnings per share		
Diluted earnings per share	3,420.77	3,859.79

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Note 31
Contingent liabilities and commitments

Particulars	Note	As at March 31, 2025	As at March 31, 2024
Claims against Company not acknowledged as debts	a-d	297.05	-
Outstanding guarantees given by the Company	e	1,613.58	2,219.08

Note

(a). Server Hosting Charges & SMS Charges; Disallowance under Section 14A

The Company received an order from the tax department raising certain additions related to operational expenses, specifically server hosting charges and SMS charges, along with disallowance under Section 14A. The Assessing Officer (AO) alleged that these expenses were either not incurred wholly and exclusively for business purposes or lacked sufficient justification. The total disputed tax amount is Rs.9.50 Lakhs. The Company has filed an appeal before the Commissioner of Income Tax (Appeals). It is our considered view that these are genuine business expenditures, backed by valid documentation and incurred in the normal course of operations. Further, the disallowance under Section 14A is not justified as there is no direct nexus between the expenditure and any tax-exempt income. Based on the legal merits of the case and the documentation available, the management believes that the demand is unsustainable and expects a favourable outcome in appeal.

(b).Disallowance under Section 14A; Server Hosting Charges & SMS Charges; Ad-hoc

This matter pertains to a departmental appeal filed against a favourable CIT(A) order already received by the Company. The dispute includes disallowances made under Section 14A, expenses towards server hosting and SMS services, and an ad-hoc disallowance of other business expenses without specific justification. The total tax demand under dispute amounts to Rs.273.08 Lakhs. The CIT(A), after evaluating the documentary evidence submitted by the Company, had earlier ruled in our favour, accepting that all expenses were genuine and incurred for business purposes. The department, however, has appealed against this order before the National Faceless Appeal Centre (NFAC). As the order in favour of the Company was well-reasoned and supported by detailed documentation, we are confident that the appellate authority will uphold the favourable outcome. Therefore, the management considers the likelihood of any financial outflow arising from this matter to be remote.

(c).Unexplained Cash Credit under Section 68

The Company has received a notice under Section 143(3) for AY 2023–24, wherein the tax department has proposed an addition of Rs.2.97 Lakhs under Section 68, alleging unexplained cash credits. The case is currently under scrutiny assessment. The management has already submitted all necessary documentation to support the genuineness of the transaction, including confirmation letters, PAN details, bank statements, and the creditworthiness of the parties involved. The Company believes that the identity and source of funds have been adequately explained and the addition is not warranted. Since the matter is still in the assessment phase and no final order has been passed, the outcome remains pending. However, based on the documentation submitted and the legal position, the management believes it has a robust case and is confident of a favourable resolution.

(d). Excess availment of ITC - GSTR 2A v/s 3B.

The Company's subsidiary, Unimobile Messaging Solution LLP, has received a Show Cause Notice (SCN) and an Order-in-Original (OIO) from the GST authorities alleging excess availment of Input Tax Credit (ITC) and ITC claimed on account of incorrect place of supply (POS). The total demand raised, including tax, is Rs.11.50 Lakhs. The Company has filed an appeal before the Appellate Authority challenging the said order.

(e). Guarantees outstanding

Total Guarantees outstanding as of March 31, 2025 amounting to Rs. 1613.58 Lakhs (March 31, 2024 – Rs.2219.08 Lakhs) have been issued by banks on behalf of the Company. These guarantees have been given by HDFC bank to mobile operators/banks/public sector undertakings towards performance guarantee from the Company.

The matter primarily pertains to the following:

1. Excess availment of ITC (GSTR-3B vs. GSTR-2A):

As per our assessment and legal opinion, the ITC was claimed within permissible limits in accordance with Rule 36(4) of the CGST Rules and Notification No. 49/2019

2. Inadmissible ITC on account of incorrect POS:

The Company has complied with the conditions prescribed under Section 16 of the CGST Act for availing ITC i.e. the Company is in possession of tax invoice, received the services, tax charged has been paid to the government.

Also note that during the relevant period there is no mandatory clause of GSTR-2A matching for availing ITC. Hence the same is availed in accordance with the GST laws.

Note 32
Corporate Social Responsibility

As per Section 135 of the Act, a company, meeting the applicability threshold, needs to spend at least 2% of its average net profit of the immediately preceding three financial years on corporate social responsibility (CSR) activities.

Details of CSR expenditure :

Particulars	As at March 31, 2025	As at March 31, 2024
(i) Gross amount required to be spent by the Company during the year	103.90	25.13
(ii) Amount approved by the Board to be spent by the company during the year	103.90	25.13
(iii) Amount of expenditure incurred	-	-
(iv) Unspent at the end of the year	103.90	25.13
(v) Total of previous years unspent	25.13	-
(vi) Reason for unspent	On-going projects	
(vii) Nature of CSR activities	Refer note 1 below	
(viii) Contribution to Related Parties/ CSR Expenditure incurred with Related Parties	NA	NA
(ix) Where a provision is made in respect to a liability incurred by entering into a contractual obligation, the movements in provision	NA	NA

Note 1: Promoting education, including special education and employment enhancing vocation skills especially among children, women, elderly and the differently abled and livelihood enhancement projects.

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(All amounts are in INR Lakhs, unless otherwise stated)

Note 33

The details of amounts due to suppliers under The Micro, Small and Medium Enterprises Development Act, 2006 (MSMED Act) as at March 31, 2025 and March 31, 2024 by the Company. The disclosure pursuant to the said act is as under:

Particulars	As at March 31, 2025	As at March 31, 2024
(a) the principal amount and the interest due thereon remaining unpaid to any supplier at the end of each accounting year:		
- Principal	354.16	4.60
- Interest	-	-
(b) the amount of interest paid by the buyer in terms of Section 16 of the MSMED Act, along with the amount of the payment made to the supplier beyond the appointed day during each accounting year;	-	-
(c) the amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under this MSMED Act;	-	-
(d) the amount of interest accrued and remaining unpaid at the end of the each accounting	-	-
(e) the amount of 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, for the purpose of disallowance of a deductible expenditure under Section 23 of the MSMED Act.	-	-

The information has been determined to the extent such parties have been identified on the basis of the information available with the Company.

Note 34
Segment Reporting
The management has assessed the identification of reportable segments in accordance with the requirements of Ind AS 108 'Operating Segment' and believes that the Company has only one reportable segment namely "CPaaS service provider".

Geography-wise details of the Company's revenues from external customers and its non-current assets (other than financial instruments, investments accounted for using the equity method, deferred tax assets and post-employment benefit assets) are given below:

(i) Analysis of Company's revenues based on the location of the customers:

Particulars	As at March 31, 2025	As at March 31, 2024
India	66,646.99	66,193.09
Rest of the world	6,711.04	1,464.64
Total	**73,358.03**	**67,657.73**

(ii) Analysis of Company's non-current assets (property, plant and equipment, right-of-use assets, capital working progress, goodwill, intangible assets and other non-current assets) based on the location of the assets:

Particulars	As at March 31, 2025	As at March 31, 2024
India	3,182.10	5,612.52
Rest of the world	-	-
Total	**3,182.10**	**5,612.52**

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(All amounts are in INR Lakhs, unless otherwise stated)

Note 35

Revenue from operations

(a) Revenue recognised from customer contracts

Particulars	As at March 31, 2025	As at March 31, 2024
Revenue recognised from customer contracts	73,358.03	67,657.73
Less: Impairment losses recognised	-	-
Total Revenue	**73,358.03**	**67,657.73**

(b) Disaggregate revenue information

The Company disaggregates the revenue from customers by types of services rendered geographically which is Primarily from A2P SMS Services and ancillary services related to A2P SMS services. The Company believes that this disaggregation best depicts how the nature, amount, timing and uncertainty of the revenues and cash flows are affected by industry, market and other economic factors.

(c) Geographic revenue

Particulars	As at March 31, 2025	As at March 31, 2024
Overseas	6,711.04	1,464.64
India	66,646.99	66,193.09
Total	**73,358.03**	**67,657.73**

(d) Timing of revenue recognition

Particulars	As at March 31, 2025	As at March 31, 2024
Point in time	73,358.03	67,657.73
Over time	-	-
Total Revenue	**73,358.03**	**67,657.73**

(e) Movement in expected credit loss during the year

Particulars	As at March 31, 2025	As at March 31, 2024
Opening balance (A)	(1,954.53)	(1,954.53)
Additional provision (net)(Refer note 28)	(40.00)	-
Bad debts written off	-	-
Closing Balance (B)	**(1,994.53)**	**(1,954.53)**

(f) Contract balances

Following table covers the movement in contract balances during the year:

	Contract Asset	
Particulars	**As at March 31, 2025**	**As at March 31, 2024**
Opening balance (A)	9,449.97	12,715.45
Add: Revenue recognised during the year	73,358.03	67,657.73
Less: Progress bills raised during the year (net of adjustments)	(76,520.97)	(70,923.21)
Closing Balance (B)	**6,287.03**	**9,449.97**

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Note 36

Financial Instruments
Fair values of financial assets and financial liabilities
The fair value of other current financial assets, cash and cash equivalents, trade receivables , trade payables, and other financial liabilities approximates the carrying amounts because of the short term nature of these financial instruments. Financial assets that are neither past due nor impaired include cash and cash equivalents, security deposits, term deposits, and other financial assets, loan. Similarly, carrying values of non-current security deposits and non-current term deposits are not significant and therefore the impact of fair value is not considered for disclosure.

Fair value hierarchy
The following is the hierarchy for determining and disclosing the fair value of financial instruments by valuation technique:
•Level 1 - Quoted prices (unadjusted) in active markets for identical assets or liabilities.
•Level 2 - Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived
•Level 3 - Inputs for the assets or liabilities that are not based on observable market data (unobservable inputs).

No financial assets/liabilities have been valued using level 1 fair value measurements.

The following table presents fair value hierarchy of assets and liabilities measured at fair value on a recurring basis:

Financial instruments by category
For amortised cost instruments, carrying value represents the best estimate of fair value.

Sl. No.	Particulars	Carrying value	Fair Value	Carrying value	Fair Value
		March 31, 2025	March 31, 2025	March 31, 2024	March 31, 2024
(i)	**Financial Assets:**				
	Amortised cost				
	Trade Receivables	24,798.17	24,798.17	14,262.13	14,262.13
	equivalents	1,864.24	1,864.24	166.21	166.21
	Bank balances	10,107.88	10,107.88	9,534.06	9,534.06
	Earnest money deposits	110.22	110.22	181.64	181.64
	with more than	10.00	10.00	10.00	10.00
	Other deposits	278.85	278.85	295.97	295.97
	Net investment in sublease	29.82	29.82	52.54	52.54
	Accrued income	6,287.03	6,287.03	9,449.97	9,449.97
	Interest receivable	799.03	799.03	441.85	441.85
	Other receivables	501.48	501.48	266.91	266.91
	Loans to related parties	718.42	718.42	662.21	662.21
	Total Financial assets	**45,505.13**	**45,505.13**	**35,323.49**	**35,323.49**
(ii)	**Financial Liabilities:**				
	Amortised cost				
	Trade payables	10,418.62	10,418.62	9,128.32	9,128.32
	Lease liabilities	94.98	94.98	187.81	187.81
	Other payables	5,833.76	5,833.76	5,879.34	5,879.34
	Total Financial Liabilities	**16,347.36**	**16,347.36**	**15,195.47**	**15,195.47**

The carrying amounts of trade receivables, trade payables and cash and cash equivalents are considered to be the same as their fair values, due to their short-term nature. Difference between carrying amounts and fair values of bank deposits,loan, other financial assets and other financial liabilities subsequently measured at amortised cost is not significant in each of the years presented. For all other amortised cost instruments, carrying value represents the best estimate of fair value.

For financial assets measured at fair values, the carrying amounts are equal to the fair values.

Note 37
Financial risk management
The Company is exposed to various financial risks. These risks are categorised into market risk, credit risk and liquidity risk. The Company's risk management is coordinated by the Board of Directors and focuses on securing long term and short term cash flows. The Company does not engage in trading of financial assets for speculative purposes.

(a) Market Risk
Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: interest rate risk, currency risk and other price risk, such as equity price risk and commodity risk. Financial instruments affected by market risk include borrowings and derivative financial instruments.

(i) 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 investment in deposits with banks are for short durations and therefore do not expose the Company to significant interest rate risk. The Company's principle source of liquidity are cash and cash equivalents and the cash flow is generated from operations. The Company believes that the working capital is sufficient to meet its current requirements and accordingly, no risk is perceived.

(ii) Foreign currency risk
Foreign currency risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in foreign exchange rates. The Company's exposure to the risk of changes in foreign exchange rates relates primarily to the Company's operating activities (when revenue or expense is denominated in a different currency from the Company's functional currency).

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a) Significant foreign currency risk exposure relating to financial assets and financial liabilities are as follows:

Particulars	As at March 31, 2025		As at March 31, 2024
	Foreign currency	INR	INR
Financial assets			
Trade receivables			
- USD	68.44	5,849.85	17.47
- EUR	-	-	2.05
- SGD	0.00	0.00	-
Bank accounts			
- USD	5.21	445.45	4.52
Financial liabilities			
Trade payables			
- USD	1.72	146.87	22.52
- EUR	25.51	2,357.21	3.37
- AED	6.93	161.28	13.57
- GBP	0.00	0.17	-
- AUD	0.03	1.50	-

(b) Credit Risk

Credit risk is the risk of financial loss to the Company if a customer or counterparty to a financial instrument fails to meet its contractual obligations, and arises principally from the Company's receivables from customers, loans and advances and also arises from cash held with banks and financial institutions. The maximum exposure to credit risk is equal to the carrying value of the financial assets. The objective of managing counterparty credit risk is to prevent losses in financial assets. The Company assesses the credit quality of the counterparties, taking into account their financial position, past experience and other factors.

The Company limits its exposure to credit risk of cash held with banks by dealing with highly rated banks and institutions and retaining sufficient balances in bank accounts required to meet a month's operational costs. The management reviews the bank accounts on regular basis and fund drawdowns are planned to ensure that there is minimal surplus cash in bank accounts. The Company does a proper financial and credibility check on the landlords before taking any property on lease and hasn't had a single instance of non-refund of security deposit on vacating the leased property The Company also in some cases ensure that the notice period rentals are adjusted against the security deposits and only differential, if any, is paid out thereby further mitigating the non-realisation risk. The Company does not foresee any credit risks on deposits with regulatory authorities.

Trade receivables

The customer's credit risk is managed by the Company's established policy, procedures and control relating to customer credit risk management.

Credit quality of a customer is assessed based on the individual credit limits are defined in accordance with the assessment and outstanding customer receivables are regularly monitored.

The Company establishes an allowance for impairment that represents its estimate of expected losses in respect of trade receivables. The maximum exposure to credit risk as at reporting date is primarily from trade receivables amounting to 26,792.68 (March 31, 2024: 16,216.66). The movement in allowance for doubtful debts in respect of trade receivables during the year was as follows:

Allowance for doubtful debts	March 31, 2025	March 31, 2024
Opening balance	(1,954.53)	(1,954.53)
Allowance for doubtful debts	(40.00)	-
Less: Bad debts written off	-	-
Closing balance	**(1,994.53)**	**(1,954.53)**

(c) Liquidity risk

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they become due. The Company manages its liquidity risk by ensuring, as far as possible, that it will always have sufficient liquidity to meet its liabilities when due.

The table below summarises the maturity profile of the Company's financial liabilities:

Particulars	Carrying amount	Total	Contractual cash flows		
			Up to 1 year	From 1 to 5 years	More than 5 years
March 31, 2025					
Trade payables	10,418.62	10,418.62	10,134.57	284.05	-
Other financial liability	5,833.76	5,833.76	5,833.76	-	-
Lease liability	94.98	94.98	53.88	41.10	-
Total	**16,347.36**	**16,347.36**	**16,022.21**	**325.15**	-
March 31, 2024					
Trade payables	9,128.32	9,128.32	9,075.99	3.81	48.52
Other financial liability	5,879.34	5,879.34	5,879.34	-	-
Lease liability	98.14	98.14	98.14	-	-
Total	**15,105.80**	**15,105.80**	**15,053.47**	**3.81**	**48.52**

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Note 38
Capital Management
For the purpose of the Company's Capital management, capital includes issued capital, share premium and all other equity reserves attributable to the equity share holders. The primary objective of the Company's capital management is to maximise the shareholders value and to ensure the Company's ability to continue as a going concern. The Company has not distributed any dividend to the shareholders. The Company manages the capital structure and makes adjustments to it in the light of changes in economic conditions and risk characteristics of the underlying assets.

Particulars	**As at March 31, 2025**	**As at March 31, 2024**
Total Borrowings	-	-
Less: Cash and cash equivalents and Bank balances other than Cash and cash equivalents	11,972.12	9,700.27
Total Surplus/(debt)	**11,972.12**	**9,700.27**
Total Equity	32,307.74	25,784.26
Gearing ratio	0%	0%

The Company is predominantly equity financed which is evident from the capital structure table. Further, the Company has always been a net cash company with cash and bank balances and fixed deposits being far in excess of debt.

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Note 39
Employee Stock Based Compensation:

A. Restricted Stock Unit Plan 2025 (RSUs)

The Company has instituted ValueFirst Employee Stock Based Plan on 13-Mar-2025, wherein shareholders of the Company have approved 13,919 (Thirteen thousand nine hundred and nineteen) RSUs to the eligible employees of the Company.

Particulars	As at March 31, 2025
	No. of RSUs
RSUs outstanding at the beginning of the year	-
Granted during the year	17,399
Vested during the year	-
Exercised during the year	-
Lapsed during the year	-
Forfeited during the year	-
RSU outstanding at the end of the year	17,399
RSUs vested and exercisable at the end of the year	-

*The fair value of each option is estimated on the date of grant using the Discounted cash flow method under income approach.

RSU Plan 2025	Assumptions
Exercise price (in Rs.)	10
Volatility	51%
(iii) Bank balances other than Cash and cash equivalents	0%
(iv) Other financial assets	6.72%
(iv) Loans	5

Break-up of employee stock compensation expense (refer note 24)	ValueFirst Digital Media Private Limited
Particulars	As at March 31, 2025
KMP	65.68
Employees other than KMP	16.04
Total	**81.72**

Note 40: Assets pledged as Security

The carrying amounts of assets pledged as security for current and non-current borrowings are:

Particulars	Notes	As at March 31, 2025	As at March 31, 2024
Current assets			
Trade receivables	10	24,798.17	14,262.13
Fixed deposits	11B	10,117.88	-
Total Current assets pledged as security		**34,916.05**	**14,262.13**

Note : Sanctioned limit has been secured by giving security as collateral being books debts, fixed deposits with the same bank and commerical property.

Note 41: Related Party Disclosures

A) List of Related Parties:

(i) Name of the Related Party	Country	Relationship with the Entity
Tanla Platforms Limited	India	Holding Company
PT Karix Communications Indonesia (w.e.f February 14, 2025)	Indonesia	Entity under common control
Karix Mobile Private Limited (Formerly known as Tanla Corporation Private Limited)	India	Fellow Subsidiary
Gamooga Softtech Private Limited (w.e.f January 21, 2025)	India	Fellow Subsidiary
Tanla Mobile Asia Pacific Pte Limited	Singapore	Fellow Subsidiary
Tanla Digital Labs Private Limited	India	Fellow Subsidiary
Tanla Digital (India) Private Limited	India	Entity under common control
Tanla Digital Labs-FZ LLC	UAE	Entity under common control
Tanla Foundation	India	Fellow Subsidiary
Tanla Digital Labs Private Limited., London,(UK) (liquidated on February 11, 2025)	United Kingdom	Entity under common control
Tanla Mobile Middle East LLC, Saudi Arabia (w.e.f January 30, 2025)	UAE	Entity under common control
TPL ESOP Trust (w.e.f May 28, 2024)	India	Fellow Subsidiary
ValueFirst Connnect Pvt Ltd	India	Subsidiary
Transcendent Communications Pvt Ltd	India	Subsidiary
Communique Technology Solutions Pvt Ltd	India	Subsidiary
Instacamp Marketing Pvt Ltd.	India	Subsidiary
ValueFirst Digital Media Pte Ltd., Singapore	Singapore	Subsidiary
Navin Communications LLP (dissolved on September 28, 2024)	India	Subsidiary
Supertech Communications LLP	India	Subsidiary
Unimobile Messaging Solutions LLP	India	Subsidiary
Octane Markeing Pvt Ltd	India	Subsidiary
Mobtel Services LLP (dissolved on September 28, 2024)	India	Subsidiary
Srinand Communications LLP (dissolved on September 28, 2024)	India	Subsidiary
Ontime Communications LLP	India	Subsidiary

(ii) Key Managerial Personnel

Vishwadeep Bajaj	Managing Director
Abhishek Kumar Jain	Director (appointed w.e.f 26-09-2024)
Anubhav Batra	Chief Financial Officer (resigned w.e.f 18-10-2023)
Amrita Gangotra	Independent director (resigned w.e.f 25-07-2024)
Rohit Bhasin	Independent director (resigned w.e.f 25-07-2024)
Rahul Khanna	Independent director(appointed w.e.f 18-10-2023)

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(All amounts are in INR Lakhs, unless otherwise stated)

B) Related party outstanding balances for the year ended March 31, 2025:

Name of the party and Nature of Transactions	Transactions Dr/(Cr)		Balance Outstanding Dr/(Cr)	
	As at March 31, 2025	As at March 31, 2024	As at March 31, 2025	As at March 31, 2024
Tanla Platforms Limited				
Services received	27,352.01	23,548.14	(6,177.28)	(5,967.04)
Services rendered	591.59	(74.90)	647.77	-
Dividend Paid	6.98	6.98	-	-
Rent paid	2.75	-	-	-
Karix Mobile Private Limited				
Services received	5,861.98	731.88	0.50	-
Services rendered	2,111.59	-	-	0.46
ValueFirst Connnect Private Limited				
Loan given including interest accrued	-	-	53.36	48.28
Other advances given	-	0.14	-	-
Interest Expenses/Income	(4.74)	(3.46)	-	-
Transcendent Communications Pvt Ltd				
Advances given	-	1.17	2.52	2.52
Communique Technology Solutions Pvt Ltd				
Loan given including interest accrued	-	0.07	12.04	10.89
Interest Expenses\(Income)	(1.07)	(0.78)	-	-
Instacamp Marketing Pvt Ltd.				
Loan given including interest accrued	-	-	3.89	3.52
Interest Expenses\Income	(0.35)	(0.25)	-	-
ValueFirst Digital Media Pte Ltd.				
Other advances repaid	-	(37.47)	-	-
Interest Expenses\Income	57.69	(27.35)	-	-
Loans given	-	-	649.12	591.44
Navin communications LLP				
Advances given	-	4.06	-	4.08
Other advances repaid	-	(2.50)	-	-
Supertech Communications LLP				
Services received	-	2.05	-	54.56
Unimobile Messaging Solutions LLP				
Services received	2.23	0.45	-	-
Advances given	-	-	4.26	1.48
Mobtel Services LLP				
Other advances repaid	-	(1.00)	-	-

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C) Transactions with key management personnel

Particulars	Transactions Dr/(Cr)		Balance Outstanding Dr/(Cr)	
	As at March 31, 2025	As at March 31, 2024	As at March 31, 2025	As at March 31, 2024
Salaries and other employee benefits to KMP	1,001.06	849.89	-	-
Other benefits to non-executive directors	26.00	12.00	-	-
Total	**1,027.06**	**861.89**	-	-

(D) Terms and conditions of transactions with related parties:
The transactions with related parties are made on terms equivalent to those that prevail in arm's length transactions. Outstanding balances at the year-end are unsecured and interest free. For the year ended March 31, 2025, the Company has not recorded any impairment of receivables relating to amounts owed by related parties (March 31, 2024: Nil). This assessment is undertaken each financial year through examining the financial position of the related party and the market in which the related party operates.

42. Employee Benefit Plans

The Company has following post employment benefit plans:

(a) Defined contribution plans

Contributions were made to provident fund and Employee State Insurance in India for the employees of the Company as per the regulations. These contributions are made to registered funds administered by the Government of India. The obligation of the Company is limited to the amount contributed and it has no further contractual nor any other constructive obligation.

(b) Defined benefit plan

The Company has a defined benefit gratuity plan and governed by the Payment of Gratuity Act, 1972. Every employee who has completed five years or more of service is entitled to a gratuity on departure at 15 days salary for each completed year of service. The following table summarise net benefit expense recognized in the statement of Profit and Loss, the status of funding and the amount recognised in the balance sheet for the gratuity plan.

Particulars	As at March 31, 2025	As at March 31, 2024
Net Employee Benefit Expense		
(Recognised in Employee Benefit Expense)		
Current service cost	66.01	47.66
Past service cost	-	-
Interest cost	26.47	30.44
Expected return on plan assets	-	-
Net employee benefit expense	**92.48**	**78.10**
Amount recognised in Balance Sheet		
Defined benefit obligation	647.22	430.69
Fair value of plan assets		-
Liability recognised in Balance sheet	**647.22**	**430.69**
Changes in the present value of the defined benefit obligation		
Opening defined benefit obligation	430.69	450.27
Current service cost	66.01	47.66
Past service cost	-	-
Interest cost	26.47	30.44
Benefits paid	(128.23)	(44.30)
Net actuarial (gains)/losses on obligation for the year recognised under OCI	252.28	(53.38)
Closing defined benefit obligation	**647.22**	**430.69**
Actuarial Assumptions		
Discount Rate	6.98%	7.22%
Rate of increase in Salary	6.00%	5.00%
Expected average remaining working lives of employees (years)	23.21	24.34
Attrition Rate	30.00%	0.00% to 35.0%

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(All amounts are in INR Lakhs, unless otherwise stated)

A quantitative sensitivity analysis for significant assumption is as shown below:

Impact on defined benefit obligation	As at March 31, 2025	As at March 31, 2024
Discount rate		
1% increase	630.65	401.22
1% decrease	664.94	464.76
Rate of increase in salary		
1% increase	665.04	459.37
1% decrease	629.91	404.69
Attrition rate		
1% increase	647.54	437.88
1% decrease	646.87	430.61

Maturity profile of defined benefit obligation

Year	As at March 31, 2025	As at March 31, 2024
Apr 2024- Mar 2025	202.29	102.57
Apr 2025- Mar 2026	132.28	44.12
Apr 2026- Mar 2027	107.30	32.27
Apr 2027- Mar 2028	94.90	23.39
Apr 2028- Mar 2029	63.49	40.45
Apr 2029- Mar 2030	51.05	13.96
Apr 2030- Mar 2031	37.67	19.81
Apr 2031- Mar 2032	28.59	12.42
Apr 2032- Mar 2033	23.37	10.66
Apr 2033- Mar 2034	16.08	31.15
Apr 2035 onwards	52.05	524.29

The weighted average duration of the defined benefit obligation is 3 years (March 31, 2024: 8 years)

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Notes forming part of the Standalone Financial Statements for the year ended March 31, 2025
(All amounts are in INR Lakhs, unless otherwise stated)

Note 43. Ratios

Particulars	Numerator	Denominator	March 31, 2025	March 31, 2024	% of Variance	Reason for Variance
(a) Current ratio	Current assets	Current liabilities	2.62	2.25	16.68%	Note 1
(b) Debt-equity ratio	Total debt	Shareholders equity	NA	NA	NA	NA
(c) Debt Service Coverage ratio	Net profit after taxes+ Non-cash operating expenses +finance cost	Interest payments+Principal repayments	NA	NA	NA	NA
(d) Return on equity ratio	Net profits after taxes	Average shareholders equity	0.23	0.53	-56.81%	Decrease in profit is due to increase in marketing expenses.
(e) Trade receivables turnover ratio	Net credit sales	Average trade and unbilled receivables	2.68	5.71	-53.08%	The ratio decrease is primarily due to increased in average trade receivables as compared to the previous year.
(f) Trade payables turnover ratio	Cost of services+connectivity expenses+other expenses	Average Trade Payables and other payables towards cost of services	3.86	7.14	-45.95%	The ratio decrease is mainly due to significant decrease in credit purchases and increase in average trade payables as compared to the previous year.
(g) Net capital turnover ratio	Net sales	Working capital=Current assets-Current liabilities	2.56	3.42	-25.22%	The ratio decrease is primarily due to reduced working capital, impacting the company's efficiency in utilizing capital to generate sales
(h) Net profit ratio	Net profit after taxes	Net sales	0.09	0.10	-10.25%	Note 1
(i) Return on capital employed	Earnings before interest and taxes	Capital employed=Total equity	0.27	0.35	-22.23%	Note 1
(j) Return on investment	Interest income	Fixed deposits & liquid funds	0.00	0.00	0.00%	Note 1

Note 1: As the variation in the respective ratios does not exceed 25%, no explanation is provided for the variance.

Note 44

Previous year figures have been reclassified/regrouped wherever necessary to correspond with the current year's classification/disclosures.

Note 45

The Company has used an accounting software for maintaining its books of account (managed and maintained by a third-party software service provider) which has a feature of recording audit trail (edit log) facility, which has not been enabled at the Application level and at the Database level, unable to assess in absence of adequate coverage in SOC report. Accordingly, we are unable to assess whether the audit trail feature has been operated throughout the year for all relevant transaction recorded in the software or whether there is any instance of audit trail feature being tampered with or whether the audit trail of prior year(s) has been preserved by the Company as per the statutory requirements for record retention.

Note 46

Other Statutory information

i. The Company does not have any Benami property, where any proceeding has been initiated or pending against the company for holding any Benami property.

ii. The Company does not have any transactions with companies struck off under section 248 of the Companies Act, 2013.

Total non-current liabilities

iv. The Company has not traded or invested in Crypto currency or Virtual Currency during the financial year.

v. The Company has not been declared willful defaulter by any bank or financial institution or government or any government authority.

vi. The Company has not advanced or loaned or invested funds to any other person or entity, 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.

vii. The Company has not received any fund from any person or entity, 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.

viii. 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 year 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).

ix. The Company has been sanctioned working capital limits from Banks on the basis of security of debtors and fixed deposits. Quarterly returns / statements are filed with such Banks are in agreement with the books of accounts.

As per our report of even date attached

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

Mukesh K Pugalia

Mukesh Kumar Pugalia
Partner
Membership No. 221387

M S K A & ASSOCIATES * Chartered Accountants *

Place: Gurugram
Date: April 24, 2025

For and on behalf of the Board of Directors of
ValueFirst Digital Media Private Limited
CIN: U64202TS2005PTC187740

Vishwadeep Bajaj
Director
DIN: 01724145

Abhishek Kumar Jain
Director
DIN: 10751396

Seshanuradha Chava
Director
DIN: 08230070

Place: Gurugram
Date: April 24, 2025

Place: Gurugram
Date: April 24, 2025

Valuefirst Digital Media Private Limited * Gurugram