S.R. BATLIBOI & CO. LLP
Chartered Accountants

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INDEPENDENT AUDITOR'S REPORT

To the Members of Turtlemint Fintech Solutions Limited *(formerly Turtlemint Fintech Solutions Private Limited and Fintech Blue Solutions Private Limited)*

Report on the Audit of the Standalone Financial Statements

Opinion

We have audited the accompanying standalone financial statements of Turtlemint Fintech Solutions Limited *(formerly Turtlemint Fintech Solutions Private Limited and Fintech Blue Solutions Private Limited)* ("the Company"), which comprise the Balance sheet as at March 31 2026, the Statement of Profit and Loss, including the statement of Other Comprehensive Income, the Cash Flow Statement and the Statement of Changes in Equity for the year then ended, and notes to the standalone financial statements, including a summary of material accounting policies and other explanatory information.

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

Basis for Opinion

We conducted our audit of the standalone financial statements in accordance with the Standards on Auditing (SAs), as specified under section 143(10) of the Act. Our responsibilities under those Standards are further described in the 'Auditor's Responsibilities for the Audit of the Standalone Financial Statements' section of our report. We are independent of the Company in accordance with the 'Code of Ethics' issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the standalone financial statements.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the standalone financial statements for the financial year ended March 31, 2026. These matters were addressed in the context of our audit of the standalone financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. For each matter below, our description of how our audit addressed the matter is provided in that context.

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

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S.R. Batliboi & Co. LLP, a Limited Liability Partnership with LLP Identity No. AAB-4294
Regd. Office : 22, Camac Street, Block 'B', 3rd Floor, Kolkata-700 016

Key audit matters	How our audit addressed the key audit matter
Information Technology Systems and Controls	
The financial accounting and reporting systems of the Company are fundamentally reliant on information technology ('IT') systems and IT controls to process significant transaction volumes. Automated accounting procedures and IT environment controls, which include IT governance, general IT controls over program development and changes, access to programs and data and IT operations, are required to be designed and to operate effectively to ensure accurate financial reporting. Therefore, due to the pervasive nature and complexity of the IT environment, the assessment of the general IT controls and the application controls specific to the accounting and preparation of the financial information is considered to be a key audit matter.	Our audit procedures focused on the IT infrastructure and applications relevant to financial reporting of the Company included following: • Tested the design and operating effectiveness of the Company's IT access controls, including audit trail, over the information systems that are important to financial reporting and various interfaces, configuration and other identified application controls. • Tested IT general controls (logical access, changes management and aspects of IT operational controls). This included testing requests for access to systems were reviewed and authorized. • Tested the Company's periodic review of access rights. Also tested requests of changes to systems for approval and authorization. • In addition to the above, tested the design and operating effectiveness of certain automated controls that were considered as key internal controls. • Tested the design and operating effectiveness of compensating controls in case deficiencies were identified and, where necessary, extended the scope of our substantive audit procedures.

Other Information

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

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

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

When we read the Annual report, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance.

Responsibilities of Management and Those Charged with Governance for the Standalone Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these standalone financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, cash flows and changes in equity of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under section 133 of the Act read

with the Companies (Indian Accounting Standards) Rules, 2015, as amended. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

Those charged with governance are also responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the Standalone Financial Statements

Our objectives are to obtain reasonable assurance about whether the standalone financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these standalone financial statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the standalone financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal 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.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

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- Evaluate the overall presentation, structure and content of the standalone financial statements, including the disclosures, and whether the standalone financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

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

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the "Annexure 1" a statement on the matters specified in paragraphs 3 and 4 of the Order.
2. As required by Section 143(3) of the Act, we report, to the extent applicable, that:

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

   (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 paragraph 2(i)(vi) below on reporting under Rule 11(g) the Companies (Audit and Auditors) Rules, 2014, as amended;

   (c) The Balance Sheet, the Statement of Profit and Loss including the Statement of Other Comprehensive Income, the Cash Flow Statement and Statement of Changes in Equity dealt with by this Report are in agreement with the books of account;

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

   (e) On the basis of the written representations received from the directors as on March 31, 2026 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2026 from being appointed as a director in terms of Section 164 (2) of the Act;

   (f) The modification 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(i)(vi) below on reporting under Rule 11(g);

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(g) With respect to the adequacy of the internal financial controls with reference to these standalone financial statements and the operating effectiveness of such controls, refer to our separate Report in "Annexure 2" to this report;

(h) In our opinion, the managerial remuneration for the year ended March 31, 2026 has been paid / provided by the Company to its directors in accordance with the provisions of section 197 read with Schedule V to the Act;

(i) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended in our opinion and to the best of our information and according to the explanations given to us:

i. The Company has disclosed the impact of pending litigations on its financial position in its standalone financial statements – Refer Note 47 to the standalone financial statements;

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

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

iv. a) The management has represented that, to the best of its knowledge and belief, as disclosed in the note 45.2(vi) to the standalone financial statements, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

b) The management has represented that, to the best of its knowledge and belief, as disclosed in the note 45.2(vi) to the standalone financial statements, no funds have been received by the Company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and

c) Based on such audit procedures performed that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (a) and (b) contain any material misstatement.

v. No dividend has been declared or paid during the year by the Company.

vi. Based on our examination which included test checks, the Company has used accounting software of SAP B1 and Darwinbox for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software except that, audit trail feature for SAP B1 software was not enabled for database-level changes until September 06, 2024. As a result, the audit trails for the SAP B1 software has not been preserved by the Company

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in accordance with statutory requirements for record retention until September 06, 2024, as described in note 49 to the standalone financial statements. Further, during the course of our audit we did not come across any instance of audit trail feature being tampered with. Additionally, the audit trail of prior year(s) for the Darwinbox software has been preserved by the Company as per the statutory requirements for record retention, to the extent it was enabled and recorded in the respective years.

For **S.R. Batliboi & Co. LLP**
Chartered Accountants
ICAI Firm Registration Number: 301003E/E300005



per Shrawan Jalan
Partner
Membership Number: 102102



UDIN: 26102102OTCBKM2333
Place of Signature: Mumbai
Date: July 17, 2026

Annexure '1' referred to in paragraph under the heading "Report on other legal and regulatory requirements" of our report of even date

Re: **Turtlemint Fintech Solutions Limited** *(formerly Turtlemint Fintech Solutions Private Limited and Fintech Blue Solutions Private Limited)* **("the Company")**

The Information and explanations sought by us and given by the Company and the books of account and records examined by us in the normal course of audit and to the best of our knowledge and belief, we state that

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

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

(b) Property, Plant and Equipment have been physically verified by the management during the year and no material discrepancies were identified on such verification.

(c) There is no immovable property (other than properties where the Company is the lessee and the lease agreements are duly executed in favour of the lessee), held by the Company and accordingly, the requirement to report on clause 3(i)(c) of the Order is not applicable to the Company.

(d) The Company has not revalued its Property, Plant and Equipment (including Right of use assets) or intangible assets during the year ended March 31, 2026.

(e) There are no proceedings initiated or are pending against the Company for holding any benami property under the Prohibition of Benami Property Transactions Act, 1988 and rules made thereunder.

(ii) (a) The Company's business does not require maintenance of inventories and, accordingly, the requirement to report on clause 3(ii)(a) of the Order is not applicable to the Company

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

(iii) (a) During the year, the Company has not provided loans, advances in the nature of loans, stood guarantee or provided security to companies, firms, Limited Liability Partnerships or any other parties. Accordingly, the requirement to report on clause 3(iii)(a) of the Order is not applicable to the Company.

(b) During the year, the investments made and the terms and conditions of the investments to companies are not prejudicial to the Company's interest.

(c) The Company has not granted loans and advances in the nature of loans to companies, firms, Limited Liability Partnerships or any other parties. Accordingly, the requirement to report on clause 3(iii)(c) of the Order is not applicable to the Company.

(d) There are no amounts of loans and advances in the nature of loans granted to companies, firms, limited liability partnerships or any other parties which are overdue for more than ninety days.



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(e) There were no loans or advance in the nature of loan granted to companies, firms, Limited Liability Partnerships or any other parties which was fallen due during the year, that have been renewed or extended or fresh loans granted to settle the overdues of existing loans given to the same parties.

(f) The Company has not granted any loans or advances in the nature of loans, either repayable on demand or without specifying any terms or period of repayment to companies, firms, Limited Liability Partnerships or any other parties. Accordingly, the requirement to report on clause 3(iii)(f) of the Order is not applicable to the Company.

(iv) Loans, investments, guarantees and security in respect of which provisions of sections 185 and 186 of the Companies Act, 2013 are applicable have been complied with by the Company.

(v) The Company has neither accepted any deposits from the public nor accepted any amounts which are deemed to be deposits within the meaning of sections 73 to 76 of the Companies Act and the rules made thereunder, to the extent applicable. Accordingly, the requirement to report on clause 3(v) of the Order is not applicable to the Company

(vi) The Central Government has not specified the maintenance of cost records under Section 148(1) of the Companies Act, 2013, for the products/services of the Company.

(vii) (a) Undisputed statutory dues including goods and services tax, provident fund, employees' state insurance, income-tax, sales-tax, service tax, duty of custom, duty of excise, value added tax, cess and other statutory dues have generally been regularly deposited with the appropriate authorities though there has been a slight delay in a few cases. According to the information and explanations given to us and based on audit procedures performed by us, no undisputed amounts payable in respect of these statutory dues were outstanding, at the year end, for a period of more than six months from the date they became payable.
As represented to us by the management, the provisions of sales tax, service tax, value added tax, excise duty and customs duty are currently not applicable to the Company.

(b) There are no dues of goods and services tax, provident fund, employees' state insurance, income tax, sales-tax, service tax, customs duty, excise duty, value added tax, cess, and other statutory dues which have not been deposited on account of any dispute.

As represented to us by the management, the provisions of sales tax, service tax, value added tax, excise duty and customs duty are currently not applicable to the Company.

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

(ix) (a) The Company did not have any outstanding loans or borrowings or interest thereon due to any lender during the year. Accordingly, the requirement to report on clause ix(a) of the Order is not applicable to the Company.

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

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(c) The Company did not have any term loans outstanding during the year hence, the requirement to report on clause (ix)(c) of the Order is not applicable to the Company.

(d) The Company did not raise any funds during the year hence, the requirement to report on clause (ix)(d) of the Order is not applicable to the Company.

(e) On an overall examination of the standalone financial statements of the Company, the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries, associates or joint ventures.

(f) The Company has not raised loans during the year on the pledge of securities held in its subsidiaries, joint ventures or associate companies. Hence, the requirement to report on clause (ix)(f) of the Order is not applicable to the Company.

(x) (a) The Company has not raised any money during the year by way of initial public offer / further public offer (including debt instruments) hence, the requirement to report on clause 3(x)(a) of the Order is not applicable to the Company.

(b) The Company has complied with provisions of sections 42 and 62 of the Companies Act, 2013 in respect of the preferential allotment or private placement of shares during the year. The funds raised, have been used for the purposes for which the funds were raised.

(xi) (a) No fraud by the Company or no fraud on the Company has been noticed or reported during the year.

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

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

(xii) (a) The Company is not a nidhi Company as per the provisions of the Companies Act, 2013. Therefore, the requirement to report on clause 3(xii)(a) of the Order is not applicable to the Company.

(b) The Company is not a nidhi company as per the provisions of the Companies Act, 2013. Therefore, the requirement to report on clause 3(xii)(b) of the Order is not applicable to the Company.

(c) The Company is not a nidhi company as per the provisions of the Companies Act, 2013. Therefore, the requirement to report on clause 3(xii)(c) of the Order is not applicable to the Company.

(xiii) Transactions with the related parties are in compliance with sections 177 and 188 of Companies Act, 2013 where applicable and the details have been disclosed in the notes to the financial statements, as required by the applicable accounting standards.

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(xiv) (a) The Company has implemented internal audit system on a voluntary basis which is commensurate with the size of the Company and nature of its business though it is not required to have an internal audit system under Section 138 of the Companies Act, 2013.

(b) The internal audit reports of the Company issued till the date of the audit report, for the period under audit have been considered by us.

(xv) The Company has not entered into any non-cash transactions with its directors or persons connected with its directors and hence requirement to report on clause 3(xv) of the Order is not applicable to the Company.

(xvi) (a) The provisions of section 45-IA of the Reserve Bank of India Act, 1934 (2 of 1934) are not applicable to the Company. Accordingly, the requirement to report on clause (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. Accordingly, the requirement to report on clause (xvi)(b) of the Order is not applicable to the Company.

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

(d) There is no Core Investment Company as a part of the Group, hence, the requirement to report on clause 3(xvi)(d) of the Order is not applicable to the Company.

(xvii) The Company has incurred cash losses amounting to Rs. 1,242.12 million in the current year and amounting to Rs. 1,177.4 million in the immediately preceding financial year respectively.

(xviii) There has been no resignation of the statutory auditors during the year and accordingly requirement to report on Clause 3(xviii) of the Order is not applicable to the Company.

(xix) On the basis of the financial ratios disclosed in note 45.1 to the standalone financial statements, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the standalone financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. 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.

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(xx) (a) The provisions of Section 135 to the Companies Act, 2013 in relation to Corporate Social Responsibility is not applicable to the Company. Accordingly, the requirement to report on clause 3(xx)(a) of the Order is not applicable to the Company.

(b) The provisions of Section 135 to the Companies Act, 2013 in relation to Corporate Social Responsibility is not applicable to the Company. Accordingly, the requirement to report on clause 3(xx)(b) of the Order is not applicable to the Company.

For **S.R. Batliboi & Co. LLP**
Chartered Accountants
ICAI Firm Registration Number: 301003E/E300005

per Shrawan Jalan
Partner
Membership Number: 102102
UDIN: 26102102OTCBKM2333
Place of Signature: Mumbai
Date: July 17, 2026

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Annexure 2 to the Independent Auditor's Report of even date on the Standalone Financial Statements of Turtlemint Fintech Solutions Limited *(formerly Turtlemint Fintech Solutions Private Limited and Fintech Blue Solutions Private Limited)*

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

We have audited the internal financial controls with reference to standalone financial statements of Turtlemint Fintech Solutions Limited *(formerly Turtlemint Fintech Solutions Private Limited and Fintech Blue Solutions Private Limited)* ("the Company") as of March 31, 2026 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's Management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India ("ICAI"). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to the Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditor's Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls with reference to these standalone financial statements based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on Auditing, as specified under section 143(10) of the Act, to the extent applicable to an audit of internal financial controls, both issued by ICAI. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to these standalone financial statements was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls with reference to these standalone financial statements and their operating effectiveness. Our audit of internal financial controls with reference to standalone financial statements included obtaining an understanding of internal financial controls with reference to these standalone financial statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

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

Meaning of Internal Financial Controls with Reference to these Standalone Financial Statements

A company's internal financial controls with reference to standalone financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial controls with reference to standalone financial

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

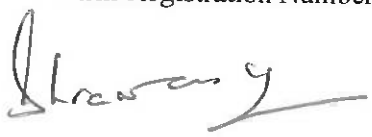
Inherent Limitations of Internal Financial Controls with Reference to Standalone Financial Statements

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

Opinion

In our opinion, the Company has, in all material respects, adequate internal financial controls with reference to standalone financial statements and such internal financial controls with reference to standalone financial statements were operating effectively as at March 31, 2026, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note issued by the ICAI.

For **S.R. Batliboi & Co. LLP**
Chartered Accountants
ICAI Firm Registration Number: 301003E/E300005





per Shrawan Jalan
Partner
Membership Number: 102102
UDIN: 26102102OTCBKM2333
Place of Signature: Mumbai
Date: July 17, 2026

Turtlemint Fintech Solutions Limited
(formerly known as Turtlemint Fintech Solutions Private Limited and Fintech Blue Solutions Private Limited)
Standalone Balance Sheet as at March 31, 2026
(All amounts in Indian Rupees in million, unless otherwise stated)

Particulars	Notes	As at March 31, 2026	As at March 31, 2025
ASSETS			
Non-current assets			
Property, plant and equipment	4	39.53	46.34
Intangible assets	5	2.62	4.12
Right-of-use assets	6	84.38	137.02
Financial assets			
(i) Investments	7	1,936.07	1,147.16
(ii) Other financial assets	8	29.96	33.33
Income tax assets (net)	10	85.41	58.15
Other non-current assets	11	0.63	2.08
Total non-current assets		2,178.60	1,428.20
Current assets			
Financial assets			
(i) Trade receivables	12	330.41	452.65
(ii) Cash and cash equivalents	13	196.39	639.60
(iii) Bank balances other than (ii) above	14	455.71	910.29
(iv) Loans	15	-	65.71
(v) Other financial assets	16	2.74	1,286.50
Other current assets	17	368.90	80.03
Total current assets		1,354.15	3,434.78
TOTAL ASSETS		3,532.75	4,862.98
EQUITY AND LIABILITIES			
Equity			
Equity share capital	18	53.39	0.10
Instruments entirely equity in nature	19	15.74	15.73
Other equity	20	3,007.48	4,345.03
Total equity		3,076.61	4,360.86
Liabilities			
Non-current liabilities			
Financial liabilities			
(i) Lease liabilities	21	38.88	101.85
Provisions	22	49.48	50.84
Total non-current liabilities		88.36	152.69
Current liabilities			
Financial liabilities			
(i) Lease liabilities	23	63.50	56.00
(ii) Trade payables			
(a) total outstanding dues of micro enterprises and small enterprises	24	36.34	20.83
(b) total outstanding dues of creditors other than micro enterprises and small enterprises	24	87.56	74.36
(iii) Other financial liabilities	25	87.92	151.24
Other current liabilities	26	70.30	29.34
Provisions	22	22.16	17.66
Total current liabilities		367.78	349.43
Total liabilities		456.14	502.12
TOTAL EQUITY AND LIABILITIES		3,532.75	4,862.98

The accompanying notes form an integral part of the standalone financial statements. 1 - 50

As per our report of even date attached

For S.R. Batliboi & Co. LLP
Chartered Accountants
ICAI Firm Registration Number :301003E/E300005

per Shrawan Jalan
Partner
Membership Number: 102102

Place : Mumbai
Date: July 17, 2026

S.R. BATLIBOI & CO. LLP ★ MUMBAI ★ CHARTERED ACCOUNTANTS

For and on behalf of the Board of Directors of
Turtlemint Fintech Solutions Limited
(formerly known as Turtlemint Fintech Solutions Private Limited and Fintech Blue Solutions Private Limited)
CIN : U74999MH2015PLC263315

Dhirendra Nalin Mahyavanshi
Managing Director & CEO
DIN : 06652017

Place : Mumbai
Date: July 17, 2026

Anand Prabhudesai
Executive Director & COO
DIN : 07106615

Place : Mumbai
Date: July 17, 2026

Badrinarayan Sanjeevi
Chief Financial Officer

Place : Mumbai
Date: July 17, 2026

Prashant Saini
Company Secretary & Compliance Officer

Place : Mumbai
Date: July 17, 2026

Turtlemint Fintech Solutions Limited
(formerly known as Turtlemint Fintech Solutions Private Limited and Fintech Blue Solutions Private Limited)
Standalone Statement of Profit and Loss for the year ended March 31, 2026
(All amounts in Indian Rupees in million, unless otherwise stated)

Particulars	Notes	For the year ended March 31, 2026	For the year ended March 31, 2025
Revenue from operations	27	464.45	306.66
Other income	28	83.67	266.55
Total income (I)		**548.12**	**573.21**
Expenses			
Employee benefits expense	29	1,427.45	1,249.23
Finance costs	30	10.66	12.45
Depreciation and Amortisation expenses	31	78.42	221.52
Impairment losses on financial instruments	32	(3.24)	18.38
Other expenses	33	568.85	613.65
Total expenses (II)		**2,082.14**	**2,115.23**
Loss before exceptional items and tax (III = I-II)		**(1,534.02)**	**(1,542.02)**
Exceptional items :			
- IPO related expenses	34(i)	24.14	-
- Financial instruments related expenses	34(ii)	525.18	-
Total (IV)		**549.32**	**-**
Loss before tax (V= III-IV)		**(2,083.34)**	**(1,542.02)**
Tax expense:			
Current tax	9	-	-
Deferred tax	9	-	-
Total tax expense (VI)		-	-
Loss for the year (VII = V-VI)		**(2,083.34)**	**(1,542.02)**
Other comprehensive income/ (Loss) (OCI)			
Items that will not be reclassified to profit or loss:			
Remeasurements of gains/(losses) on defined benefit plans	38B.3	(3.29)	(3.19)
Income tax relating to items that will not be reclassified to profit or loss		-	-
Other comprehensive income / (loss) for the year, net of tax		**(3.29)**	**(3.19)**
Total comprehensive income/ (loss) for the year, net of tax		**(2,086.63)**	**(1,545.21)**
Earnings Per Equity Share (Face value of INR 1 each)	39		
Basic EPS (in INR)		**(8.03)**	**(5.83)**
Diluted EPS (in INR)		**(8.03)**	**(5.83)**

The accompanying notes form an integral part of the standalone financial statements. 1 - 50

As per our report of even date attached

For S.R. Batliboi & Co. LLP
Chartered Accountants
ICAI Firm Registration Number :301003E/E300005

per Shrawan Jalan
Partner
Membership Number: 102102

Place : Mumbai
Date: July 17, 2026

S.R. BATLIBOI & CO. LLP MUMBAI CHARTERED ACCOUNTANTS

For and on behalf of the Board of Directors of
Turtlemint Fintech Solutions Limited
(formerly known as Turtlemint Fintech Solutions Private Limited and Fintech Blue Solutions Private Limited)
CIN : U74999MH2015PLC263315

Dhirendra Nalin Mahyavanshi
Managing Director & CEO
DIN : 06652017

Place : Mumbai
Date: July 17, 2026

Anand Prabhudesai
Executive Director & COO
DIN : 07106615

Place : Mumbai
Date: July 17, 2026

Badrinarayan Sanjeevi
Chief Financial Officer

Place : Mumbai
Date: July 17, 2026

Prashant Saini
Company Secretary & Compliance Officer

Place : Mumbai
Date: July 17, 2026

Turtlemint Fintech Solutions Limited
(formerly known as Turtlemint Fintech Solutions Private Limited and Fintech Blue Solutions Private Limited)
Standalone Statement of Cash Flows for the year ended March 31, 2026
(All amounts in Indian Rupees in million, unless otherwise stated)

Particulars	Notes	For the year ended March 31, 2026	For the year ended March 31, 2025
A. Cash flows from operating activities			
(Loss) before tax		(2,083.34)	(1,542.02)
Adjustments to reconcile loss before tax to net cashflows :			
Depreciation and Amortisation expenses	31	78.42	221.52
Interest expense on lease liabilities	30	10.66	12.45
Impairment losses on financial instruments	32	(3.24)	18.38
Interest income on deposits	28	(76.48)	(244.13)
Interest income on loans given	28	(0.63)	(4.91)
Interest income on unwinding of security deposits	28	(3.16)	(2.62)
Lease Rental	28	(0.92)	(0.88)
Interest on Income-tax refund	28	-	(9.26)
Gain on early termination of lease	28	-	(4.75)
(Gain)/Loss on disposal of property plant and equipment		(1.51)	5.93
Share based payment expense	29	210.73	114.59
IPO related expenses	34(i)	24.14	-
Financial instruments related expenses	34(ii)	525.18	-
Operating cash flow before working capital changes		**(1,320.15)**	**(1,435.70)**
Working capital adjustments:			
(Increase) / Decrease in other financial assets		8.63	7.78
(Increase) / Decrease in other assets		(289.24)	0.87
(Increase) / Decrease in trade receivables		131.18	(100.25)
Increase / (Decrease) in provisions		(0.15)	11.91
Increase / (Decrease) in trade payables		28.71	11.94
Increase / (Decrease) in other financial liabilities		(63.32)	49.80
Increase / (Decrease) in other liabilities		40.96	(23.03)
Cash (used) in operations		**(1,463.38)**	**(1,476.68)**
Net income tax refund/(paid)		(19.61)	156.29
Net cash flow (used) in operating activities (A)		**(1,482.99)**	**(1,320.39)**
B. Cash flows from investing activities			
Purchase of property, plant and equipment	4	(17.50)	(7.01)
Proceeds from sale of property, plant and equipment		1.58	0.25
Interest received on deposits		137.40	343.62
Loan given to related party	41	(0.01)	(3.48)
Loan repaid by related party	41	66.29	2.51
Redemption in fixed deposits		7,338.42	9,310.86
Investment in fixed deposits		(5,673.65)	(7,426.36)
Investment in subsidiary		(750.00)	(1,139.05)
Net cash flow generated from investing activities (B)		**1,102.53**	**1,081.34**
C. Cash flows from financing activities			
Proceeds from issuance of equity share capital		1.38	^
Share issue expenses paid		(27.94)	-
Proceeds from issuance of compulsorily convertible preference shares	20	29.97	83.52
Payment of lease liabilities (principal)		(55.50)	(57.20)
Payment of lease liabilities (interest)	30	(10.66)	(12.45)
Net cash flow generated from / (used) in financing activities (C)		**(62.75)**	**13.87**
Net increase / Decrease in cash and cash equivalents (A+B+C)		(443.21)	(225.18)
Cash and cash equivalents at the beginning of the year		639.60	864.78
Cash and cash equivalents at the end of the year		**196.39**	**639.60**

^ *Amount below the rounding off convention followed by the Company.*

S.R. BATLIBOI & CO. LLP ★ MUMBAI ★ CHARTERED ACCOUNTANTS

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Turtlemint Fintech Solutions Limited ★ MUMBAI 400099.

Turtlemint Fintech Solutions Limited
(formerly known as Turtlemint Fintech Solutions Private Limited and Fintech Blue Solutions Private Limited)
Standalone Statement of Cash Flows for the year ended March 31, 2026 (continued)
(All amounts in Indian Rupees in million, unless otherwise stated)

Particulars	Notes	For the year ended March 31, 2026	For the year ended March 31, 2025
Components of cash and cash equivalents:	13		
Balances with banks			
- In current accounts		195.34	461.15
- Deposits with original maturity of less than 3 months (including accrued interest of INR 0.01 millions (March 31, 2025: INR 0.43 millions))		1.04	178.43
Cash in hand		0.01	0.02
Cash and cash equivalents at the end of the year		**196.39**	**639.60**

Notes:

1 The above Statement of Cash Flows has been prepared under the 'Indirect Method' as set out in Ind AS 7, 'Statement of Cash Flows' specified under section 133 of Companies Act, 2013 read with paragraph 7 of Companies (Accounts) rules 2014.

2 Ind AS 7 requires the entity to provide disclosures that enable users of financials statements to evaluate changes in liabilities arising from financing activities, including both changes arising from cash changes and non-cash changes, suggesting inclusion of a reconciliation between the opening and closing balances in the Balance Sheet for liabilities arising from financing activities, to meet the disclosure requirement (Refer note 43.6).

The accompanying notes form an integral part of the standalone financial statements.

As per our report of even date attached

For S.R. Batliboi & Co. LLP
Chartered Accountants
ICAI Firm Registration Number :301003E/E300005

per Shrawan Jalan
Partner
Membership Number: 102102

Place : Mumbai
Date: July 17, 2026

S.R. BATLIBOI & CO. LLP
MUMBAI
CHARTERED ACCOUNTANTS

For and on behalf of the Board of Directors of
Turtlemint Fintech Solutions Limited
(formerly known as Turtlemint Fintech Solutions Private Limited and Fintech Blue Solutions Private Limited)
CIN : U74999MH2015PLC263315

Dhirendra Nalin Mahyavanshi
Managing Director & CEO
DIN : 06652017

Place : Mumbai
Date: July 17, 2026

Anand Prabhudesai
Executive Director & COO
DIN : 07106615

Place : Mumbai
Date: July 17, 2026

Badrinarayan Sanjeevi
Chief Financial Officer

Place : Mumbai
Date: July 17, 2026

Prashant Saini
Company Secretary & Compliance Officer

Place : Mumbai
Date: July 17, 2026

Turtlemint Fintech Solutions Limited
(formerly known as Turtlemint Fintech Solutions Private Limited and Fintech Blue Solutions Private Limited)
Standalone Statement of Changes in Equity for the year ended March 31, 2026
(All amounts in Indian Rupees in million, unless otherwise stated)

A.1 Equity share capital (Refer Note 18)

Balance as at April 01, 2025	Changes in equity share capital during the year*	Balance as at March 31, 2026
0.10	53.29	53.39

Balance as at April 01, 2024	Changes in equity share capital during the year*	Balance as at March 31, 2025
0.10	^	0.10

^ Amount below the rounding off convention followed by the Company.
* There are no changes in equity share capital due to prior period errors.

A.2 Instruments entirely equity in nature (Refer Note 19)

Particulars	Amount
Balance as at April 01, 2025	15.73
Issued during the year*	0.01
Balance as at March 31, 2026	15.74
Balance as at April 01, 2024	15.73
Issued during the year*	^
Balance as at March 31, 2025	15.73

^ Amount below the rounding off convention followed by the Company.
* There are no changes in instruments entirely equity in nature due to prior period errors.

S.R. BATLIBOI & CO. LLP MUMBAI CHARTERED ACCOUNTANTS

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Turtlemint Fintech Solutions Limited MUMBAI 400099.

Turtlemint Fintech Solutions Limited
(formerly known as Turtlemint Fintech Solutions Private Limited and Fintech Blue Solutions Private Limited)
Standalone Statement of Changes in Equity for the year ended March 31, 2026
(All amounts in Indian Rupees in million, unless otherwise stated)

A.3 Other equity

Particulars	Attributable to the equity holders of the company						Total
	Reserves and surplus (Refer Note 20)						
	Share Application Money Pending Allotment	Securities premium	Capital Redemption Reserve	General Reserve	Share based payment reserve	Retained earnings	
Balance as at April 01, 2025	-	**14,371.17**	^	**43.13**	**362.66**	**(10,431.93)**	**4,345.03**
Loss for the year	-	-	-	-	-	(2,083.34)	(2,083.34)
Other Comprehensive Income	-	-	-	-	-	(3.29)	(3.29)
Total	-	**14,371.17**	^	**43.13**	**362.66**	**(12,518.56)**	**2,258.40**
Money received on partly paid-up Compulsorily convertible preference shares	-	29.97	-	-	-	-	29.97
Exercise of options by employees pursuant to ESOP scheme (refer note 35)	-	50.72	-	-	(50.72)	-	-
Cancellation of ESOP options (refer note 35)	-	-	-	5.96	(5.96)	-	-
Transfer of Financial Instruments related expenses in exceptional items to retained earnings (Refer Note 34)	-	-	-	-	-	525.18	525.18
Recognition of Share based payments to employees of the Company (refer note 35)	-	-	-	-	210.73	-	210.73
Recognition of Share based payments to employees of the Subsidiary Company (refer note 35)	-	-	-	-	38.91	-	38.91
Issue of fully paid up bonus shares	-	(52.64)	-	-	-	-	(52.64)
Share issue expenses	-	(3.80)					(3.80)
Share application money pending allotment	0.73	-	-	-	-	-	0.73
Balance as at March 31, 2026	**0.73**	**14,395.42**	^	**49.09**	**555.62**	**(11,993.38)**	**3,007.48**
Balance as at April 01, 2024	-	14,263.74	-	24.33	287.77	(8,886.72)	5,689.12
Loss for the year	-	-	-	-	-	(1,542.02)	(1,542.02)
Other Comprehensive Income	-	-	-	-	-	(3.19)	(3.19)
Total	-	**14,263.74**	-	**24.33**	**287.77**	**(10,431.93)**	**4,143.91**
Compulsorily convertible preference shares issued during the year	-	83.52	-	-	-	-	83.52
Exercise of options by employees pursuant to ESOP scheme (refer note 35)	-	23.91	-	-	(23.91)	-	-
Cancellation of ESOP options (refer note 35)	-	-	-	18.80	(18.80)	-	-
Recognition of Share based payments to employees of the Company (refer note 35)	-	-	-	-	114.59	-	114.59
Recognition of Share based payments to employees of the Subsidiary Company (refer note 35)	-	-	-	-	3.01	-	3.01
Creation of capital redemption reserve on buy back of equity shares	-	^	^	-	-	-	-
Balance as at March 31, 2025	-	**14,371.17**	^	**43.13**	**362.66**	**(10,431.93)**	**4,345.03**

^ Amount below the rounding off convention followed by the Company.
The accompanying notes form an integral part of the standalone financial statements.

As per our report of even date attached

For S.R. Batliboi & Co. LLP
Chartered Accountants
ICAI Firm Registration Number :301003E/E300005

per Shrawan Jalan
Partner
Membership Number: 102102

Place : Mumbai
Date: July 17, 2026

S.R. BATLIBOI & CO. LLP MUMBAI CHARTERED ACCOUNTANTS

For and on behalf of the Board of Directors of
Turtlemint Fintech Solutions Limited
(formerly known as Turtlemint Fintech Solutions Private Limited and Fintech Blue Solutions Private Limited)
CIN : U74999MH2015PLC263315

Dhirendra Nalin Mahyavanshi
Managing Director & CEO
DIN : 06652017

Place : Mumbai
Date: July 17, 2026

Anand Prabhudesai
Executive Director & COO
DIN : 07106615

Place : Mumbai
Date: July 17, 2026

Badrinarayan Sanjeevi
Chief Financial Officer

Place : Mumbai
Date: July 17, 2026

Prashant Saini
Company Secretary & Compliance Officer

Place : Mumbai
Date: July 17, 2026

Turtlemint Fintech Solutions Limited
(formerly known as Turtlemint Fintech Solutions Private Limited and Fintech Blue Solutions Private Limited)
Notes forming part of the Standalone Financial Statements for the year ended March 31, 2026
(All amounts in Indian Rupees in million, unless otherwise stated)

1 Corporate information

Turtlemint Fintech Solutions Limited (formerly known as Turtlemint Fintech Solutions Private Limited and Fintech Blue Solutions Private Limited) (the "Company") (U74999MH2015PLC263315) is a limited company registered under The Companies Act, 2013, incorporated on April 7, 2015. The Registered Office is located at The ORB - Sahar, 4 and 4A 1st Floor, A Wing, Marol Village, Andheri (East), Mumbai- 400099. The name of the Company was changed to "Turtlemint Fintech Solutions Private Limited", and a fresh Certificate of Incorporation reflecting the change was issued by the Registrar of Companies on May 13, 2025. Subsequently, the Company's name was changed to "Turtlemint Fintech Solutions Limited", and a fresh Certificate of Incorporation was issued by the Registrar of Companies on June 05, 2025. The Company's shares are listed on the National Stock Exchange of India Limited and BSE Limited from June 29, 2026.

The Company is primarily engaged in the business of providing technical support, information technology, business support services, advertising and marketing services. The Company currently owns the 'TurtlemintPro' application which is used to promote various services.

The Standalone Financial Statements as at and for the year ended March 31, 2026 were approved by the Board of Directors and approved for issue on July 17, 2026.

2 Material Accounting policies

2.1 Statement of Compliance and Basis of preparation

The Standalone Financial Statements of Turtlemint Fintech Solutions Limited (formerly known as Turtlemint Fintech Solutions Private Limited and Fintech Blue Solutions Private Limited) comprise the balance sheet as at March 31, 2026 and March 31, 2025 the Statement of profit and loss (including other comprehensive income), the Statement of changes in equity and the Statement of cash flows for the year ended March 31, 2026 and March 31, 2025, and notes to the Standalone financial statements, including a summary of material accounting policies and other explanatory information (hereinafter collectively referred to as "Standalone Financial Statements" or "SFS").

The Standalone Financial Statements of the Company have been prepared in accordance with Indian Accounting Standards (Ind AS) notified under the Companies (Indian Accounting Standards) Rules, 2015 (as amended from time to time) and presentation requirements of Division II of Schedule III to the Companies Act, 2013 (as amended from time to time), (Ind AS compliant Schedule III), as applicable to the SFS.

i) Historical cost convention

The standalone financial statements have been prepared on the historical cost basis except for the following:
- certain financial assets and liabilities are measured at fair value
- share based payments
- defined benefit obligations

ii) Functional and presentation currency

These standalone financial statements are presented in Indian Rupees (INR) which is the functional currency of the Company. All amounts have been rounded off to the nearest millions, unless otherwise indicated.

iii) Operating cycle

All the assets and liabilities have been classified as current or non-current as per the normal operating cycle of the Company.

Based on the nature of services rendered by the Company and the time between the acquisition of assets for processing and their realisation in cash and cash equivalents, the Company has ascertained its operating cycle as 12 months for the purpose of current and non-current classification of assets and liabilities.

2.2 Summary of material accounting policies

This note provides a list of material accounting policies adopted in the preparation of these standalone financial statements. These policies have been consistently applied to all the years presented, unless otherwise stated.

i) Property, plant and equipment

Property plant and equipment are stated at acquisition cost, net of accumulated depreciation and accumulated impairment losses, if any. Cost comprises of the purchase price and non-refundable taxes, and directly attributable expenses incurred to bring the asset to the location and condition necessary for it to be capable of being operated in the manner intended by management.

Subsequent cost related to an item of Property, Plant and Equipment are recognized in the carrying amount of the item if the recognition criteria are met.

Items of Property, Plant and Equipment that have been retired from active use and are held for disposal are stated at the lower of their net book value and net realisable value. Any expected loss is recognised immediately in the Statement of Profit and Loss. An item of Property, Plant and Equipment is derecognised on disposal or when no future economic benefits are expected from its use or disposal. The gain or loss arising on derecognition is recognised in the Statement of Profit and Loss.

The date of disposal of an item of property, plant and equipment is the date the recipient obtains control of that item in accordance with the requirements for determining when a performance obligation is satisfied in Ind AS 115.

Depreciation methods, estimated useful lives and residual value :

Depreciation on Property plant and equipments is provided on a pro-rata basis on the straight line method over the estimated useful life of assets prescribed under Schedule II to the Companies Act, 2013. The depreciation expense for each year is recognised in the Standalone Statement of Profit and Loss. The useful life, residual value and the depreciation method are reviewed at least at each financial year end and adjusted prospectively if appropriate:

S.R. BATLIBOI & CO. LLP ★ MUMBAI ★ CHARTERED ACCOUNTANTS

(This space has been intentionally left blank)

Turtlemint Fintech Solutions Limited ★ MUMBAI 400099.

2.2 Summary of material accounting policies (continued)

The estimates of useful life of Property Plant and equipments are as follows :

Asset	Useful Life
Office Equipment	5 years
Furniture and Fixtures	10 years
Computers	3 years
Servers	6 years
Leasehold improvements	Depreciated over the lease term

The useful lives have been determined based on lives specified by Schedule II to the Companies Act, 2013. 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.

Intangible assets

Intangible Assets are stated at cost, net of accumulated amortisation and accumulated impairment losses, if any. Intangible Assets are amortised on a straight line basis over their estimated useful lives.

Gains or losses arising from the retirement or disposal of an intangible asset are determined as the difference between the net disposal proceeds and the carrying amount of the asset and recognised as income or expense in the Standalone Statement of Profit and Loss.

Goodwill

Goodwill on acquisition of assets is included in intangible assets (refer note 37). Goodwill is not amortised but it is tested for impairment annually, or more frequently if events or changes in circumstances indicate that it might be impaired, and is carried at cost less accumulated impairment losses, if any.

Customer relationships, Trademark, Non-compete fees

Customer relationships, Trademark and non-compete fees acquired in a Assets Transfer Agreement are recognised at fair value at the acquisition date. They have a finite useful life and are subsequently carried at cost less accumulated amortisation and impairment losses, if any.

Amortisation methods, estimated useful lives and residual value :

The amortisation period and the amortisation method are reviewed at least at each financial year end. If the expected useful life of the asset is significantly different from previous estimates, the amortisation period is changed accordingly.

The estimated useful life of Intangible Assets are as follows:

Asset	Useful Life
Computer Software	3 years
Customer Relationships	5 years
Trademark	5 years
Non-compete Fees	5 years

Impairment of Non financial assets

Assessment is done at each Balance Sheet date as to whether there is any indication that an asset (tangible and intangible) may be impaired. If any such indication exists, an estimate of the recoverable amount of the asset/cash generating unit is made. Recoverable amount is higher of an assets or cash generating units net selling price and its value in use. Value in use is the present value of estimated future cash flows expected to arise from the continuing use of an asset and from its disposal at the end of its useful life.

For the purpose of assessing impairment, the recoverable amount is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or Company's of assets. The smallest identifiable Company of assets that generates cash inflows from continuing use that are largely independent of the cash inflows from other assets or Company's of assets, is considered as a cash generating unit (CGU). An asset or CGU whose carrying value exceeds its recoverable amount is considered impaired and is written down to its recoverable amount. Assessment is also done at each Standalone Balance Sheet date as to whether there is any indication that an impairment loss recognised for an asset in prior accounting periods may no longer exist or may have decreased. An impairment loss is reversed to the extent that the assets carrying amount does not exceed the carrying amount that would have been determined if no impairment loss had previously been recognised.

ii) Foreign Currencies

Transaction and balances

Initial Recognition

On initial recognition, all foreign currency transactions are recorded by applying to the foreign currency amount the prevailing exchange rate between the reporting currency and the foreign currency at the date of the transaction.

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S.R. BATLIBOI & CO. LLP ★ CHARTERED ACCOUNTANTS ★ MUMBAI

Turtlemint Fintech Solutions Limited ★ MUMBAI 400099.

2.2 Summary of material accounting policies (continued)

Subsequent Recognition

As at the reporting date, non-monetary items which are carried in terms of historical cost denominated in a foreign currency are reported using the exchange rate at the date of the initial transactions. All non-monetary items which are carried at fair value or other similar valuation denominated in a foreign currency are reported using the exchange rates that existed when the values were 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). All monetary assets and liabilities in foreign currency are translated at the functional currency spot rates of exchange at the reporting date. Exchange differences on translation/ settlement of foreign currency monetary assets and liabilities are recognised in the Standalone Statement Profit and Loss.

iii) Segment Reporting

Operating segments are reported in a manner consistent with internal reporting provided to chief operating decision maker.
The Board of directors of Turtlemint Fintech Solutions Limited (formerly known as Turtlemint Fintech Solutions Private Limited and Fintech Blue Solutions Private Limited) assesses the financial performance and position of the Company and makes strategic decisions. Board of directors has been identified as being the chief operating decision maker (Refer note 46).

iv) Revenue recognition

I. Revenue from services

Revenue is measured based on transaction price, which is the consideration adjusted for discount, incentives and price concession if any, as specified in the contract with customer. Revenue is recognised at a point in time when the Company satisfies performance obligations by transferring the promised services to its customers. Generally, each service represents a separate performance obligation for which revenue is recognised when the performance obligation is satisfied.
The contract generally result in revenue recognised in excess of billings which are presented as unbilled in the Balance Sheet.

The Company accounts for Revenues from Contracts with Customers in accordance with 'Ind AS 115' which sets forth a single comprehensive model for recognizing and reporting revenues. To recognise revenues, the Company applies the following five step approach:
(1) identify the contract with a customer,
(2) identify the performance obligations in the contract,
(3) determine the transaction price,
(4) allocate the transaction price to the performance obligations in the contract, and
(5) recognise revenues when a performance obligation is satisfied.

Step 1: Identify contract(s) with a customer. A contract is defined as an agreement between two or more parties that creates enforceable rights and obligations and sets out the criteria for every contract that must be met.
Step 2: Identify performance obligations in the contract: A performance obligation is a promise in a contract with a customer to transfer a good or service to the customer.
Step 3: Determine the transaction price: The transaction price is the amount of consideration to which the Company expects to be entitled in exchange for transferring promised goods or services to a customer, excluding amounts collected on behalf of third parties.
Step 4: Allocate the transaction price to the performance obligations in the contract: For a contract that has more than one performance obligation, the Company allocates the transaction price to each performance obligation in an amount that depicts the amount of consideration to which the Company expects to be entitled in exchange for satisfying each performance obligation.
Step 5: Recognise revenue when (or as) the Company satisfies a performance obligation.
Revenue comprises of revenue from providing technical and business support services to customers which includes setting up, maintenance, updates etc. The Company also provides marketing and advertising services to companies. Revenue from rendering services are recognised on an accrual basis when services are rendered.

A. Income from Technical and support services

Revenue from rendering of technical support services is recognised upon the delivery of the service, when due acknowledgement is received from the client regarding the same and no significant uncertainty exists regarding the amount of the consideration that will be derived from rendering the service. The same are recorded in the year net of taxes based on the invoices raised at the transaction price as prescribed by the respective agreements.

B. Income from Marketing fees

The revenue from rendering marketing, advertising, and other related services is recognized upon the delivery of the service when no significant uncertainty exists regarding the amount of the consideration that will be derived from rendering the service. The same is recorded in the year net of taxes based on the invoices raised at the rates as prescribed by the respective agreements with customers.

C. Referral Income on distribution of financial products

Revenue is recognised upon the delivery of the service, when due acknowledgement is received from the client regarding the same and no significant uncertainty exists regarding the amount of the consideration that will be derived from rendering the service. The same are recorded in the year net of taxes based on the invoices raised at the rates as prescribed by the respective agreements.

II. Interest income

Interest income on financial assets at amortised cost is calculated using the effective interest method is recognised in the statement of profit and loss as part of other income. Interest income is calculated by applying the effective interest rate to the gross carrying amount of a financial asset except for financial assets that subsequently become credit-impaired. For credit-impaired financial assets the effective interest rate is applied to the net carrying amount of the financial asset (after deduction of the loss allowance).

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2.2 Summary of material accounting policies (continued)

v) Trade and other payables

These amounts represent liabilities for goods and services provided to the Company prior to the end of financial year which are unpaid. The amounts are unsecured and are usually paid within 30 days of recognition. Trade and other payables are presented as current liabilities unless payment is not due within 12 months after the reporting year. They are recognised initially at fair value and subsequently measured at amortised cost.

vi) Contract Liabilities

A contract liability is recognised if a payment is received or a payment is due (whichever is earlier) from a customer before the company transfers the related services. Contract liabilities are recognised as revenue when the company performs under the contract (i.e., transfers control of the related goods or services to the customer).

vii) Borrowings

Borrowings are initially recognised at fair value, net of transaction costs incurred. Borrowings are subsequently measured at amortised cost. Any difference between the proceeds (net of transaction cost) and the redemption amount is recognised in profit or loss for the year of borrowing using the effective interest method.
Borrowings are recognised as current liabilities unless, the Company has an unconditional right to defer the settlement of the liability for at least 12 months after the reporting year. Where there is a breach of a material provision of a long term loan arrangement on or before the end of the reporting year with the effect that the liability becomes payable on demand on the reporting date, the entity does not classify the liability as current, if the lender agreed, after the reporting year and before the approval of the financial statements for issue, not to demand payment as a consequence of the breach. Borrowings are removed from the Balance Sheet when the obligation specified in the contract is discharged, cancelled or expired. The difference between carrying amount of a financial liability that has been extinguished or transferred to another party and the consideration paid, is recognised in Statement of Profit and Loss as other gains/(losses).

viii) Financial instruments

Date of recognition
The Company recognizes financial assets and liabilities when it becomes a party to the contractual provisions of the instrument.
Initial recognition
All financial assets and liabilities are recognised at fair value on initial recognition which depends on the financial assets contractual cashflow characteristics and the Company's business model for managing them, except trade receivables that do not contain a significant financing component or for which the Company has applied the practical expedient are measured at the transaction price determined under Ind AS 115.

Classification and subsequent measurement
Non-derivative financial instruments
Subsequent measurement
For subsequent measurement, the Company classifies its financial assets in the following measurement categories:
Those to be measured subsequently at fair value (either through other comprehensive income, or through profit or loss), and those measured at amortised cost. The classification depends on the entity's business model for managing the financial assets and the contractual terms of the cash flows.

Financial liabilities
Financial liabilities are recognised when the Company becomes a party to the contractual provisions of the instrument. Financial liabilities in case not at fair value through profit or loss, are initially measured at fair value minus transaction costs that are attributable to the acquisition of the financial liabilities. Borrowings are recognized initially at fair value, net of transaction costs incurred, and subsequently carried at amortised cost, any difference between the initial carrying value and the redemption value is recognized in the Statement of Profit and Loss over the year of the borrowings using the effective interest rate method. Subsequent to initial recognition these financial liabilities are measured at amortised cost using effective interest method.
Financial Assets
In order for a financial asset to be classified and measured at amortised cost or fair value through OCI, it needs to give rise to cash flows that are 'solely payments of principal and interest (SPPI) on the principal amount outstanding. This assessment is referred to as the SPPI test and is performed at an instrument level. Financial assets with cash flows that are not SPPI are classified and measured at fair value through profit or loss, irrespective of the business model.
A financial asset is measured at amortised cost when they are held within a business model whose objective is to hold finaacial assets in order to collect contractual cash flows and the contractual terms of the financial assets give rise on specified dates to cash flow that are solely payments of principal and interest on principal amount outstanding. The amortised cost of a financial asset is also adjusted for impairment loss, if any. For assets measured at fair value, gains and losses will either be recorded in profit or loss or other comprehensive income. For investments in debt instruments, this will depend on the business model in which the investment is held. For investments in equity instruments, this will depend on whether the Company has made an irrevocable election at the time of initial recognition to account for the equity investment at fair value through other comprehensive income.

Equity instrument
An equity instrument is any contract that evidences a residual interest in the assets of an entity after deducting all of its liabilities. Equity instruments issued by the Company is recognised at the proceeds received, net of directly attributable transaction costs.

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2.2 Summary of material accounting policies (continued)

Compound financial instruments

The component parts of compound financial instruments issued by the Company are classified separately as financial liabilities and equity in accordance with the substance of the contractual arrangements and the definitions of a financial liability and an equity instrument. A conversion option that will be settled by the exchange of a fixed amount of cash or another financial asset for a fixed number of the Company's own equity instruments is an equity instrument.

At the date of issue, the fair value of the liability component is estimated using the prevailing market interest rate for similar non-convertible instruments. This amount is recorded as a liability on an amortised cost basis using the effective interest method until extinguished upon conversion or at the instrument's maturity date.

The conversion option classified as equity is determined by deducting the amount of the liability component from the fair value of the compound instrument as a whole. This is recognised and included in equity, net of income tax effects, and is not subsequently remeasured.

Transaction costs that relate to the issue of the convertible instruments are allocated to the liability and equity components in proportion to the allocation of the gross proceeds. Transaction costs relating to the equity component are recognised directly in equity. Transaction costs relating to the liability component are included in the carrying amount of the liability component and are amortised over the lives of the convertible instrument using the effective interest method.

Investment in equity shares of subsidiary

Investments in subsidiaries are carried at cost less accumulated impairment losses, if any. The Company reviews its carrying value of investments carried at cost annually, or more frequently when there is indication for impairment. If the recoverable amount is less than its carrying amount, the impairment loss is recorded in the Statement of Profit and Loss.

When an impairment loss subsequently reverses, the carrying amount of the investment is increased to the revised estimate of its recoverable amount, so that the increased carrying amount does not exceed the cost of the investment. A reversal of an impairment loss is recognised immediately in Statement of Profit or Loss.

Derecognition of financial instrument

1. The Company derecognises the financial asset when the contractual rights to the cash flow from the financial asset expires or it transfers the contractual rights to receive the cash flows from the asset. A financial liability is derecognised when the obligation specified in the contract is discharged or cancelled or expires.
2. The Company has transferred its rights to receive cash flows from the asset and the Company has transferred substantially all the risks and rewards of the asset, or the Company has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.
3. A financial liability is derecognised when the obligation under the liability is discharged, cancelled or expires. where 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 a derecognition of the original liability and the recognition of a new liability. In this case, a new financial liability based on the modified terms is recognised at fair value. The difference between the carrying value of the original financial liability and the new financial liability with modified terms is recognised in profit or loss

Offsetting

Financial assets and financial liabilities are offset and the net amount presented in the Balance Sheet when, and only when, the Company currently has a legally enforceable right to set off the amounts and it intends either to settle them on a net basis or to realise the asset and settle the liability simultaneously.

Fair value measurement

The Company measures financial instruments such as derivatives and certain investments, 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.

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

The fair value of a financial 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. The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data is available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorised 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 — Inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities.

Level 2 — Inputs are 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 from prices).

Level 3 — Inputs are not based on observable market data (unobservable inputs). Fair values are determined in whole or in part using a valuation model based on assumptions that are neither supported by prices from observable current market transactions in the same instrument nor are they based on available market data.

For assets and liabilities that are recognised in the balance sheet on a recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorisation(based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting year.

For the purpose of fair value disclosures, the Company has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy as explained above.

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2.2 Summary of material accounting policies (continued)

ix) Impairment of Financial asset

The Company assesses on a forward-looking basis the expected credit loss associated with its assets carried at amortised cost. The impairment methodology applied depends on whether there has been a significant increase in credit risk since its initial recognition. Note 44.4 (iii) details how the Company determines whether there has been a significant increase in credit risk.

For trade receivables only, the Company applies the simplified approach permitted by Ind AS 109 Financial Instruments, which requires expected lifetime losses to be recognised from initial recognition of the receivables. The impairment losses and reversals are recognized in Statement of Profit and Loss.

x) Taxes

Current Income Tax

The income tax expense or credit for the year is the tax payable on the current period's taxable income based on the applicable income tax rate for each jurisdiction adjusted by changes in deferred tax asset and liabilities attributable to temporary differences and to unused tax losses.

The current income tax charge is calculated on the basis of the tax laws enacted or substantively enacted at the end of the reporting period in the countries where the Company and its subsidiary operate and generate taxable income. 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.

Current income tax relating to items recognised outside profit or loss is recognised outside profit or loss (either in other comprehensive income or in equity).

Deferred Tax

Deferred income tax is provided in full, using the balance sheet approach, on temporary differences arising between the tax base of assets and liabilities and their carrying amounts in the standalone financial statements. Deferred income tax is also not recognised if it arises from initial recognition of an asset or liability in a transaction other than business combination that at the time of 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 reporting period and are expected to apply when the related deferred income tax asset is realised or the deferred income tax liability is settled.

Deferred tax is recognised for all deductible temporary and unused tax losses and only if it is probable that future taxable amounts will be available to utilise those temporary differences and losses. Considering the past history of consecutive losses, Deferred tax asset has not been recognised in the Financial Statements.

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 tax assets and tax liabilities are offset when the Company 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.

Current and deferred tax is recognised in profit or 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 the other comprehensive income or directly in equity, respectively.

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised. Unrecognised deferred tax assets are re-assessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

Goods and Services Tax (GST) on acquisition of assets or on incurring expenses

Expenses and assets are recognised net of the amount of GST, except:

- When the tax incurred on a purchase of assets or services is not recoverable from the taxation authority, in which case, the tax paid is recognised as part of the cost of acquisition of the asset or as part of the expense item, as applicable.
- When receivables and payables are stated with the amount of tax included.

The net amount of tax recoverable from, or payable to, the taxation authority is included as part of other current/non-current assets/ liabilities in the balance sheet.

Uncertain Tax Position

Taxation authority will accept tax position taken by the Company. Uncertain tax positions are reflected in the overall measurement of the Company's tax expense and are based on the most likely amount or the expected value arrived at by the Company which provides a better prediction of the resolution of uncertainty. Uncertain tax positions are monitored and updated as and when new information becomes available, typically upon examination or action by the taxing authorities or through statute expiration and judicial precedent. The Company considers whether a particular amount payable or receivable for interest and penalties is an income tax, in which case Ind AS 12 is applied to that amount. When an amount payable for interest and penalties is determined to be within the scope of Ind AS 37, it is presented as part of financing cost or other expenses, respectively unless when there is an overall settlement with tax authority and the interest and penalties cannot be identified separately in which case it is determined to be part of income taxes.

xi) Provisions, Contingent Liabilities and Contingent Assets

Provisions

Provisions are recognised when there is a present obligation as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and there is a reliable estimate of the amount of the obligation. Provisions are measured at the best estimate of the expenditure required to settle the present obligation at the Standalone Balance sheet date and are not discounted to its present value.

Contingent Liabilities

Contingent liabilities are disclosed when there is a possible obligation arising from past events, the existence of which 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 a present obligation that arises from past events where it is either not probable that an outflow of resources will be required to settle or a reliable estimate of the amount cannot be made.

The Company does not recognise a contingent liability but discloses its existence and other required disclosures in notes to the financial statements, unless the possibility of any outflow in settlement is remote as per the requirement of Ind AS 37.

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2.2 Summary of material accounting policies (continued)

Contingent Asset

A contingent asset is a possible asset that arises 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 entity. The Company does not recognize the contingent asset in its standalone financial statements since this may result in the recognition of income that may never be realised. Where an inflow of economic benefits is probable, the Company disclose a brief description of the nature of contingent assets at the end of the reporting year. However, when the realisation of income is virtually certain, then the related asset is not a contingent asset and the Company recognize such assets.

Provisions, contingent liabilities and contingent assets are reviewed at each reporting date.

xii) Leases

The Company evaluates if an arrangement qualifies to be a lease as per the requirements of Ind AS 116 and this may require significant judgment. The Company also uses significant judgement in assessing the lease term (including anticipated renewals) and the applicable discount rate.

The Company determines the lease term as the non-cancellable period of a lease, together with both periods covered by an option to extend or terminate the lease if the Company is reasonably certain based on relevant facts and circumstances that the option to extend or terminate will be exercised. If there is a change in facts and circumstances, the expected lease term is revised accordingly.

The discount rate is generally based on the interest rate specific to the lease being evaluated or if that cannot be easily determined the incremental borrowing rate for similar term is used.

The Company has elected to recognise right-of-use assets and lease liabilities for short-term leases that have a lease term of 12 months or less and leases of low-value assets. Thus, the Company has not opted for practical expedient under Ind AS 116 to recognises the lease payments associated with these leases as an expense on a straight-line basis over the lease term.

As a lessee

The Company recognises a right-of-use asset and a lease liability at the lease commencement date.

Right-of-use asset

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 restoration cost, less any lease incentives received. The Company is exposed to potential future increases in variable lease payments based on an index or rate, which are not included in the lease liability until they take effect. Variable lease payments that depend on sales are recognised in profit or loss in the year in which the condition that triggers those payments occurs. The right-of-use assets are subsequently depreciated over the shorter of the asset's useful life and the lease term on a straight-line basis. In addition, the right-of-use asset is reduced by impairment losses, if any.

Lease liabilities

The lease liability is initially measured at amortised cost at the present value of the future lease payments discounted using incremental borrowing rate. If the discount rate cannot be readily determined, which is generally the case for leases in the Company, the lessee's incremental borrowing rate is used, being the rate that the individual lessee would have to pay to borrow the funds necessary to obtain an asset of similar value to the right-of-use asset in a similar economic environment with similar terms, security and conditions.

When a lease liability is remeasured, the corresponding adjustment of the lease liability 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.

xiii) Cash and Cash Equivalents

Cash and cash equivalent in the balance sheet comprise cash at banks and on hand and short-term deposits with an original maturity of three months or less, that are readily convertible to a known amount of cash and subject to an insignificant risk of changes in value. For the purpose of the Standalone statement of cash flows, cash and cash equivalents consist of cash and short-term deposits, as defined above.

xiv) Trade receivables

Trade receivables are amounts due from customers for goods sold or services performed in the ordinary course of business and reflects Company's unconditional right to consideration (that is, payment is due only on the passage of time). Trade receivables are recognised initially at the transaction price as they do not contain significant financing components. The Company holds the trade receivables with the objective of collecting the contractual cash flows and therefore measures them subsequently at amortised cost using the effective interest method, less loss allowance. Receivables with an unconditional right to consideration and no pending service obligation for which invoices are yet to be issued at the year end are presented as unbilled receivables.

xv) Contract Assets

A contract asset is initially recognised for revenue earned from customers because the receipt of consideration is conditional on successful completion of the service. Upon completion of the service and acceptance by the customer, the amount recognised as contract assets is reclassified to trade receivables.

xvi) Marketing Lead Cost

The Company incurs marketing lead cost for generating leads for sign up for the TurtlemintPro Application. This cost majorly comprises payments made to partners for the promotion of TurtlemintPro Application and are in the nature of referral fee. The payment is made to partners as per approved policy and grid which interalia depends on the leads generated in a year.

xvii) Earnings Per Share

Basic earnings per share is calculated by dividing the net profit or loss attributable to equity holders of the Company by the weighted average number of ordinary shares outstanding during the year.

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

Ordinary shares includes compulsory convertible preference shares.

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2.2 Summary of material accounting policies (continued)

xviii) Retirement and Other Employee Benefits

Retirement benefit in the form of provident fund is a defined contribution scheme. The Company has no obligation, other than the contribution payable to the provident fund. The Company recognizes contribution payable to the provident fund scheme as an expense, when an employee renders the related service. If the contribution payable to the scheme for service received before the balance sheet date exceeds the contribution already paid, the deficit payable to the scheme is recognized as a liability after deducting the contribution already paid. If the contribution already paid exceeds the contribution due for services received before the balance sheet date, then excess is recognized as an asset to the extent that the pre-payment will lead to a reduction in future payment or a cash refund.

i) Short-term obligations

Liabilities for wages and salaries, including non-monetary benefits that are expected to be settled wholly within 12 months after the end of the year in which the employee render the related service are recognised in respect of employee's services up to the end of the reporting year and are measured at the amounts expected to be paid when the liabilities are settled. The undiscounted liabilities are presented as current employee benefits obligations in the Balance Sheet.

ii) Post-employment obligations

The Company operated the following post-employment schemes :

A. Defined contribution plans such as provident fund, employee state insurance corporation (ESIC) and national pension scheme (NPS) ; and

B. Defined benefit plans such as gratuity

A. Defined contribution plans

Contribution towards provident fund and Employees' State Insurance Corporation for eligible employees is made to the regulatory authorities also the Company contributes to the National Pension Scheme and has no further obligation beyond making its contribution , where the Company has no further obligations. Such benefits are classified as Defined Contribution Schemes as the Company does not carry any further obligations, apart from the contributions made on a monthly basis. The Company's contributions to Defined Contributions Plans are charged to the Standalone Statement of Profit and Loss as incurred.

B. Defined benefit plans

Gratuity

The Company provides for gratuity, a defined benefit plan (the Gratuity Plan) covering all eligible employees in accordance with the Payment of Gratuity Act, 1972. The Gratuity Plan provides a lump sum payment to vested employees at retirement, death, incapacitation or termination of employment, of an amount based on the respective employee salary and the tenure of employment. The Company's liability is actuarially determined (using the Projected Unit Credit method) at the end of each year.

The present value of the defined benefit obligation denominated is determined by discounting the estimated future cash outflows by reference to market yields at the end of the reporting year on government bonds that have terms approximating to the terms of the related obligation.

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

Remeasurement gains and losses arising from experience adjustments and changes in actuarial assumptions are recognised in the year in which they occur, directly in Other Comprehensive Income. They are included in retained earnings in the Statement of Changes in Equity and in the Balance Sheet.

Changes in the present value of the defined benefit obligation resulting from plan amendments or curtailments are recognised immediately in profit or loss as past service cost.

c. Other Employee Benefits

(i) Bonus

The Company recognises a liability and an expense for bonuses. The Company recognises a provision where contractually obliged or where there is a past practice that has created a constructive obligation.

(ii) Leave obligations

Employees are not eligible for carry forward of leave balances and accordingly no provision for leave obligation created as at the year end.

(iii) Share based payments

The fair value of options granted under the Turtlemint Fintech Solutions Limited (formerly known as Turtlemint Fintech Solutions Private Limited and Fintech Blue Solutions Private Limited) Employee Stock Option Plan 2017 is recognised as an employee benefits expense with a corresponding increase in equity. The total amount to be expensed is determined by reference to the fair value of the options granted. Further details are given in Note 35.

Employee options :

The fair value of the options granted under the Turtlemint Fintech Solutions Limited (formerly known as Turtlemint Fintech Solutions Private Limited and Fintech Blue Solutions Private Limited) Employee Stock Option Plan 2017 to be expensed is determined by reference to the fair value of the options granted:

- Including any market performance condition
- Excluding impact of any service and non-market performance vesting conditions, (e.g. profitability, sales growth targets and remaining an employee of the entity over a specified time period) and
- Including the impact of any non-vesting conditions (e.g. the requirement for employees to save or hold shares for a specific period of time).

In case of forfeiture of unvested option, portion of amount already expensed is reversed. In a situation where the vested option is forfeited or expires unexercised, the related balance standing to the credit of the "Share Based Payment Reserve" are transferred to the "General Reserve".

When the options are exercised, the Company issues new equity shares of the Company of INR 1 each fully paid-up. The proceeds received and the related balance standing to credit of the Share Based Payment Reserve, are credited to share capital (nominal value) and securities premium.

The total expense is recognised over the vesting period, which is the period over which all of the specified vesting conditions are to be satisfied. At the end of each period, the entity revises its estimates of the number of options that are expected to vest based on the non-market vesting and service conditions. It recognises the impact of the revision to original estimates, if any, in profit or loss, with a corresponding adjustment to equity. The expense or credit in the statement of profit and loss for a period represents the movement in cumulative expense recognised as at the beginning and end of that year and is recognised in employee benefits expense.

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2.2 Summary of material accounting policies (continued)

(iv) Stock appreciation rights

Liabilities for the Company's share appreciation rights are recognised as employee benefit expenses. The liabilities are remeasured to fair value at each reporting date and are presented as employee benefit obligations in the Balance Sheet. The fair value is determined as disclosed in Note 36.

xix) Borrowing Cost

General and specific borrowing costs that are directly attributable to the acquisition, construction or production of a qualifying asset are capitalised during the period of time that is required to complete and prepare the asset for its intended use or sale. Qualifying assets are assets that necessarily take a substantial period of time to get ready for their intended use or sale.

xx) Exceptional Items

Exceptional items include income or expense that are considered to be part of ordinary activities, however are of such significance and nature that separate disclosure enables the user of the financial statements to understand the impact in a more meaningful manner. Exceptional items are identified by virtue of their size, nature and incidence so as to facilitate comparison with prior periods and to assess underlying trends in the financial performance of the Company.
Refer Note 34 - Exceptional Items for further details.

xxi) Business combinations

The acquisition method of accounting is used to account for all business combinations, regardless of whether equity instruments or other assets are acquired. The consideration transferred comprises the fair values of the assets transferred and liabilities and fair value resulting from contingent consideration.
Identifiable assets acquired and liabilities and contingent liabilities, if any assumed in a business combination are, with limited exceptions, measured initially at their fair values at the acquisition date. Acquisition-related costs are expensed as incurred.
The excess of the consideration transferred over the fair value of the net identifiable assets acquired is recorded as goodwill. If those amounts are less than the fair value of the net identifiable assets of the business acquired, the difference is recognised in other comprehensive income and accumulated in equity as capital reserve provided there is clear evidence of the underlying reasons for classifying the business combination as a bargain purchase. In other cases, the bargain purchase gain is recognised directly in equity as capital reserve.
Where settlement of any part of cash consideration is deferred, the amounts payable in the future are discounted to their present value as at the date of exchange. The discount rate used is the entity's incremental borrowing rate, being the rate at which a similar borrowing could be obtained from an independent financier under comparable terms and conditions.
Contingent consideration is classified either as equity or a financial liability. Amounts classified as a financial liability are subsequently remeasured to fair value with changes in fair value recognised in the Statement of Profit or Loss.

xxii) Current versus non-current classification

The Company presents assets and liabilities in the balance sheet based on current/ non-current classification. An asset is treated as current when it is:
- Expected to be realised or intended to be sold or consumed in normal operating cycle
- Held primarily for the purpose of trading
- Expected to be realised within twelve months after the reporting year, or
- Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting year

All other assets are classified as non-current.
A liability is current when:
- It is expected to be settled in normal operating cycle
- It is held primarily for the purpose of trading
- It is due to be settled within twelve months after the reporting year, or
- There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting year

The terms of the liability that could, at the option of the counterparty, result in its settlement by the issue of equity instruments do not affect its classification.
The Company classifies all other liabilities as non-current.
Deferred tax assets and liabilities are classified as non-current assets and liabilities.
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 twelve months as its operating cycle.

xxiii) Standard issued and effective

The Company applied for the first-time certain standards and amendments, which are effective for annual periods beginning on or after April 01, 2025.
(i) Lack of exchangeability – Amendments to Ind AS 21
Amendments to Ind AS 21 The Effects of Changes in Foreign Exchange Rates specify how an entity should assess whether a currency is exchangeable and how it should determine a spot exchange rate when exchangeability is lacking. The amendments also require disclosure of information that enables users of its financial statements to understand how the currency not being exchangeable into the other currency affects, or is expected to affect, the entity's financial performance, financial position and cash flows.
The amendments are effective for annual reporting periods beginning on or after April 01, 2025. When applying the amendments, an entity cannot restate comparative information.
The amendments are not expected to have a material impact on the Company's financial statements.

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2.2 Summary of material accounting policies (continued)

(ii) Classification of Liabilities as Current or Non-current and Non-current Liabilities with Covenants – Amendments to Ind AS 1

Amendments to paragraphs 69 to 76 of Ind AS 1 Presentation of Financial Statements specify the requirements for classifying liabilities as current or non-current. The amendments clarify:

- What is meant by a right to defer settlement
- That a right to defer must exist at the end of the reporting period
- That classification is unaffected by the likelihood that an entity will exercise its deferral right
- That only if an embedded derivative in a convertible liability is itself an equity instrument would the terms of a liability not impact its classification.

In addition, a requirement has been introduced to require disclosure when a liability arising from a loan agreement is classified as non-current and the entity's right to defer settlement is contingent on compliance with future covenants within twelve months.

The amendments are effective for annual reporting periods beginning on or after April 01, 2025 and must be applied retrospectively. The Company is currently assessing the impact the amendments will have on current practice and whether existing loan agreements may require renegotiation.

(iii) Supplier Finance Arrangements - Amendments to Ind AS 7 and Ind AS 107

Amendments to Ind AS 7 Statement of Cash Flows and Ind AS 107 Financial Instruments: Disclosures clarify the characteristics of supplier finance arrangements and require additional disclosure of such arrangements. The disclosure requirements in the amendments are intended to assist users of financial statements in understanding the effects of supplier finance arrangements on an entity's liabilities, cash flows and exposure to liquidity risk.

The amendments will be effective for annual reporting periods beginning on or after April 01, 2025 and these amendments are not expected to have a material impact on the Company's financial statements.

(iv) International Tax Reform—Pillar Two Model Rules – Amendments to Ind AS 12

Amendments to Ind AS 12 Income Taxes in response to the OECD's BEPS Pillar Two rules include:

- A mandatory temporary exception to the recognition and disclosure of deferred taxes arising from the jurisdictional implementation of the Pillar Two model rules; and
- Disclosure requirements for affected entities to help users of the financial statements better understand an entity's exposure to Pillar Two income taxes arising from that legislation, particularly before its effective date.

The mandatory temporary exception – the use of which is required to be disclosed – applies immediately. The remaining disclosure requirements apply for annual reporting periods beginning on or after April 01, 2025, but not for any periods ending on or before March 31, 2026.

The amendments are not expected to have a material impact on the Company's financial statements.

Consequential amendments to other Ind ASs have also been made which are not expected to have any material impact on the Company's financial statements.

xxiv) Standards notified but not effective

The amendments to the standards that are notified by the Ministry of Corporate Affairs (MCA), but not yet effective, up to the date of issuance of the Company's financial statements are disclosed below. The Company will adopt these amendments to the standards, when they become effective.

(i) Amendments to Ind AS 1 - Classification of Liabilities as Current or Non-current and Non-current Liabilities with Covenants and Ind AS 10 Events after the Reporting Period

Ind AS 10 has been amended to remove the previous treatment under which a lender's post-reporting-date waiver—granted before the financial statements were approved for issue—of a breach of a material covenant in a long-term loan arrangement that occurred on or before the end of the reporting period, resulting in the liability becoming payable on demand at the reporting date, was regarded as an adjusting event.

For annual reporting periods beginning on or after April 01, 2026, any breach of a covenant—whether material or immaterial—occurring on or before the reporting date will, in accordance with Ind AS 1, require the related liability to be classified as current, unless the lender has granted a waiver of the breach on or before the reporting date and has agreed not to demand repayment for at least 12 months after the reporting date as a consequence of the breach. Such a waiver shall be treated as an adjusting event.

The amendments are effective for annual reporting periods beginning on or after April 01, 2026 retrospectively in accordance with Ind AS 8.

3 Significant accounting judgements, estimates and assumptions

The preparation of financial statements in conformity with Ind AS requires management to make judgments, estimates and assumptions, that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses at the date of these financial statements and the reported amounts of revenues and expenses for the years presented. Actual results may differ from these estimates. Estimates and underlying assumptions are reviewed at each Balance Sheet date. Revisions to accounting estimates are recognised in the period in which the estimate is revised and future periods affected.

Other disclosures relating to the Company's exposure to risks and uncertainties includes:

- Capital management (Refer Note 40)
- Financial risk management objectives and policies (Refer Note 44.1)
- Sensitivity analyses disclosures (Refer Notes 38.B.6 and 44.4(iv))

Judgements

In the process of applying the Company's accounting policies, management has made the following judgements, which have the most significant effect on the amounts recognised in the standalone financial statements:

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3 Significant accounting judgements, estimates and assumptions (continued)

Determination of lease terms

In determining the lease term, management considers all facts and circumstances that create an economic incentive to exercise an extension option, or not exercise a termination option. Extension options (or periods after termination options) are only included in the lease term if the lease is reasonably certain to be extended (or not terminated).

For leases of office premises, the following factors are normally the most relevant:

a) If there are significant penalties to terminate (or not extend), the Company is typically reasonably certain to extend (or not terminate).

b) If any leasehold improvements are expected to have a significant remaining value, the Company is typically reasonably certain to extend (or not terminate).

c) Otherwise, the Company considers other factors including historical lease durations and the costs and business disruption required to replace the leased asset.

Most extension options in office leases have been included in the lease liability, because the Company could not replace the assets without significant cost or business disruption.

The lease term is reassessed if an option is actually exercised (or not exercised) or the Company becomes obliged to exercise (or not exercise) it. The assessment of reasonable certainty is only revised if a significant event or a significant change in circumstances occurs, which affects this assessment, and that is within the control of the lessee.

Estimates and assumptions

The key assumptions concerning the future and other key sources of estimation uncertainty at the reporting date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year, are described below. The Company based its assumptions and estimates on parameters available when the standalone financial statements were prepared. Existing circumstances and assumptions about future developments, however, may change due to market changes or circumstances arising that are beyond the control of the Company. Such changes are reflected in the assumptions when they occur.

Useful lives of property, plant and equipment and intangible asset

The charge in respect of periodic depreciation is derived after determining an estimate of an asset's expected useful life and the expected residual value at the end of its life. The useful lives and residual values of the company's assets are determined by management at the time the asset is acquired and reviewed periodically, including at each financial year end. The lives are based on historical experience with similar assets as well as anticipation of future events which may impact their life, such as changes in technology, usage and other factors.

Provisions and contingent liabilities

The Company estimates the provisions that have present obligations as a result of past events and it is probable that outflow of resources will be required to settle the obligations. These provisions are reviewed at the end of each reporting period and are adjusted to reflect the current best estimates.

The Company uses judgement to disclose contingent liabilities. Contingent liabilities are disclosed when there is a possible obligation arising from past events, the existence of which 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 a present obligation that arises from past events where it is either not probable that an outflow of resources will be required to settle the obligation or a reliable estimate of the amount cannot be made. Contingent assets are neither recognised nor disclosed in the financial statements.

Provision for income tax and deferred tax assets

The Company uses estimates and judgements based on the relevant rulings in the areas of allocation of revenue, costs and allowances which is exercised while determining the provision for income tax. A deferred tax asset is recognised to the extent that it is probable that future taxable profit will be available against which the deductible temporary differences and tax losses can be utilised. Accordingly, the Company exercises its judgement to reassess the carrying amount of deferred tax assets at the end of each reporting period.

Defined benefit plans

The Company makes provision for defined benefit plans and compensated absences based on the actuarial valuation report issued by a certified actuary pursuant to Ind AS 19 – Employee benefits. The assumptions include attrition rate, salary escalation rate, discount rates and mortality rates.

Share based payments

Estimating fair value for share based payment requires determination of the most appropriate valuation model. The estimate also requires determination of the most appropriate inputs to the valuation model including the expected life of the option , volatility and dividend yield and making assumptions about them. The assumptions and models used for estimating fair value for share based payments transactions are discussed in Note 35.

Fair value of financial instruments

The fair value of financial instruments is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction in the principal (or most advantageous) market at the measurement date under current market conditions (i.e., an exit price) regardless of whether that price is directly observable or estimated using another valuation technique. When the fair values of financial assets and financial liabilities recorded in the balance sheet cannot be derived from active markets, they are determined using a variety of valuation techniques that include the use of valuation models. The inputs to these models are taken from observable markets where possible, but where this is not feasible, estimation is required in establishing fair values. Judgements and estimates include considerations of liquidity and model inputs related to items such as credit risk (both own and counterparty), funding value adjustments, correlation and volatility.

Incremental Borrowing rate

The Company cannot readily determine the interest rate implicit in the lease, therefore, it uses its incremental borrowing rate (IBR) to measure lease liabilities. Incremental borrowing rate is the rate of interest that the Company would have to pay to borrow over a similar term, and with a similar security, the funds necessary to obtain an asset of a similar value to the right-of-use asset in a similar economic environment.

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3 Significant accounting judgements, estimates and assumptions (continued)

Impairment of Non Financial assets

The Company assesses at each balance sheet date whether there is any indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Company estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or cash-generating unit's (CGU) fair value less costs of disposal and its value in use. The recoverable amount is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or Company's of assets. When the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

Effective interest rate ("EIR")

The Company's EIR methodology, recognises interest income / expense using a rate of return that represents the best estimate of a constant rate of return over the expected behavioural life of financial instruments and recognises the effect of characteristics of the product life cycle This estimation, by nature, requires an element of judgement regarding the expected behavioural and life-cycle of the instruments, as well expected changes fee income/expense that are integral parts of the instrument.

Expected credit Loss allowance on trade receivables and other financial assets

The loss allowances for trade and financial assets are based on assumptions about risk of default and expected loss rates. The Company uses judgement in making these assumptions and selecting the inputs to the impairment calculation, based on the Company's past history and existing market conditions as well as forward-looking estimates at the end of each reporting period.

Use of Going concern assumption

The Board of Directors have carried out a detailed review basis the market situation and assessed the business plans prepared by the management for the upcoming years. The business plan comprise the budgeted growth, profitability and revenue which is considering present situation, expected orders and actual performance of the Company. The Board of Directors considering the liquidity position and expected business projections do not foresee the Company not being in a position to fulfil its obligations for a foreseeable future of minimum 12 months from the date of these financial statements. Accordingly, the financial statements for the year ended March 31, 2026 have been prepared on a going concern basis.

All assumptions are reviewed by the management at the end of each reporting period.

Events after the reporting period

If the Company receives information after the reporting period, but prior to the date of approved for issue, about conditions that existed at the end of the reporting period, it will assess whether the information affects the amounts that it recognises in its standalone financial statements. The Company will adjust the amounts recognised in its financial statements to reflect any adjusting events after the reporting period and update the disclosures that relate to those conditions in light of the new information. For non-adjusting events after the reporting period, the Company will not change the amounts recognised in its standalone financial statements, but will disclose the nature of the non-adjusting event and an estimate of its financial effect, or a statement that such an estimate cannot be made, if applicable.

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4 **Property, plant and equipment (PPE)**

Particulars	Office equipment	Furniture and fixtures	Computers and servers	Leasehold improvements	Total
Cost as at April 01, 2024	**4.53**	**11.67**	**132.76**	**71.07**	**220.03**
Additions	0.03	-	0.33	6.65	7.01
Disposals	(0.17)	(0.88)	(42.96)	(26.87)	(70.88)
Cost as at March 31, 2025	**4.39**	**10.79**	**90.13**	**50.85**	**156.16**
Accumulated depreciation as at April 01, 2024	**1.39**	**1.12**	**89.55**	**38.12**	**130.18**
Depreciation	0.88	1.18	28.87	13.40	44.33
Accumulated depreciation on disposals	(0.16)	(0.25)	(39.78)	(24.50)	(64.69)
Accumulated depreciation as at March 31, 2025	**2.11**	**2.05**	**78.64**	**27.02**	**109.82**
Cost as at April 01, 2025	**4.39**	**10.79**	**90.13**	**50.85**	**156.16**
Additions	0.26	-	17.24	-	17.50
Disposals	-	-	(20.81)	-	(20.81)
Cost as at March 31, 2026	**4.65**	**10.79**	**86.56**	**50.85**	**152.85**
Accumulated depreciation as at April 01, 2025	**2.11**	**2.05**	**78.64**	**27.02**	**109.82**
Depreciation	0.90	1.12	12.44	9.79	24.25
Accumulated depreciation on disposals	-	-	(20.75)	-	(20.75)
Accumulated depreciation as at March 31, 2026	**3.01**	**3.17**	**70.33**	**36.81**	**113.32**
Net book value as at March 31, 2026	**1.64**	**7.62**	**16.23**	**14.04**	**39.53**
Net book value as at March 31, 2025	**2.28**	**8.74**	**11.49**	**23.83**	**46.34**

- The Company has not revalued its property, plant and equipment during the year ended March 31, 2026 and March 31, 2025.

5 Intangible assets

Particulars	Computer software	Customer Relationships*	Trademark*	Non-compete Fees*	Total
Cost as at April 01, 2024	**1.22**	**70.25**	**7.49**	**115.41**	**194.37**
Additions	-	-	-	-	-
Disposals	-	-	-	-	-
Cost as at March 31, 2025	**1.22**	**70.25**	**7.49**	**115.41**	**194.37**
Accumulated amortisation as at April 01, 2024	**1.22**	**36.53**	**1.87**	**28.82**	**68.44**
Impairment on non- current assets	-	-	-	-	-
Amortisation	-	33.72	1.50	86.59	121.81
Accumulated amortisation on disposals	-	-	-	-	-
Accumulated amortisation and impairment as at March 31, 2025	**1.22**	**70.25**	**3.37**	**115.41**	**190.25**
Cost as at April 01, 2025	**1.22**	**70.25**	**7.49**	**115.41**	**194.37**
Additions	-	-	-	-	-
Disposals	-	-	-	-	-
Cost as at March 31, 2026	**1.22**	**70.25**	**7.49**	**115.41**	**194.37**
Accumulated amortisation as at April 01, 2025	**1.22**	**70.25**	**3.37**	**115.41**	**190.25**
Impairment on non- current assets	-	-	-	-	-
Amortisation	-	-	1.50	-	1.50
Accumulated amortisation on disposals	-	-	-	-	-
Accumulated amortisation and impairment as at March 31, 2026	**1.22**	**70.25**	**4.87**	**115.41**	**191.75**
Net book value as at March 31, 2026	-	-	**2.62**	-	**2.62**
Net book value as at March 31, 2025	-	-	**4.12**	-	**4.12**

* Note :- Intangible assets acquired under Assets Transfer Agreement (Refer Note 37)

i) The Company has accounted for accelerated depreciation on customer relationships and non compete fees amounting to Nil for the year ended March 31, 2026 (refer note 37) (March 31, 2025 : INR 86 million)

ii) There are no restrictions over the Company's intangible assets nor are any intangible assets pledged as security for liability.

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6 **Right-of-use assets (Leasehold Building)**

Particulars	Amount
Cost as at April 01, 2024	**293.85**
Additions	38.19
Disposals	(98.34)
Cost as at March 31, 2025	**233.70**
Accumulated depreciation as at April 01, 2024	**129.69**
Depreciation	55.38
Accumulated depreciation on disposals	(88.39)
Accumulated depreciation as at March 31, 2025	**96.68**
Cost as at April 01, 2025	**233.70**
Additions	0.03
Disposals	-
Cost as at March 31, 2026	**233.73**
Accumulated depreciation as at April 01, 2025	**96.68**
Depreciation	52.67
Accumulated depreciation on disposals	-
Accumulated depreciation as at March 31, 2026	**149.35**
Net book value as at March 31, 2026	**84.38**
Net book value as at March 31, 2025	**137.02**

The lease agreements for immovable properties (office spaces) where the Company is the lessee are duly executed in favour of the Company and the Company has not revalued its Right-of-use assets (refer note 43)

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7 Investments

Particulars	As at March 31, 2026	As at March 31, 2025
Non current		
Investments in subsidiary (financial assets carried at amortised cost) (refer note (vi) below)		
Unquoted equity shares		
Face value INR 10 each in equity shares of Turtlemint Mutual Funds Distributors Private Limited (March 31, 2026 : 17,18,378 and March 31, 2025 : 17,18,378) (refer note (i) and (ii) below)	95.10	95.10
Face value INR 10 each in equity shares of Turtlemint Insurance Broking Services Private Limited (March 31, 2026 : 1,58,50,442 and March 31, 2025 : 1,54,27,241) (refer note (iii) & (v) below)	1,799.05	1,049.05
Deemed equity at cost on account of ESOP scheme (refer note (iv) below)	41.92	3.01
Aggregate value of unquoted investments	**1,936.07**	**1,147.16**
Total investments in subsidiary	**1,936.07**	**1,147.16**
Total Investments	**1,936.07**	**1,147.16**

Notes-

(i) On March 31, 2025, pursuant to a board resolution passed at the meeting held on March 28, 2025, the Company invested INR 90 million in Turtlemint Mutual Funds Distributors Private Limited. The investment involved the acquisition of an additional 1.21 million equity shares, each having a face value of INR 10 and issued at a premium of INR 64.48 per share.

(ii) This includes two equity shares held by nominees on behalf of the Company as at March 31, 2026 and March 31, 2025.

(iii) On May 08, 2024, the Company invested INR 1,049.05 million in Turtlemint Insurance Broking Services Private Limited, acquiring 15.427 million equity shares, each having a face value of INR 10 and issued at a premium of INR 58 per share. The investment was made pursuant to a board resolution passed at the Board Meeting held on March 13, 2024. This includes one equity share held by a nominee on behalf of the Company.

(iv) During the year, the Company has granted employee stock options to the employees of Turtlemint Insurance Broking Services Private Limited and Turtlemint Mutual Funds Distributors Private Limited. (Refer Note 35)

(v) Pursuant to a board resolution passed at the meeting held on May 06, 2025, the Company invested INR 750 million in Turtlemint Insurance Broking Services Private Limited. The investment involved the acquisition of an additional 0.42 million equity shares, each having a face value of INR 10 and issued at a premium of INR 1,762.21 per share.

(vi) All investments mentioned above are within India.

8 Other financial assets

Particulars	As at March 31, 2026	As at March 31, 2025
Non current		
Financial instruments at amortised cost		
Security Deposits		
- Leased premises	26.28	23.29
- Related party (refer note 41) (refer note (i))	-	6.68
Balances with banks in deposit accounts with remaining maturity of more than twelve months (including interest accrued of INR 0.28 millions (March 31, 2025: INR 0.09 millions)) (refer note (ii) and (iii))	2.96	2.78
Other deposits	0.72	0.58
	29.96	**33.33**

Notes-

(i) Company had provided interest free deposit of INR 10 million to Turtlemint Insurance Broking Services Private Limited till termination of the agreement. This deposit is terminated as it is repaid on August 29, 2025

(ii) Balances with banks in deposits includes deposits amounting to INR 2.37 millions in ICICI Bank Limited (March 31, 2025: INR 1.42 million) held as security against performance guarantee issued in favour of customers.

(iii) Fixed deposits with banks earns interest at fixed rates.

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9 Deferred tax assets (Net)

(a) Movement in Deferred tax Asset/Liability

Particulars	As at March 31, 2026	As at March 31, 2025
Deferred Tax Assets		
Business losses available for offsetting against future income	2,761.21	2,451.79
Unabsorbed depreciation	86.08	71.35
Property plant and equipment	31.85	36.70
Fair valuation of Security deposit	1.72	1.43
Fair valuation of Inter Company deposit	-	0.84
Employee benefits payables	18.63	14.87
Lease liabilities	26.62	39.73
Impairment losses on financial instruments	8.09	9.33
	2,934.20	**2,626.04**
Deferred Tax Liabilities		
Right of use asset	21.94	34.49
Prepaid expenses (Inter Company deposit)	-	0.60
	21.94	**35.09**
Net Deferred Tax Asset - Unrecognised*	**2,912.26**	**2,590.95**

* The deferred tax assets arising from deductible temporary differences and from carry forward of unused tax losses are not recognised considering that the Company has incurred losses.

(b) Expiry dates of unused tax losses

Financial Year	As at March 31, 2026	As at March 31, 2026 tax impact @ 26%	As at March 31, 2025	As at March 31, 2025 tax impact @ 26%
March 31, 2026	-	-	255.87	66.53
March 31, 2027	380.25	98.87	380.25	98.87
March 31, 2028	803.67	208.95	803.67	208.95
March 31, 2029	709.22	184.40	709.22	184.40
March 31, 2030	1,569.99	408.20	1,569.99	408.20
March 31, 2031	2,635.64	685.27	2,635.64	635.27
March 31, 2032	1,784.73	464.03	1,784.73	464.03
March 31, 2033	1,290.52	335.54	1,290.52	335.54
March 31, 2034	1,446.04	375.95	-	-
Total	**10,620.06**	**2,761.21**	**9,429.89**	**2,451.79**

Notes-
(i) The carry forward unabsorbed depreciation amounting to INR 331.06 million (March 31, 2025: INR 283.49 million) does not have an expiry as per the Income tax act, 1961.

(c) Reconciliation for Effective tax rate

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Accounting profit/(loss) before tax	**(2,083.34)**	**(1,542.02)**
At India's statutory income tax rate of 26% (March 31, 2025: 26%)	*	*
Non-deductible expenses for tax purposes:		
Tax on all non deductible items (net)	-	-
At the effective income tax rate of Nil (March 31, 2025: Nil)	-	-
Income tax expense reported in the statement of profit and loss	-	-

*Since there are losses in current year and previous years, hence tax is Nil.

10 Income tax assets (net)

Particulars	As at March 31, 2026	As at March 31, 2025
Income tax assets	85.41	58.15
	85.41	**58.15**

Note - Considering the Company has incurred tax losses, there is no provision for tax created as at March 31, 2026 and March 31, 2025.

11 Other non-current assets

Particulars	As at March 31, 2026	As at March 31, 2025
Prepaid expenses	0.63	2.08
	0.63	**2.08**

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12 Trade receivables

Particulars	As at March 31, 2026	As at March 31, 2025
From related parties (Refer Note 41)		
Trade receivables considered good- unsecured	300.96	397.14
From parties other than related parties		
Trade receivables considered good - unsecured	29.45	55.51
Trade receivables - credit impaired	28.14	37.08
	358.55	489.73
Less - Allowance for expected credit loss		
Trade receivables - credit impaired	(28.14)	(37.08)
Total trade receivables	330.41	452.65

Receivables with an unconditional right to consideration and no pending service obligation for which invoices are yet to be issued at the year end are presented as unbilled receivables.

Ageing of trade receivables

As at March 31, 2026

Particulars	Unbilled	Outstanding for following periods from the date of Invoice					Total
		Less than 6 months	6 months -1 year	1-2 Years	2-3 years	More than 3 years	
Undisputed Trade receivables-considered good	248.10	82.31	-	-	-	-	330.41
Undisputed Trade receivables- credit impaired	-	-	1.37	1.34	9.63	15.80	28.14
Total trade receivables	**248.10**	**82.31**	**1.37**	**1.34**	**9.63**	**15.80**	**358.55**

As at March 31, 2025

Particulars	Unbilled	Outstanding for following periods from the date of Invoice					Total
		Less than 6 months	6 months -1 year	1-2 Years	2-3 years	More than 3 years	
Undisputed Trade receivables-considered good	33.69	172.85	115.67	130.44	-	-	452.65
Undisputed Trade receivables- credit impaired	-	5.00	6.64	9.63	13.89	1.92	37.08
Total trade receivables	**33.69**	**177.85**	**122.31**	**140.07**	**13.89**	**1.92**	**489.73**

Notes:

1. There are no 'due' and 'disputed' trade receivables as at March 31, 2026 and March 31, 2025.
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 any trade or other receivable are due from firms or private companies respectively in which any director is a partner, a director or a member.
3. For terms and conditions relating to related party receivables, refer note 41.
4. Trade receivables are non- interest bearing.

13 Cash and cash equivalents

Particulars	As at March 31, 2026	As at March 31, 2025
Balances with banks		
- In current accounts	195.34	461.15
- Deposits with original maturity of less than 3 months (including accrued interest of INR 0.01 millions (March 31, 2025: INR 0.43 millions)) (refer note (i))	1.04	178.43
Cash in hand	0.01	0.02
	196.39	639.60

Note - (i) Fixed deposits with banks earns interest at fixed rates.

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14 Bank Balance other than cash and cash equivalents

Particulars	As at March 31, 2026	As at March 31, 2025
Deposits with original maturity more than 3 months but less than 12 months (including accrued interest of INR 2.81 millions (March 31, 2025: INR 8.92 millions)) (refer notes below)	455.71	910.29
	455.71	**910.29**

Notes-

(i) Includes deposits in banks held as lien by ICICI Bank Limited for overdraft facility taken by Turtlemint Insurance Broking Services Private Limited amounting to Nil. The said facility expired on August 25, 2025. (March 31, 2025 : INR 500 millions).

(ii) Includes deposits in banks held as lien by Kotak Mahindra Bank Limited as security against corporate credit cards issued to Key Management Personnel of the Company amounting to INR 1 million (March 31, 2025: Nil)

(iii) Fixed deposits with banks earns interest at fixed rates.

15 Loans

Particulars	As at March 31, 2026	As at March 31, 2025
Current		
Unsecured, considered good (carried at amortised cost)		
Loan given to wholly owned subsidiary including interest accrued (Refer notes 28 and 41)	-	65.71
	-	**65.71**

Notes -

a) The Company has sanctioned a loan of INR 70 millions to Turtlemint Mutual Funds Distributors Private Limited (TMF). From the aforesaid, TMF has availed loan of INR 53.58 millions as at March 31, 2025 (excluding interest accrued).

b) Interest rate is at 8% p.a payable on maturity of loan granted.

c) The principal amount thereon is repayable as follows :-

i) INR 10 millions (sanctioned in FY 21) - repayable within four years from the date of sanction as approved by Board of directors dated April 14, 2020.

ii) INR 60 millions (sanctioned in FY 22) - repayable within three years from the date of sanction as approved by Board of directors dated August 13, 2021.

d) The principal amount was payable as at March 31, 2025 as per the addendum dated December 23, 2024. Subsequently, the repayment term was extended to June 30, 2025.

e) The Loan has been repaid in entirety in two installments dated May 15, 2025 and May 22, 2025.

16 Other financial assets

Particulars	As at March 31, 2026	As at March 31, 2025
Current		
Financial instruments at amortised cost		
Related party receivables (Refer Note 41)		
To parties other than related parties	0.01	0.92
Security deposits		
Deposits with remaining maturity less than 12 months including corporate deposits (including interest accrued of INR 0.07 millions (March 31, 2025: INR 62.72 millions)) (refer notes below)	0.05 2.68	3.96 1,281.62
	2.74	**1,286.50**

Notes -

(i) Includes deposits in banks held as lien by Kotak Mahindra Bank Limited as security against corporate credit cards issued to Key Management Personnel of the Company amounting to INR 2.15 millions (March 31, 2025 : INR 3.15 millions).

(ii) Fixed deposits with banks earns interest at fixed rates.

17 Other current assets

Particulars	As at March 31, 2026	As at March 31, 2025
Unsecured, considered good		
Prepaid expenses (refer note (i))	214.93	10.92
Advance to vendors	12.49	17.99
Input tax credit receivable	137.59	49.24
Prepaid cards and wallet	2.66	1.88
Other advances	1.23	-
	368.90	**80.03**

Note -

(i) The amount as on March 31, 2026 includes IPO related expenses of INR 201.83 million as prepaid expenses. These expenses will be adjusted against security premium balance/ recoverable from selling shareholders in accordance with requirement of Companies Act, 2013 and applicable Ind AS (Refer Note 34).

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18 Equity share capital

Particulars	As at March 31, 2026	As at March 31, 2025
Authorised equity share capital		
400,000,000 (March 31, 2025: 610,000) Equity Shares of Face Value INR 1 each	400.00	0.61
	400.00	**0.61**
Issued, Subscribed, Paid-up equity		
53,389,005 (March 31, 2025: 104,228) Equity shares of INR 1 each fully paid-up	53.39	0.10
	53.39	**0.10**

18(a) Reconciliation of the number of equity shares outstanding at the beginning and at the end of the year

Particulars	Number of shares	Amount
As at April 01, 2024	**1,04,664**	**0.10**
Add: Exercise of stock options during the year ^	608	^
Less: Buyback during the year	(1,044)	^
As at March 31, 2025	**1,04,228**	**0.10**
As at April 01, 2025	**1,04,228**	**0.10**
Add: Conversion of CCPS during the year (i)	1,044	^
Add: Bonus issue (ii)	5,26,36,000	52.64
Add: Exercise of stock options during the year	6,47,733	0.65
As at March 31, 2026	**5,33,89,005**	**53.39**

^ Amount below the rounding off convention followed by the Company

(i) Pursuant to the Board resolution passed on June 16, 2025, the Board of Directors approved the allotment of 1,044 equity shares against conversion of 1,044 Compulsory Convertible preference Shares Series 1 (CCPS Series 1) in the ratio of 1:1 in accordance with the terms of Series 1 CCPS.

(ii) Pursuant to the Board resolution passed on July 12, 2025, the Board of Directors approved a bonus issue of 52,636,000 equity shares of INR 1 each, as permitted under Section 63 of the Companies Act, 2013. The bonus shares have been issued in the ratio of 500:1 to shareholders whose names appear in the register of members or beneficial owners' records as on July 12, 2025, with approval of shareholders as on July 17, 2025.

- Aggregate number of equity shares issued as bonus, shares issued for consideration other than cash during the period of five years immediately preceding the reporting date

Particulars	Number of Shares for the year ended				
	March 31, 2026	March 31, 2025	March 31, 2024	March 31, 2023	March 31, 2022
- Equity shares allotted as fully paid bonus shares by capitalization of Securities premium reserve	5,26,36,000	-	-	-	-

18(b) Rights, preferences and restrictions attached to equity shares

The Company has only one class of equity shares having par value of INR 1 per share. Each holder of equity shares is entitled to one vote per share. The Company declares and pays dividends in Indian rupees. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting.

In the event of liquidation of the Company, the 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.

18(c) Details of shares held by shareholders holding more than 5% of the aggregate equity shares in the Company

Name of the Shareholder	As at March 31, 2026		As at March 31, 2025	
	Number of shares	% of Holding	Number of shares	% of Holding
Equity shares (face value of INR 1)				
Mr. Dhirendra Mahyavanshi	2,21,09,133	41.41%	42,793	41.06%
Mr. Anand Prabhudesai	2,11,23,045	39.56%	41,749	40.06%
Mr. Kunal Shah	36,63,837	6.86%	7,681	7.36%
Jungle Ventures III Investment Holding Pte Ltd	24,82,044	4.65%	5,292	5.07%

18(d) Shares held by promoters at the end of the year

As at March 31, 2026

Promoter name	No. of shares at the beginning of the year	Change during the year	No. of shares at the end of the year	% of Total Shares	% Change during the year
Equity shares of INR 1 each fully paid					
Mr. Dhirendra Mahyavanshi	42,793	2,20,66,340	2,21,09,133	41.41%	0.35%
Mr. Anand Prabhudesai	41,749	2,10,81,296	2,11,23,045	39.56%	(0.49)%

As at March 31, 2025

Promoter name	No. of shares at the beginning of the year	Change during the year	No. of shares at the end of the year	% of Total Shares	% Change during the year
Equity shares of INR 1 each fully paid					
Mr. Dhirendra Mahyavanshi	42,793	-	42,793	41.06%	0.07%
Mr. Anand Prabhudesai	42,793	(1,044)	41,749	40.06%	(0.93)%

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19 Instruments entirely equity in nature

Compulsorily convertible preference shares (CCPS)

Particulars	As at March 31, 2026	As at March 31, 2025
Authorised Share Capital		
6,616 (March 31, 2025 : 6,616) Compulsory convertible preference shares of face value INR 1 each	0.01	0.01
56,204 (March 31, 2025 : 56,204) Compulsory convertible preference shares of face value INR 10 each	0.56	0.56
88,242 (March 31, 2025 : 88,242) Compulsory convertible preference shares of face value INR 110 each	9.71	9.71
320,001 (March 31, 2025 : 320,001) Compulsory convertible preference shares of face value INR 20 each	6.40	6.40
Total authorised capital	**16.68**	**16.68**
Issued and Subscribed Share Capital		
5,572 (March 31, 2025 : 6,616) Compulsory convertible preference shares of face value INR 1 each	0.01	0.01
56,204 (March 31, 2025 : 56,204) Compulsory convertible preference shares of face value INR 10 each	0.56	0.56
88,242 (March 31, 2025 : 88,242) Compulsory convertible preference shares of face value INR 110 each	9.71	9.71
273,111 (March 31, 2025 : 273,111) Compulsorily Convertible Preference Shares of face Value INR 20 each	5.46	5.46
Total issued and subscribed capital	**15.74**	**15.74**
Paid-up Share Capital		
5,572 (March 31, 2025 : 6,616) Compulsory convertible preference shares of face value INR 1 each	0.01	0.01
56,204 (March 31, 2025 : 56,204) Compulsory convertible preference shares of face value INR 10 each	0.56	0.56
88,242 (March 31, 2025 : 88,242) Compulsory convertible preference shares of face value INR 110 each	9.71	9.71
273,111 (March 31, 2025 : 272,252) Compulsorily convertible preference shares of face Value INR 20 each	5.46	5.45
(March 31, 2025 : 859) Compulsorily convertible preference shares of face Value INR 20 each (partly paid up to INR 1 each) ^	-	^
Total paid-up share capital	**15.74**	**15.73**

^ Amount below the rounding off convention followed by the Company.

19(a) Reconciliation of the number of Compulsorily convertible preference shares outstanding at the beginning and at the end of the year

0.001% Compulsorily convertible preference shares (face value of INR 1 each) (Seed Round CCPS)	No. of Shares	Amount
As at April 01, 2023	5,572	0.01
Add: Shares paid up during the year	-	-
As at March 31, 2025	5,572	0.01
Add: Shares paid up during the year	-	-
As at March 31, 2026	5,572	0.01

0.001% Compulsorily convertible preference shares (face value of INR 10 each) (Series A CCPS)	No. of Shares	Amount
As at April 01, 2024	56,204	0.56
Add: Shares paid up during the year	-	-
As at March 31, 2025	56,204	0.56
Add: Shares paid up during the year	-	-
As at March 31, 2026	56,204	0.56

0.001% Compulsorily convertible preference shares (face value of INR 110 each) (Series B CCPS)	No. of Shares	Amount
As at April 01, 2024	88,242	9.71
Add: Shares paid up during the year	-	-
As at March 31, 2025	88,242	9.71
Add: Shares paid up during the year	-	-
As at March 31, 2026	88,242	9.71

0.001% Compulsorily convertible preference shares (face value of INR 20 each) (Series C CCPS)	No. of Shares	Amount
As at April 01, 2024	88,660	1.77
Add: Shares paid up during the year	-	-
As at March 31, 2025	88,660	1.77
Add: Shares paid up during the year	-	-
As at March 31, 2026	88,660	1.77

0.01% Compulsorily convertible preference shares (face value of INR 20 each) (Series C1 CCPS)	No. of Shares	Amount
As at April 01, 2023 ^	859	^
Add: Shares paid up during the year	-	-
As at March 31, 2025 ^	859	^
Add: Shares paid up during the year	-	0.02
As at March 31, 2026	859	0.02

^ *Amount below the rounding off convention followed by the Company.*

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19(a) Instruments entirely equity in nature (continued)

0.001% Compulsorily convertible preference shares (face value of INR 20 each) (Series C2 CCPS)	No. of Shares	Amount
As at April 01, 2024	7,038	0.14
Add: Shares paid up during the year	-	-
As at March 31, 2025	7,038	0.14
Add: Shares paid up during the year	-	-
As at March 31, 2026	7,038	0.14

0.001% Compulsorily convertible preference shares (face value of INR 20 each) (Series D CCPS)	No. of Shares	Amount
As at April 01, 2024	42,963	0.86
Add: Shares paid up during the year	-	-
As at March 31, 2025	42,963	0.86
Add: Shares paid up during the year	-	-
As at March 31, 2026	42,963	0.86

0.001% Compulsorily convertible preference shares (face value of INR 20 each) (Series D1 CCPS)	No. of Shares	Amount
As at April 01, 2024	26,265	0.53
Add: Shares paid up during the year	-	-
As at March 31, 2025	26,265	0.53
Add: Shares paid up during the year	-	-
As at March 31, 2026	26,265	0.53

0.001% Compulsorily convertible preference shares (face value of INR 20 each) (Series D2 CCPS)	No. of Shares	Amount
As at April 01, 2024	29,074	0.58
Add: Shares paid up during the year	-	-
As at March 31, 2025	29,074	0.58
Add: Shares paid up during the year	-	-
As at March 31, 2026	29,074	0.58

0.001% Compulsorily convertible preference shares (face value of INR 20 each) (Series E CCPS)	No. of Shares	Amount
As at April 01, 2024	78,252	1.57
Add: Shares paid up during the year	-	-
As at March 31, 2025	78,252	1.57
Add: Shares paid up during the year	-	-
As at March 31, 2026	78,252	1.57

0.001% Compulsorily convertible preference shares (face value of INR 1 each) (Series 1 CCPS)	No. of Shares	Amount
As at April 01, 2024	-	-
Add: Shares paid up during the year	1,044	^
As at March 31, 2025	1,044	^
Add: Shares paid up during the year	-	-
Less: Conversion into equity shares during the year	(1,044)	^
As at March 31, 2026	-	-

^ Amount below the rounding off convention followed by the Company.

19(b) The Board of Directors of the Company at its meeting held on July 12, 2025 and Shareholders of the Company in their extraordinary general meeting held on July 17, 2025, approved a bonus issue of 500 equity shares for every equity share held by the equity shareholders of the Company as of July 12, 2025. Accordingly, the Board of Directors of the Company has, pursuant to the resolution dated July 21, 2025, made an allotment of 52,636,000 bonus equity shares of INR 1/- each to its equity shareholders utilising securities premium account balance.

Consequent to the bonus issue to the equity shareholders, the Board of Directors at its meeting held on August 12, 2025 and Shareholders of the Company in their extraordinary general meeting held on August 14, 2025, approved to adjust the conversion ratio of Seed Round CCPS, Series A CCPS, Series B CCPS, Series C CCPS, Series C1 CCPS, Series C2 CCPS, Series D CCPS, Series D1 CCPS, Series D2 CCPS and Series E CCPS to give an impact of the bonus issue referred above. Furthermore, the shareholders of the Company entered into the first amendment to the Series E amended and restated shareholders' agreement wherein the conversion ratio were agreed to be modified and adjusted downwards to 477:1 on the filing of the Pre-filled draft Red Herring Prospectus (PDRHP) for Seed Round CCPS, Series A CCPS, Series B CCPS, Series C CCPS, Series D CCPS, Series D1 CCPS, Series D2 CCPS and Series E CCPS, 641:1 for Series C1 CCPS and 527:1 for Series C2 CCPS. (Also refer note 50 for further change in conversion ratio).

19(c) Rights, preferences and restrictions attached to shares

Rights and restrictions attached to 0.001% Compulsorily convertible preference shares (face value of INR 1 each) (Seed Round CCPS)

Each shareholder shall be entitled to receive a dividend at the rate of 0.001% per annum, on each series of CCPS held by such holder, payable when, as and if declared by the Board of Directors as applicable on each share held which shall be cumulative. These shareholders are entitled at their option (exercisable at their sole discretion) to convert all or any part of their shares into equity shares at any time prior to the expiry of 20 years from the date of their issue. The Company shall mandatorily convert each Series of CCPS into Equity shares upon the date that is 20 years after the date on which such series were first issued by the Company at a conversion ratio of 477:1 (conversion of 1 CCPS into 477 equity shares). These shareholders shall carry the same voting rights as attached to equity shares of the Company on an as-if-converted basis and be entitled to vote with equity shares on all matters except as otherwise required by law. In the event of liquidation, these shareholders shall be entitled to receive, prior to and in preference to distribution of any assets/ surplus funds of the Company to any class of shareholders, their investment amount and all declared but unpaid dividends or a pro-rated proceed of sale in the event of conversion to equity shares.

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19(c) Rights, preferences and restrictions attached to shares (continued)

Rights and restrictions attached to 0.001% Compulsorily convertible preference shares (face value of INR 10 each) (Series A CCPS)
Each shareholder shall be entitled to receive a dividend at the rate of 0.001% per annum, on each series of CCPS held by such holder, payable when, as and if declared by the Board of Directors as applicable on each share held which shall be cumulative. These shareholders are entitled at their option (exercisable at their sole discretion) to convert all or any part of their shares into equity shares at any time prior to the expiry of 20 years from the date of their issue at the Conversion of 477:1 (conversion of 1 CCPS into 477 equity shares). These shareholders shall carry the same voting rights as attached to equity shares of the Company on an as-if-converted basis and be entitled to vote with equity shares on all matters except as otherwise required by law. In the event of liquidation, these shareholders shall be entitled to receive, prior to and in preference to distribution of any assets/ surplus funds of the Company to any class of shareholders, their investment amount and all declared but unpaid dividends.

Rights and restrictions attached to 0.001% Compulsorily convertible preference shares (face value of INR 110 each) (Series B CCPS)
Each shareholder shall be entitled to receive a dividend at the rate of 0.001% per annum, on each series of CCPS held by such holder, payable when, as and if declared by the Board of Directors as applicable on each share held which shall be cumulative. These shareholders are entitled at their option (exercisable at their sole discretion) to convert all or any part of their shares into equity shares at any time prior to the expiry of 20 years from the date of their issue. The Company shall mandatorily convert each Series of CCPS into Equity shares upon the date that is 20 years after the date on which such series were first issued by the Company at a conversion ratio of 477:1 (conversion of 1 CCPS into 477 equity shares). These shareholders shall carry the same voting rights as attached to equity shares of the Company on an as-if-converted basis and be entitled to vote with equity shares on all matters except as otherwise required by law. In the event of liquidation, these shareholders shall be entitled to receive, prior to and in preference to distribution of any assets/ surplus funds of the Company to any class of shareholders, their investment amount and all declared but unpaid dividends.

Rights and restrictions attached to 0.001% Compulsorily convertible preference shares (face value of INR 20 each) (Series C CCPS)
Each shareholder shall be entitled to receive a dividend at the rate of 0.001% per annum, on each series of CCPS held by such holder, payable when, as and if declared by the Board of Directors as applicable on each share held which shall be cumulative. These shareholders are entitled at their option (exercisable at their sole discretion) to convert all or any part of their shares into equity shares at any time prior to the expiry of 20 years from the date of their issue. The Company shall mandatorily convert each Series of CCPS into Equity shares upon the date that is 20 years after the date on which such series were first issued by the Company at a conversion ratio of 477:1 (conversion of 1 CCPS into 477 equity shares). These shareholders shall carry the same voting rights as attached to equity shares of the Company on an as-if-converted basis and be entitled to vote with equity shares on all matters except as otherwise required by law. In the event of liquidation, these shareholders shall be entitled to receive, prior to and in preference to distribution of any assets/ surplus funds of the Company to any class of shareholders, their investment amount and all declared but unpaid dividends.

Rights and restrictions attached to 0.01% Compulsorily convertible preference shares (face value of INR 20 each) (Series C1 CCPS)
Each shareholder shall be entitled to receive a dividend at the rate of 6.01% per annum, on each series of CCPS held by such holder, payable when, as and if declared by the Board of Directors as applicable on each share held which shall be cumulative. The Company shall mandatorily convert each Series of CCPS into Equity shares upon the date that is 19 years after the date on which such series were first issued by the Company at a conversion ratio of 641:1 (conversion of 1 CCPS into 641 equity shares). These shareholders are entitled at their option (exercisable at their sole discretion) to convert all or any part of their shares into equity shares at any time prior to the expiry of 19 years from the date of their issue. These shareholders shall carry the same voting rights as attached to equity shares of the Company on an as-if-converted basis and be entitled to vote with equity shares on all matters except as otherwise required by law. In the event of liquidation, these shareholders shall be entitled to receive, prior to and in preference to distribution of any assets/ surplus funds of the Company to any class of shareholders, their investment amount and all declared but unpaid dividends.

Rights and restrictions attached to 0.001% Compulsorily convertible preference shares (face value of INR 20 each) (Series C2 CCPS)
Each shareholder shall be entitled to receive a dividend at the rate of 0.001% per annum, on each series of CCPS held by such holder, payable when, as and if declared by the Board of Directors as applicable on each share held which shall be cumulative. These shareholders are entitled at their option (exercisable at their sole discretion) to convert all or any part of their shares into equity shares at any time prior to the expiry of 20 years from the date of their issue. The Company shall mandatorily convert each Series of CCPS into Equity shares upon the date that is 20 years after the date on which such series were first issued by the Company at a conversion ratio of 527:1 (conversion of 1 CCPS into 527 equity shares). These shareholders shall carry the same voting rights as attached to equity shares of the Company on an as-if-converted basis and be entitled to vote with equity shares on all matters except as otherwise required by law. In the event of liquidation, these shareholders shall be entitled to receive, prior to and in preference to distribution of any assets/ surplus funds of the Company to any class of shareholders, their investment amount and all declared but unpaid dividends.

Rights and restrictions attached to 0.001% Compulsorily convertible preference shares (face value of INR 20 each) (Series D CCPS)
Each shareholder shall be entitled to receive a dividend at the rate of 0.001% per annum, on each series of CCPS held by such holder, payable when, as and if declared by the Board of Directors as applicable on each share held which shall be cumulative. These shareholders are entitled at their option (exercisable at their sole discretion) to convert all or any part of their shares into equity shares at any time prior to the expiry of 20 years from the date of their issue. The Company shall mandatorily convert each Series of CCPS into Equity shares upon the date that is 20 years after the date on which such series were first issued by the Company at a conversion ratio of 477:1 (conversion of 1 CCPS into 477 equity shares). These shareholders shall carry the same voting rights as attached to equity shares of the Company on an as-if-converted basis and be entitled to vote with equity shares on all matters except as otherwise required by law. In the event of liquidation, these shareholders shall be entitled to receive, prior to and in preference to distribution of any assets/ surplus funds of the Company to any class of shareholders, their investment amount and all declared but unpaid dividends.

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19(c) Rights, preferences and restrictions attached to shares (continued)

Rights and restrictions attached to 0.001% Compulsorily convertible preference shares (face value of INR 20 each) (Series D1 CCPS)
Each shareholder shall be entitled to receive a dividend at the rate of 0.001% per annum, on each series of CCPS held by such holder, payable when, as and if declared by the Board of Directors as applicable on each share held which shall be cumulative. These shareholders are entitled at their option (exercisable at their sole discretion) to convert all or any part of their shares into equity shares at any time prior to the expiry of 20 years from the date of their issue. The Company shall mandatorily convert each Series of CCPS into Equity shares upon the date that is 20 years after the date on which such series were first issued by the Company at a conversion ratio of 477:1 (conversion of 1 CCPS into 477 equity shares). These shareholders shall carry the same voting rights as attached to equity shares of the Company on an as-if-converted basis and be entitled to vote with equity shares on all matters except as otherwise required by law. In the event of liquidation, these shareholders shall be entitled to receive, prior to and in preference to distribution of any assets/ surplus funds of the Company to any class of shareholders, their investment amount and all declared but unpaid dividends.

Rights and restrictions attached to 0.001% Compulsorily convertible preference shares (face value of INR 20 each) (Series D2 CCPS)
Each shareholder shall be entitled to receive a dividend at the rate of 0.001% per annum, on each series of CCPS held by such holder, payable when, as and if declared by the Board of Directors as applicable on each share held which shall be cumulative. These shareholders are entitled at their option (exercisable at their sole discretion) to convert all or any part of their shares into equity shares at any time prior to the expiry of 20 years from the date of their issue. The Company shall mandatorily convert each Series of CCPS into Equity shares upon the date that is 20 years after the date on which such series were first issued by the Company at a conversion ratio of 477:1 (conversion of 1 CCPS into 477 equity shares). These shareholders shall carry the same voting rights as attached to equity shares of the Company on an as-if-converted basis and be entitled to vote with equity shares on all matters except as otherwise required by law. In the event of liquidation, these shareholders shall be entitled to receive, prior to and in preference to distribution of any assets/ surplus funds of the Company to any class of shareholders, their investment amount and all declared but unpaid dividends.

Rights and restrictions attached to 0.001% Compulsorily convertible preference shares (face value of INR 20 each) (Series E CCPS)
Each shareholder shall be entitled to receive a dividend at the rate of 0.001% per annum, on each series of CCPS held by such holder, payable when, as and if declared by the Board of Directors as applicable on each share held which shall be cumulative. These shareholders are entitled at their option (exercisable at their sole discretion) to convert all or any part of their shares into equity shares at any time prior to the expiry of 20 years from the date of their issue. The Company shall mandatorily convert each Series of CCPS into Equity shares upon the date that is 20 years after the date on which such series were first issued by the Company at a conversion ratio of 477:1 (conversion of 1 CCPS into 477 equity shares). These shareholders shall carry the same voting rights as attached to equity shares of the Company on an as-if-converted basis and be entitled to vote with equity shares on all matters except as otherwise required by law. In the event of liquidation, these shareholders shall be entitled to receive, prior to and in preference to distribution of any assets/ surplus funds of the Company to any class of shareholders, their investment amount and all declared but unpaid dividends.

Rights and restrictions attached to 0.001% Compulsorily convertible preference shares (face value of INR 1 each) (Series 1 CCPS)
Each shareholder shall be entitled to receive a dividend at the rate of 0.001% per annum, on each series of CCPS held by such holder, payable when, as and if declared by the Board of Directors as applicable on each share held which shall be cumulative. These shareholders are entitled at their option (exercisable at their sole discretion) to convert all or any part of their shares into equity shares 477 (four hundred seventy seven) day prior to the expiry of 7 (seven) months from the date of allotment (Series 1 Conversion Date) of the same subject to the adjustments contemplated herein, or such earlier date as may be required by the holder of Series 1 CCPS and/or the Company. The shareholder shall carry the same voting rights as attached to equity shares of the Company on an as-if-converted basis and be entitled to vote with equity shares on all matters except as otherwise required by law. In the event of liquidation, these shareholders shall be entitled to receive, prior to and in preference to distribution of any assets/ surplus funds of the Company to any class of shareholders, their investment amount and all declared but unpaid dividends or a pro-rated proceed of sale in the event of conversion to equity shares.

19(d) CCPS reserved for issue under contracts:

0.001% Compulsorily convertible preference shares (face value of INR 1 each) (Seed Round CCPS)
Preference shares will be converted into fixed number of equity shares on a 477:1 (conversion of 1 CCPS into 477 equity shares) basis. (Refer to note 19(c), on rights, preferences and restrictions attached to preference shares and 19(b) for conversion ratio).

0.001% Compulsorily convertible preference shares (face value of INR 10 each) (Series A CCPS)
Preference shares will be converted into fixed number of equity shares on a 477:1 (conversion of 1 CCPS into 477 equity shares) basis. (Refer to note 19(c), on rights, preferences and restrictions attached to preference shares and 19(b) for conversion ratio).

0.001% Compulsorily convertible preference shares (face value of INR 110 each) (Series B CCPS)
Preference shares will be converted into fixed number of equity shares on a 477:1 (conversion of 1 CCPS into 477 equity shares) basis. (Refer to note 19(c), on rights, preferences and restrictions attached to preference shares and 19(b) for conversion ratio).

0.001% Compulsorily convertible preference shares (face value of INR 20 each) (Series C CCPS)
Preference shares will be converted into fixed number of equity shares on a 477:1 (conversion of 1 CCPS into 477 equity shares) basis. (Refer to note 19(c), on rights, preferences and restrictions attached to preference shares and 19(b) for conversion ratio).

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19(d) CCPS reserved for issue under contracts: (continued)

0.01% Compulsorily convertible preference shares (face value of INR 20 each) (Series C1 CCPS)
Preference shares will be converted into fixed number of equity shares on a 641:1 (conversion of 1 CCPS into 641 equity shares) basis. (Refer to note 19(c), on rights, preferences and restrictions attached to preference shares and 19(b) for conversion ratio).

0.001% Compulsorily convertible preference shares (face value of INR 20 each) (Series C2 CCPS)
Preference shares will be converted into fixed number of equity shares on a 527:1 (conversion of 1 CCPS into 527 equity shares) basis. (Refer to note 19(c), on rights, preferences and restrictions attached to preference shares and 19(b) for conversion ratio).

0.001% Compulsorily convertible preference shares (face value of INR 20 each) (Series D CCPS)
Preference shares will be converted into fixed number of equity shares on a 477:1 (conversion of 1 CCPS into 477 equity shares) basis. (Refer to note 19(c), on rights, preferences and restrictions attached to preference shares and 19(b) for conversion ratio).

0.001% Compulsorily convertible preference shares (face value of INR 20 each) (Series D1 CCPS)
Preference shares will be converted into fixed number of equity shares on a 477:1 (conversion of 1 CCPS into 477 equity shares) basis. (Refer to note 19(c), on rights, preferences and restrictions attached to preference shares and 19(b) for conversion ratio).

0.001% Compulsorily convertible preference shares (face value of INR 20 each) (Series D2 CCPS)
Preference shares will be converted into fixed number of equity shares on a 477:1 (conversion of 1 CCPS into 477 equity shares) basis. (Refer to note 19(c), on rights, preferences and restrictions attached to preference shares and 19(b) for conversion ratio).

0.001% Compulsorily convertible preference shares (face value of INR 20 each) (Series E CCPS)
Preference shares will be converted into fixed number of equity shares on a 477:1 (conversion of 1 CCPS into 477 equity shares) basis. (Refer to note 19(c), on rights, preferences and restrictions attached to preference shares and 19(b) for conversion ratio).

0.001% Compulsorily convertible preference shares (face value of INR 1 each) (Series 1 CCPS)
Preference shares will be converted into fixed number of equity shares on a 477:1 (conversion of 1 CCPS into 477 equity shares) basis. (Refer to note 19(c), on rights, preferences and restrictions attached to preference shares and 19(b) for conversion ratio).

19(e) Pursuant to the first amendment to the Series E amended and restated shareholders' agreement, the Company via board resolution dated May 28, 2026, approved the Draft DRHP-II filing resulting in further change in the conversion ratio for the CCPS. Consequently, the changed ratio is 463:1 for Seed Round CCPS, Series A CCPS, Series B CCPS, Series C CCPS, Series D CCPS, Series D1 CCPS, Series D2 CCPS and Series E CCPS, 622.5437:1 for Series C1 CCPS and 511.5499:1 for Series C2 CCPS. (Refer note 50)

19(f) Details of CCPS held by shareholders holding more than 5% of the aggregate CCPS in the Company

Name of the Shareholder	As at March 31, 2026		As at March 31, 2025	
	Number of CCPS	% of Holding	Number of CCPS	% of Holding
0.001% Cumulative Compulsorily convertible preference shares (face value INR 1 per share) (Seed Round CCPS)				
Vistra ITCL (India) Limited - Trustee - Blume Ventures Fund 1X	5,572	100.00%	5,572	100.00%
0.001% Compulsorily convertible preference shares (face value INR 10 per share) (Series A CCPS)				
Vistra ITCL (India) Limited - Trustee - Blume Ventures Fund 1X	8,354	14.86%	8,354	14.86%
Nexus Ventures IV, LTD.	47,850	85.14%	47,850	85.14%
0.001% Cumulative Compulsorily convertible preference shares (face value INR 110 per share) (Series B CCPS)				
Peak XV Partners Investments V	59,971	67.96%	59,971	67.96%
Nexus Ventures IV, LTD.	22,563	25.57%	22,563	25.57%
Humming Bird Investment Holding SPV	4,962	5.62%	4,962	5.62%
0.001% Cumulative Compulsorily convertible preference shares (face value INR 20 per share) (Series C CCPS)				
Peak XV Partners Investments V	44,335	50.01%	44,335	50.01%
Nexus Ventures IV, LTD.	38,506	43.43%	38,506	43.43%
Catalyst Trusteeship Limited - Trustee Blume Ventures (Opportunities) Fund IIA	5,819	6.56%	5,819	6.56%
0.01% Cumulative Compulsorily convertible preference shares (face value INR 20 per share) (Series C1 CCPS)				
Trifecta Venture Debt Fund - II	859	100.00%	859	100.00%

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19(f) Details of CCPS held by shareholders holding more than 5% of the aggregate CCPS in the Company (continued)

Name of the Shareholder	As at March 31, 2026		As at March 31, 2025	
	Number of CCPS	% of Holding	Number of CCPS	% of Holding
0.001% Cumulative Compulsorily convertible preference shares (face value INR 20 per share) (Series C2 CCPS)				
Nexus Ventures IV, LTD.	2,346	33.33%	2,346	33.33%
Catalyst Trusteeship Limited -Trustee Blume Ventures (Opportunities) Fund IIA	2,346	33.33%	2,346	33.33%
Peak XV Partners Investments V	2,346	33.33%	2,346	33.33%
0.001% Cumulative Compulsorily convertible preference shares (face value INR 20 per share) (Series D CCPS)				
Nexus Ventures IV, Ltd	7,149	16.64%	7,149	16.64%
Peak XV Partners Investments V	7,149	16.64%	7,149	16.64%
AMFAM VC FUND III, LP	12,989	30.23%	12,989	30.23%
MassMutual Ventures US II LLC	10,389	24.18%	10,389	24.18%
Dream Incubator Inc.	2,600	6.05%	2,600	6.05%
0.001% Cumulative Compulsorily convertible preference shares (face value INR 20 per share) (Series D1 CCPS)				
GGV VII INVESTMENTS PTE. LTD	14,846	56.52%	14,846	56.52%
SIG Global India Fund I, LLP	9,893	37.67%	9,893	37.67%
0.001% Cumulative Compulsorily convertible preference shares (face value INR 20 per share) (Series D2 CCPS)				
Jungle Ventures III Investment Holding Pte Ltd	17,655	60.72%	17,655	60.72%
SIG Global India Fund I, LLP	4,527	15.57%	4,527	15.57%
JV3-ONE, L.P.	2,943	10.12%	2,943	10.12%
JV-HPC SPV Singapore Pte Ltd	1,766	6.07%	1,766	6.07%
0.001% Cumulative Compulsorily convertible preference shares (face value INR 20 per share) (Series E CCPS)				
Amansa Investments Limited	19,483	24.90%	19,483	24.90%
Nexus Ventures VI Holdings, LLC	12,989	16.60%	12,989	16.60%
Terrapin Lux SCSP	9,742	12.45%	9,742	12.45%
MW XO Digital Finance Fund Holdco Ltd	9,742	12.45%	9,742	12.45%
SIG Global India Fund I, LLP	6,494	8.30%	6,494	8.30%
Jungle Ventures IV VCC acting for the purposes of its sub-fund Jungle Ventures IV Investment Holding Fund	4,546	5.81%	4,546	5.81%
Jungle Ventures IV VCC acting for the purposes of its sub-fund JV 37 Holding Fund	4,008	5.12%	4,008	5.12%
0.001% Cumulative Compulsorily convertible preference shares (face value INR 1 per share) (Series 1 CCPS)				
Mr. Dhirendra Mahyavanshi	-	-	1,044	100%

19(g) CCPS held by promoters at the end of the year

As at March 31, 2026

Promoter name	No. of CCPS at the beginning of the year	Change during the year	No. of CCPS at the end of the year	% of Total CCPS	% Change during the year
CCPS of INR 1 each fully paid					
Mr. Dhirendra Mahyavanshi	1,044	(1,044)	-	-	(100)%

As at March 31, 2025

Promoter name	No. of CCPS at the beginning of the year	Change during the year	No. of CCPS at the end of the year	% of Total CCPS	% Change during the year
CCPS of INR 1 each fully paid					
Mr. Dhirendra Mahyavanshi	-	1,044	1,044	0.25%	100%

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20 Other equity

Particulars	As at March 31, 2026	As at March 31, 2025
Share Application Money Pending Allotment	0.73	-
Securities Premium	14,395.42	14,371.17
General Reserve	49.09	43.13
Retained Earnings	(11,993.38)	(10,431.93)
Share based payment reserve	555.62	362.66
Capital Redemption Reserve	^	^
	3,007.48	**4,345.03**

(a) Share Application Money Pending Allotment

At the beginning of the year	-	-
Add: received during the year	0.73	-
At the end of the year	**0.73**	**-**

(b) Securities premium

At the beginning of the year	14,371.17	14,263.74
Add : Premium on 859 partly paid-up Series C1 Compulsorily Convertible Preference Shares	29.97	83.52
Add: Transfer from Share Based Payment Reserve on exercise of stock options by employees pursuant to ESOP scheme	50.72	23.91
Less: Bonus issue	(52.64)	-
Less: Transfer to Capital Redemption Reserve on buy back of equity shares	-	^
Less : Share Issue Expenses	(3.80)	-
At the end of the year	**14,395.42**	**14,371.17**

(c) General Reserve

At the beginning of the year	43.13	24.33
Add : Transfer from Share Based Payment Reserve on account of cancellations	5.96	18.80
At the end of the year	**49.09**	**43.13**

(d) Retained Earnings

At the beginning of the year	(10,431.93)	(8,886.72)
Add: Loss for the year	(2,083.34)	(1,542.02)
Add: Other comprehensive income/(loss) for the year	(3.29)	(3.19)
Less: Transfer of Financial Instruments related expenses in exceptional items to retained earnings	525.18	-
At the end of the year	**(11,993.38)**	**(10,431.93)**

(e) Share Based Payment Reserve

At the beginning of the year	362.66	287.77
Add : Recognition of Share based payments to employees of the Company	210.73	114.59
Add : Recognition of Share based payments to employees of the Subsidiary Company	38.91	3.01
Less: Transfer to Securities Premium on exercise of stock options by employees pursuant to ESOP scheme	(50.72)	(23.91)
Less: Transfer to General Reserve on account of cancellations	(5.96)	(18.80)
At the end of the year	**555.62**	**362.66**

(f) Capital Redemption Reserve

At the beginning of the year	^	-
Add: Transfer from Securities Premium on buy back of equity shares	-	^
At the end of the year	**^**	**^**

(g) Reconciliation of accumulated Re-measurement gains/ (losses) on defined benefit plans included in Retained Earnings is as follows:

Re-measurement gains/ (losses) on defined benefit plans	As at March 31, 2026	As at March 31, 2025
At the beginning of the year	(13.51)	(10.32)
Add: changes during the year	(3.29)	(3.19)
At the end of the year	**(16.80)**	**(13.51)**

^ Amount below the rounding off convention followed by the Company.

Notes:

(i) Securities premium - Securities premium is used to record the premium received on issue of shares. It can be utilised in accordance with the provisions of the Companies Act, 2013.

(ii) General Reserve - This Reserve comprises of transfer from Share based payment reserve for appropriation purposes. It can be utilized in accordance with the provisions of the Companies Act, 2013.

(iii) Share Based Payment Reserve - The Company has equity settled share-based payment plans for certain employees of the Company and employees of wholly owned subsidiary Turtlemint Insurance Broking Services Private Limited. The Company determines the compensation cost based on grant date fair value method. This amount is recognised in employee benefits expense in the Statement of Profit and Loss over the vesting period, with a corresponding adjustment to Share based payment reserve.

(iv) Retained earnings - Retained earnings are the profits/(loss) that the Company has earned/incurred till date, less any transfers to general reserve, dividends or other distributions paid to shareholders. Retained earnings include re-measurement loss / (gain) on defined benefit plans, net of taxes that will not be reclassified to Statement of Profit and Loss.

(v) Capital Redemption Reserve - This reserve is created by the Company on account of buyback of equity shares, out of Securities Premium.

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21 Lease liabilities

Particulars	As at March 31, 2026	As at March 31, 2025
Non current		
Lease liabilities (Refer note 43.1)	38.88	101.85
	38.88	**101.85**

22 Provisions

Particulars	As at March 31, 2026	As at March 31, 2025
Non-current		
Provision for employee benefits		
Gratuity (Refer note 38B.5)	49.48	41.40
Stock appreciation rights (Refer Note 36)	-	9.44
	49.48	**50.84**
Current		
Provision for employee benefits		
Gratuity (Refer note 38B.5)	22.16	17.66
	22.16	**17.66**

23 Lease liabilities

Particulars	As at March 31, 2026	As at March 31, 2025
Current		
Lease liabilities (Refer note 43.1)	63.50	56.00
	63.50	**56.00**

24 Trade payables

Particulars	As at March 31, 2026	As at March 31, 2025
(a) Total outstanding dues of micro enterprises and small enterprises (MSME)	36.34	20.83
(b) Total outstanding dues of creditors other than micro enterprises and small enterprises	87.56	74.36
	123.90	**95.19**

Trade payable ageing schedule

As at March 31, 2026

Particulars	Unbilled dues	Outstanding for following from the date of transaction				Total
		Less than 1 year	1-2 years	2-3 years	More than 3 years	
MSME	18.37	17.97	-	-	-	**36.34**
Others	51.28	35.03	0.38	0.21	0.66	**87.56**
Total	**69.65**	**53.00**	**0.38**	**0.21**	**0.66**	**123.90**

As at March 31, 2025

Particulars	Unbilled dues	Outstanding for following from the date of transaction				Total
		Less than 1 year	1-2 years	2-3 years	More than 3 years	
MSME	12.90	7.93	-	-	-	**20.83**
Others	39.25	34.24	0.42	0.08	0.37	**74.36**
Total	**52.15**	**42.17**	**0.42**	**0.08**	**0.37**	**95.19**

There are no 'not due' and 'disputed' trade payables as at March 31, 2026 and March 31, 2025.

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24 Trade payables (continued)

24(a) Details of dues to micro and small enterprises as defined under the MSMED Act, 2006 are as follows :-

Particulars	As at March 31, 2026	As at March 31, 2025
Principal amount due to suppliers registered under the Micro, Small and Medium Enterprises Development (MSMED) Act and remaining unpaid as at year end	36.30	20.77
Interest due to suppliers registered under the MSMED Act and remaining unpaid as at year end	0.04	0.06
	36.34	**20.83**
Amount of interest paid by the buyer under MSMED Act, 2006 along with the amounts of the payment made to the supplier beyond the appointed day during each accounting year	-	-
Amount of interest due and payable for the year of delay in making payment (which have been paid but beyond the appointed day during the year but without adding the interest specified under the MSMED Act	-	0.01
Interest accrued and remaining unpaid at the end of each accounting year	0.04	-
Amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues above are actually paid to the small enterprise, for the purpose of disallowance of a deductible expenditure under section 23 of the MSMED Act	-	0.05

25 Other financial liabilities

Particulars	As at March 31, 2026	As at March 31, 2025
Current		
Payable to employees		
Stock appreciation rights (Refer note 36) (refer note (i))	83.20	121.24
Payables for business acquisition (Refer Note 37)	4.72	-
	-	30.00
	87.92	**151.24**

Notes:
(i) The Company vide its letter dated June 04, 2025 terminated the Phantom stock appreciation rights agreements dated January 22, 2019. In recognition of the services rendered by the SAR holders, a reward of INR 9.44 million was been offered corresponding to 118 stock appreciation rights valued at INR 0.08 million each, and is payable as follows :
a) INR 4.72 millions on or before June 15, 2025; and
b) Balance reward of INR 4.72 millions upon listing of the Company

26 Other current liabilities

Particulars	As at March 31, 2026	As at March 31, 2025
Statutory dues payable	67.44	25.93
Contract liabilities (Advances from customers)	2.85	3.13
Other Payables	0.01	0.28
	70.30	**29.34**

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27 Revenue from operations

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Income from Marketing fees	-	0.77
Income from Technical and support services	410.93	279.29
Referral Income on distribution of financial products	53.52	26.60
	464.45	**306.66**

Refer note 42, for disaggregation of revenue.

28 Other income

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Interest income on financial assets measured at amortised cost		
- deposits with Bank(s) and financial institution	76.48	244.13
- on loans (refer note 15)	0.63	4.91
- on unwinding of security deposits	3.16	2.62
Interest on Income-tax refund	-	9.26
Lease Rental (refer note 41)	0.92	0.88
Gain on early termination of lease (refer note 43.2)	^	4.75
Gain on disposal of property plant and equipment	1.51	-
Miscellaneous Income	0.97	-
	83.67	**266.55**

^ Amount below the rounding off convention followed by the company

29 Employee benefits expense

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Salaries, wages and bonus	1,161.76	1,086.54
Contribution to provident and other funds (refer note 38A)	38.71	31.71
Share based payment expense (refer note 35)	210.73	114.59
Staff welfare expense	16.25	16.39
	1,427.45	**1,249.23**

30 Finance costs

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Interest expense of financial liabilities measured at amortised cost		
- on lease liabilities (Refer Note 43.3(ii))	10.66	12.45
	10.66	**12.45**

31 Depreciation and Amortisation expenses

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Depreciation		
- Property, Plant and Equipment (Refer Note 4)	24.25	44.33
- Right-to-use asset (Refer Note 6 and 43.3 (i))	52.67	55.38
Amortisation		
- Other Intangible assets (Refer Note 5)	1.50	121.81
	78.42	**221.52**

32 Impairment losses on financial instruments

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Financial instruments measured at amortised cost (refer note 44.4 (iii))		
Allowance for credit loss on trade receivables	(8.94)	18.38
Allowance for credit loss on Security Deposit	2.96	-
Provision for amount recoverable from Vendor	2.74	-
	(3.24)	**18.38**

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33 Other expenses

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Marketing lead cost	86.09	146.84
Web hosting and domain charges	100.99	86.44
Software charges	68.03	47.38
Repairs and maintenance charges	9.95	15.09
Rates and taxes	8.72	10.10
Electricity charges	3.91	4.92
Recruitment cost	7.79	8.93
Travelling and Conveyance	21.36	30.06
Communication expenses	24.41	26.58
Professional fees	37.69	68.66
Auditor's remuneration (Refer Note 33.1)	3.22	3.47
Tech and other support expense	9.22	17.37
Advertisement and publicity expenses	153.09	118.04
Printing and stationery	2.55	4.44
Bank charges	0.84	0.51
Office expenses	17.38	18.81
Loss on disposal of property plant and equipment	-	5.93
Miscellaneous expenses	1.91	0.08
Director's Remuneration	11.70	-
	568.85	**613.65**

33.1 Auditor's remuneration

As auditor*		
Statutory audit fees	2.80	3.00
Tax audit Fees	0.12	0.12
In other capacity		
Certification fees	0.10	0.20
Reimbursement of expenses	0.20	0.15
	3.22	**3.47**

*The above fees does not include payment to current and predecessor auditor related to initial public offer fees amounting to INR. 43.22 million, which are directly attributable to the issuance of equity shares and have been disclosed in Other Current Assets under prepaid expenses.

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34 Exceptional Items

(i) During the year ended March 31, 2026, the Company incurred costs in connection with its Initial Public Offering ("IPO"). In accordance with Ind AS 32 Financial Instruments: Presentation, only those IPO-related costs that are incremental and directly attributable will be adjusted against security premium balance/ recoverable from selling shareholders. Costs that do not meet this criterion, are charged to the Statement of Profit and Loss. Accordingly, IPO-related costs amounting to INR 24.14 million have been recognised as "Exceptional Items", as these expenses are non-recurring in nature and do not arise from the Company's ordinary operating activities. Further, certain IPO-related costs amounting to INR 201.83 million, which are directly attributable to the issuance of equity instruments under IPO, have been disclosed in Other Current Assets under "Prepaid Expenses".

(ii) The Board of Directors of the Company at its meeting held on July 12, 2025 and Shareholders of the Company in their extraordinary general meeting held on July 17, 2025, approved a bonus issue of 500 equity shares for every equity share held by the equity shareholders of the Company as of July 12, 2025. Accordingly, the Board of Directors of the Company has, pursuant to the resolution dated July 21, 2025, made an allotment of 5,26,36,000 bonus equity shares of INR 1/- each to its equity shareholders utilising securities premium account balance.
Consequent to the bonus issue to the equity shareholders, the Board of Directors at its meeting held on August 12, 2025 and Shareholders of the Company in their extraordinary general meeting held on August 14, 2025, approved to adjust the conversion ratio of Seed Round CCPS, Series A CCPS, Series B CCPS, Series C CCPS, Series C1 CCPS, Series C2 CCPS, Series D CCPS, Series D1 CCPS, Series D2 CCPS and Series E CCPS to give an impact of the bonus issue referred above. Furthermore, the shareholders of the Company entered into the first amendment to the Series E amended and restated shareholders' agreement ('the agreement') wherein the conversion ratio were agreed to be modified and adjusted downwards to 477:1 on the filing of the Pre-filled Draft Red Herring Prospectus (PDRHP) and further changed pursuant to the Board resolution dated May 28, 2026 approving the draft filing of Updated Draft Red Herring Prospectus-II (UDRHP-II). Consequently, the conversion ratio was revised to 463:1 for Seed Round CCPS, Series A CCPS, Series B CCPS, Series C CCPS, Series D CCPS, Series D1 CCPS, Series D2 CCPS and Series E CCPS, 622.5437:1 for Series C1 CCPS and 511.5499:1 for Series C2 CCPS. The approval of UDRHP-II and the revised conversion ratio resulted in an increase in the shareholding of the existing equity shareholders of the Company. Such increase has been accounted as an expense amounting to INR 525.18 million during the year ended March 31, 2026 and presented under 'Exceptional items' in the statement of consolidated audited financial results for the year ended March 31, 2026. Vide Board resolution dated May 28, 2026, all CCPS holders converted their CCPS into equity shares at the aforesaid agreed conversion ratio.

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35 Share Based Payments

Turtlemint Fintech Solutions ESOP Scheme (2025) : The Board vide its resolution dated July 26, 2017 approved ESOP 2017 for granting Employee Stock Options in the form of Equity Shares linked to the completion of a minimum period as defined in ESOP Policy of continued employment to the eligible employees of the Company and subsidiary monitored and supervised by the Board of Directors (in compliance with IND AS 102). The Employee Stock Option Scheme 2017 is altered to Turtlemint Fintech Solutions ESOP Scheme 2025 vide special resolution passed at extra ordinary general meeting held on July 17, 2025, August 26, 2025 and December 03, 2025. The eligible employees, for the purpose of ESOP 2025 will be determined by the Management in consultation with Board of Directors from time to time.

The Company has recognised share based payment expenses for the year ended March 31, 2026 based on fair value as on the grant date calculated as per option pricing model.

Date of Grant	Numbers of options granted*	Graded Vesting Period
September 01, 2017	14,91,978	Four years
March 08, 2019	50,100	Four years
April 01, 2019	24,74,940	Four years
June 25, 2020	17,50,494	Three years
September 01, 2020	1,00,200	Three years
January 15, 2021	3,50,700	Four years
February 13, 2021	1,00,200	Four years
March 01, 2021	2,81,562	Four years
September 01, 2021	48,597	Four years
December 15, 2021	9,97,992	Four years
June 06, 2022	65,130	Four years
August 05, 2022	1,00,200	Four years
December 14, 2022	17,32,959	Four years
January 23, 2023	34,569	Four years
February 01, 2023	10,020	Three years
March 17, 2023	3,13,626	Four years
May 12,2023	10,020	Three years
August 23,2023	61,623	Four years
October 30,2024	11,16,729	Four years
November 16,2024	16,533	Three years
November 27,2024	5,47,593	Four years
July 17,2025	26,01,693	Four years
November 18,2025	8,95,120	Four years
December 13,2025	1,36,361	Four years
Total No. of options	**1,52,88,939**	
Options vested and exercisable	36,59,364	
Vesting Conditions	Service over vesting period	
Exercise Period	**For Discontinued Employees:** Within 180 days of discontinuation of services for all vested options which if not exercised within 180 days shall get lapsed **For Employees in Service :** As approved by Board of directors	
Type of options	Equity settled options	

The inputs used in the measurement of the grant-date fair values of the equity-settled share based payment options granted during the year are as follows:

Particulars	As at March 31, 2026	As at March 31, 2025
Grant Dates (granted during the year)	July 17, 2025 November 18, 2025 December 13, 2025	October 30, 2024 November 16, 2024 November 27, 2024
Option Price Model	Black Scholes Method	Black Scholes Method
Exercise Price (per option in INR)	1	1
Share Price on Grant Date	159.68 - 159.94	80,001.03
Expected Volatility	40%	40%
Expected time to exercise shares	Immediately on Vesting	Immediately on Vesting
Risk-free rate of return	5.56% - 6.58%	6.70% - 6.89%
Attrition rate	12.50%	12.50%
Dividend Yield	0%	0%
Fair Value of ESOP at Grant Date (in INR)*	158.74 - 159.24	80,000.09 - 80,000.27
Weighted Average Fair Value of ESOP at Grant Date (per option in INR)*	158.91	80,000.17
Method used to determine expected volatility	The expected volatility is based on price volatility of Nifty IT Index, Nifty 50 and Nifty Bank Index.	The expected volatility is based on price volatility of Nifty IT Index, Nifty 50 and Nifty Bank Index.

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35 Share Based Payments (continued)

Movement of number of options

The following table provides the number and weighted average exercise prices (WAEP) of, and movement in, share options:

Particulars	For the year ended			
	March 31, 2026		March 31, 2025	
	Number*	WAEP	Number*	WAEP
Outstanding at the beginning of the year	55,37,553	1.00	49,44,369	1.00
Add : Granted during the year	36,33,174	1.00	16,80,855	1.00
Less : Forfeited and cancelled	(3,06,238)	1.00	(7,83,063)	1.00
Less : Options exercised during the year	(6,47,733)	1.00	(3,04,608)	1.00
Outstanding at the end of the year	**82,16,756**	**1.00**	**55,37,553**	**1.00**

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Total cost of Options at the beginning of the year	362.66	287.77
Add : Recognition of Share based payments to employees of the Company	210.73	114.59
Add : Recognition of Share based payments to employees of the Subsidiary Company	38.91	3.01
Less: Transfer to General Reserve	(5.96)	(18.80)
Less: Transfer to Securities Premium on exercise of stock options by employees pursuant to ESOP scheme	(50.72)	(23.91)
Cost of Options as at the end of the year	**555.62**	**362.66**

Particulars	As at March 31, 2026	As at March 31, 2025
Share Based Payment Reserve	555.62	362.66

*Pursuant to the bonus issuance in the ratio of 500:1 approved by the Company's board of directors, on July 12, 2025 the share price and the number of options granted mentioned in the above table have been appropriately updated.

Weighted average exercise price: Since all the options were granted at an exercise price of INR 1 per option, the weighted average exercise price per option is the same.
The employees are eligible to exercise the options vested, till employment continuous and there is no prefix expiry date. After discontinuation the employer can exercise the options within 180 days or as approved by the board in a case to case basis.
The Company has adopted Black-Scholes Option pricing model for fair valuation as permitted by Ind AS 102 in respect of stock options granted. The value of the underlying Shares has been determined by an independent valuer which is approved by the Board of Directors.

The Company vide Board resolution dated 25 July 2025 amended the ESOS in accordance with Companies Act, 2013, Securities and Exchange Board of India Act, 1992, the Securities and Exchange Board of India (Share Based Employee Benefits And Sweat Equity) Regulations, 2021 ("SBEE & SE Regulations, 2021") (as defined hereinafter), the SEBI Listing Obligations and Disclosure Requirement, Regulations, 2015 ("SEBI LODR Regulations") (as defined hereinafter), Companies (Share Capital and Debenture Rules), 2014. The said amendment does not have any accounting impact. The said scheme name was also modified from Turtlemint ESOP Scheme 2017 to Turtlemint Fintech Solutions ESOP Scheme 2025.

36 Stock Appreciation Rights - Phantom Stock Options

"Phantom Stock Option Plan 2018" (PSOP): The Board vide its resolution dated November 12, 2018 approved PSOP 2018 for granting Stock Appreciation Rights in the form of Phantom Stock Options which is a performance based incentive scheme which entitles the employees of the Company (Eligible Persons) to receive the benefit of any increase in the value of the Company's shares. Eligible Person will be entitled to receive consideration in the form of monetary payment, equivalent to the difference between the strike price of the notional units held by them and the Transaction Value as determined by the Board as per the terms of agreement entered into with the Eligible Persons based on Valuation report taken by the management. Upon the occurrence of a Liquidity Event, the Eligible Persons will become entitled to the monetary payment (net of applicable taxes) from the Company. Accounting for these options is in compliance with IND AS 102 Share Based Payments.

These options are deemed to be vested in the Eligible Persons immediately up to signing the PSOP agreement.

Date of agreement with Eligible Persons	January 22, 2019
Number of PSOP units held be Eligible Persons	118 option units
Vesting Period	All options are vested immediately upon signing of the PSOP Agreement with the Eligible Persons.
Vesting Conditions	Past service period
Consideration settlement period	Holder's right to receive the consideration becomes available upon the occurrence of the liquidation event. The Company shall pay the Eligible Persons within 30 days of the date of completion of the liquidation event as defined in PSOP 2018 Agreement
Liquidation event	As specified in Articles of Association
Type of options	Stock Appreciation Rights
Transaction Value per option unit	INR 1
Strike Price per option unit	Equal to value per equity share of the Company as if these options form part of the fully diluted shareholding of the Company
Formula to calculate entitlement to receive consideration	(Strike Price per option unit x number of PSOP units held by the Eligible Person) - Transaction Value per option unit
Method of valuation of options	Fair value method - Fair valued every year

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36 Stock Appreciation Rights - Phantom Stock Options (continued)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Rights at the beginning of the year	118	118
Granted during the year	-	-
Forfeited and cancelled	(118)	-
Rights at the end of the year	-	**118**

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Cost of Options at the beginning of the year	9.44	9.56
Add/(Less) : Charged to Statement of Profit and Loss	-	(0.12)
Less: Rights cancelled (refer note (ii))	(9.44)	-
Outstanding at the end of the year	-	**9.44**

Notes :

(i) Weighted average exercise price: Since all the PSOP were granted at a transaction value of INR 1 per PSOP, the weighted average exercise price per PSOP is the same. Accounting for these PSOP is in compliance with the IND AS 102 in respect of stock appreciation rights granted. The value of the underlying equity shares has been determined by an independent valuer which is approved by Board of Directors.

(ii) The Company vide its letter dated June 04, 2025 terminated the Phantom stock appreciation rights agreements dated January 22, 2019. In recognition of the services rendered by the SAR holders, a reward of INR 9.44 million has been offered corresponding to 118 stock appreciation rights valued at INR 0.08 million each, and is payable as follows :

a) INR 4.72 millions on or before June 15, 2025; and

b) Balance reward of INR 4.72 millions upon listing of the Company.

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37 Acquisition of Last Decimal Private Limited Business

Pursuant to the Board of Directors resolution dated November 8, 2022, the Company entered into an Asset Transfer Agreement on November 9, 2022 (i.e. the "acquisition date") to purchase the identifiable assets and liabilities at total purchase consideration of INR 201 million (includes contingent consideration of INR 30 million) from Last Decimal Private Limited ("Last Decimal"), a company engaged in the business of providing tech platforms and services to banks, insurance companies and other stakeholders in the Indian insurance industry.

The Contingent consideration based on certain milestone-based payments to two promoters of Last Decimal on expiry of two years from the execution of non-compete agreement, is dependent upon successful execution and on-boarding of certain business contracts. The Company is in discussions with the two promoters of Last Decimal for final settlement of the contingent consideration and accordingly, contingent consideration of INR 30 million is presented as "Payable for Business Acquisition" under Note 25 - Other financial liabilities - Current as on March 31, 2025.

Identified assets acquired and accounted include customer relationships asset amounting to INR 70.25 million, trademark amounting to INR 7.49 million and Non-compete fees amounting to INR 115.41 million as on the acquisition date. Goodwill arising on acquisition recognised as on the acquisition date amounting to INR 7.39 million.

During the year ended March 31, 2025, the Company has accounted for accelerated depreciation in customer relationships assets amounting to INR 22.48 million and Non-compete fees amounting to INR 63.52 million due to lower realisation of revenue as expected from the customers contracts.

38 Employee benefit expense

The entity contributes to the following post-employment defined contribution and defined benefit plans in India.

38A Defined contribution plan

The entity makes contributions, determined as a specified percentage of employee salaries, in respect of qualifying employees towards Provident Fund, Employee State Insurance Corporation and National Pension Scheme which are defined contribution plans. The Company has no obligations other than to make the specified contributions. The contributions are charged to the Statement of Profit and Loss as they accrue. The amount recognised as an expense towards contribution to provident fund and other funds for the year aggregated to INR 38.71 millions (March 31, 2025 : INR 31.71 millions).

38B Defined benefit plan

a. Contribution to Gratuity fund

Gratuity : Every employee is entitled to a benefit equivalent to fifteen days salary last drawn for each completed year of service in line with the Payment of Gratuity Act, 1972, the gratuity scheme is unfunded . The Gratuity Plan provides a lump sum payment to vested employees at retirement, death, incapacitation or termination of employment, of an amount based on the respective employee's salary and the tenure of employment. The benefits vest after five years of continuous service. The actuarial valuation is carried out by the Independent Actuary.

This defined benefit plan exposes the Company to actuarial risks, such as longevity risk, currency risk, interest rate risk and market (investment) risk.

38B.1 The Company is exposed to actuarial risks such as: investment risk, interest rate risk and salary risk.

Investment risk	The present value of the defined benefit plan liability is calculated using a discount rate which is determined by reference to market yields at the end of the reporting period on government bonds. When there is a deep market for such bonds; if the return on plan assets is below this rate, it will create a plan deficit. Currently, these plans are unfunded.
Interest risk	A decrease in the bond interest rate will increase the plan liability; however, this will be partially offset by an increase in the return on the plan's investments, if funded.
Salary risk	The present value of the defined benefit plan liability is calculated by reference to the future salaries of plan participants. As such, an increase in the salary of the plan participants will increase the plan's liability.

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38 Employee benefit expense (continued)

38B.2 Actuarial assumptions: Gratuity

Particulars	Refer notes below	As at March 31, 2026	As at March 31, 2025
Discount rate (per annum)	1	6.48%	6.54%
Salary escalation rate (per annum)	2	10.00%	10.00%
Employee turnover rate	3	40%	40%
Retirement Age		60 years	60 years
Mortality Rate	4	Indian Assured Lives Mortality (2012-14) Ultimate	Indian Assured Lives Mortality (2012-14) Ultimate

Notes:

1. The discount rate is based on the prevailing market yield of India Government securities as at the Balance Sheet date for the estimated term of obligations.
2. The estimate of future salary increases considered in actuarial valuation takes into account inflation, seniority, promotion and other relevant factors such as supply and demand in the employment market.
3. If the actual withdrawal rate in the future turns out to be more or less than expected then it may result in increase / decrease in the liability.
4. If the actual mortality rate in the future turns out to be more or less than expected then it may result in increase / decrease in the liability.

38B.3 Amounts recognised in the standalone financial statements

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Current service cost	11.64	9.83
Interest cost on benefit obligation	3.86	3.14
Past Service Cost - Incurred During the year	0.07	-
Expense recognised in statement of profit and loss under employee benefit expense	**15.57**	**12.97**
Remeasurement on the net defined benefit liability:		
Remeasurement due to :		
Actuarial (gains) / losses arising from changes in demographic assumptions	-	-
Actuarial (gains) / losses arising from changes in financial assumptions	0.08	0.67
Actuarial (gains) / losses arising from experience adjustments	3.21	2.52
Net actuarial (gains) / losses recognised in OCI	**3.29**	**3.19**

38B.4 Movements in the present value of the defined benefit obligation

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Present value defined benefit obligation at the beginning of the year	59.06	43.85
Interest cost	3.86	3.14
Current service cost	11.64	9.83
Past Service Cost - Incurred During the year	0.07	-
Benefits paid	(6.28)	(0.95)
Actuarial (gains)/losses arising from:		
- changes in demographic assumptions	-	-
- changes in financial assumptions	0.08	0.67
- experience adjustments	3.21	2.52
Present value of defined benefit obligation at the end of the year	**71.64**	**59.06**

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38 Employee benefit expense (continued)

38B.5 Amount recognised in the Balance Sheet

Particulars	As at March 31, 2026	As at March 31, 2025
Present value of unfunded defined benefit obligation	**71.64**	**59.06**
Current- unfunded benefit obligation	22.16	17.66
Non-current - unfunded benefit obligation	49.48	41.40

38B.6 Sensitivity analysis

Reasonably possible changes at the reporting date to one of the relevant actuarial assumptions, holding other assumptions constant, would have affected the defined benefit obligation by the amounts shown below:

Particulars	As at March 31, 2026	As at March 31, 2025
Discount rate		
- Impact due to increase of 100 basis points	(1.24)	(1.07)
- Impact due to decrease of 100 basis points	1.30	1.12
Salary escalation rate		
- Impact due to increase of 100 basis points	1.49	1.33
- Impact due to decrease of 100 basis points	(1.47)	(1.31)
Employee turnover rate		
- Impact due to increase of 100 basis points	(0.47)	(0.48)
- Impact due to decrease of 100 basis points	0.48	0.49

38B.7 Maturity analysis of the benefit payments

Particulars	As at March 31, 2026	As at March 31, 2025
Expected cash flows over the next (valued on undiscounted basis):		
1st following year	22.16	17.65
2nd following year	17.84	13.78
3rd following year	13.86	11.35
4th following year	9.27	8.63
5th following year	6.52	5.76
Sum of years 6 to 10	10.52	9.32
Sum of years 11 and above	1.23	1.11

The Government of India has notified the Code on Social Security, 2020 ("Social Security Code"); the Occupational Safety, Health and working conditions Code 2020; the Industrial Relations Code 2020 and the Code on Wage, 2019 (collectively, the "Labour Codes") on November 21, 2025. The Ministry of Labour & Employment published draft Central Rules and FAQs to enable assessment of the financial impact due to Labour codes. In accordance with Ind AS 19 – Employee benefits, changes to employee benefit plans arising from legislative amendments are treated as plan amendments, requiring immediate recognition of past service cost in the Statement of Profit and Loss. This approach is consistent with guidance issued by the Institute of Chartered Accountants of India. The implementation of the Labour Codes has not resulted in any material impact in the financial statements for the year ended March 31, 2026. The Company continues to monitor the finalization of Central and State Rules as well as Government clarifications on other aspects of the Labour Codes and will incorporate appropriate accounting treatment based on these developments as required.

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39 Earnings per share (EPS)

Basic EPS amounts are calculated by dividing the loss for the year attributable to equity holders of the Company by the weighted average number of equity shares outstanding during the year.
Diluted EPS amounts are calculated by dividing the profit attributable to owners of the company 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.

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Basic and diluted :		
Loss attributable to equity holders (A)	(2,083.34)	(1,542.02)
Weighted average number of equity shares outstanding during the year for computing basic and diluted earning per share (B) (refer note below) - in absolute numbers	25,96,01,605	26,47,12,416
Basic - (Loss) per share (A/B) in INR	**(8.03)**	**(5.83)**
Diluted - (Loss) per share (A/B) in INR	**(8.03)**	**(5.83)**

Note :-
i) As at March 31, 2026 and March 31, 2025 , the effect of Employee Stock Option Plans granted and not vested has been excluded from the diluted weighted number of ordinary shares calculation as the effect would have been antidilutive.
ii) Effect of 859 partly paid up CCPS is below rounding off norms hence no difference noted between basic and diluted.
iii) The Weighted average number of equity shares are inclusive of 20,67,85,336 compulsory convertible perference shares. (March 31, 2025: 19,64,20,805)

40 Capital Management

Risk Management -
For the purpose of the Company's capital management, capital includes issued equity capital, convertible preference shares, securities premium and all other equity reserves attributable to the equity holders of the Company. The primary objective of the Company's capital management is to maximise the shareholder value.
The Company manages its capital structure and makes adjustments in light of changes in economic conditions and the requirements of the financial covenants. The Company's capital structure is managed using Net debt ratios as a part of the Company's financial planning. The Company includes within Net debt, borrowings and lease liabilities other than convertible preference shares, less cash and cash equivalents.

Particulars	As at March 31, 2026	As at March 31, 2025
Borrowings and lease liabilities other than convertible preference shares (Refer note 21 and 23)	102.38	157.85
Less: Cash and cash equivalents (Refer note 13)	(196.39)	(639.60)
Net debt	**(94.01)**	**(481.75)**
Compulsorily convertible preference shares (Refer note 19)	15.74	15.73
Equity (Refer note 18 and 20)	3,060.87	4,345.13
Total capital	**3,076.61**	**4,360.86**
Capital and net debt	**2,982.60**	**3,879.11**

Note: No changes were made in the objectives, policies or processes for managing capital during the year ended March 31, 2026 and March 31, 2025.

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41 Related party disclosures

(a) List of related parties :

Category	Related Party Name	Relationship
Subsidiary	Turtlemint Mutual Funds Distributors Private Limited (TMF) Turtlemint Insurance Broking Services Private Limited (TIB) (w.e.f. May 08, 2024)	
Investing Party in respect of which the Company is an associate	Nexus Ventures IV, LTD. Peak XV Partners Investments V	
Enterprises in which key management personnels have significant influence Enterprises in which key management personnels have significant influence (with effect from May 8, 2024, TIB became a Subsidiary of our Company)	Turtlemint Insurance Broking Services Private Limited (upto May 07, 2024)	
Individuals owning, directly or indirectly, an interest in the voting power of the Company that gives them control or significant influence over the Company and relatives of such individual, with whom transaction incurred in current and previous year	Mr. Dhirendra Mahyavanshi	Chief Executive Officer, Managing Director (w.e.f. February 18, 2025)
	Mr. Anand Prabhudesai	Executive Director & COO
Directors	Mr. Dinanath Mohandas Dubhashi	Independent Director (w.e.f. July 21, 2025)
	Mr. Alok Chandra Misra	Independent Director (w.e.f. July 21, 2025)
	Mr. Anup Wadhawan	Independent Director (w.e.f. July 21, 2025)
	Ms. Mohua Sengupta	Independent Director (w.e.f. July 21, 2025)
	Mr. Ravi Shankar Ganpathy	Nominee Director (upto July 22, 2025)
Key Management Personnel (KMP)	Mr. Nalin Kumar Mahyavanshi	Director (upto March 07, 2025)
	Mr. Anand Prabhudesai	Executive Director & COO
	Mr. Badrinarayan Sanjeevi	Chief Financial Officer
	Mr. Prashant Saini	Company Secretary (w.e.f. July, 12, 2025)
	Mr. Dhirendra Mahyavanshi	Chief Executive Officer, Managing Director (w.e.f. February 18, 2025)

(b) The table below provides the total amount of transactions that have been entered into with related parties for the relevant financial year.

Transaction	For the year ended March 31, 2026	For the year ended March 31, 2025
Transactions during the year:		
Turtlemint Mutual Funds Distributors Private Limited		
Loans given (refer note (iv))	0.01	3.48
Loans repaid (refer note (iv))	66.29	2.51
Investment in subsidiary (refer note (v))	1.70	90.00
Lease Rental Income (refer note (iii))	0.92	0.88
Technical and support services (refer note (iii))	16.80	10.27
Interest Income on loan (refer note (iv))	0.63	4.91
Turtlemint Insurance Broking Services Private Limited (upto May 07, 2024)		
Technical and support services (refer note (iii))	-	16.06
Marketing Fees (refer note (iii))	-	0.29
Interest Income on Inter Company deposit (refer note (i))	-	0.05
Other expense on account of Inter Company deposit (refer note (i))	-	0.05

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41 Related party disclosures (continued)

(b) The table below provides the total amount of transactions that have been entered into with related parties for the relevant financial year. (continued)

Transaction	For the year ended March 31, 2026	For the year ended March 31, 2025
Turtlemint Insurance Broking Services Private Limited (w.e.f. May 08, 2024)		
Investment in subsidiary (refer note (v))	787.21	1,052.06
Technical and support services (refer note (iii))	287.23	111.64
Marketing Fees (refer note (iii))	-	1.19
Interest Income on Inter Company deposit (refer note (i))	1.12	0.44
Other expense on account of Inter Company deposit (refer note (i))	0.20	0.41
Director's Remuneration (refer note (ix))		
-Mr. Dinanath Mohandas Dubhashi	2.92	-
-Mr. Alok Chandra Misra	2.92	-
-Mr. Anup Wadhawan	2.92	-
-Ms. Mohua Sengupta	2.92	-
Key management personnel		
Remuneration to key management personnel (refer note (vii))		
Short-term employee benefits		
-Mr. Badrinarayan Sanjeevi	19.12	16.80
-Mr. Dhirendra Mahyavanshi	15.00	15.00
-Mr. Anand Prabhudesai	14.98	14.93
-Mr. Prashant Saini	11.98	-
Share-based payment transactions (refer note (viii))		
-Mr. Badrinarayan Sanjeevi	25.48	13.46
-Mr. Prashant Saini	1.83	-
Recovery of Expenses		
Mr. Dhirendra Mahyavanshi	-	0.01
Reimbursement of Expenses		
Mr. Dhirendra Mahyavanshi	0.02	-
Mr. Anand Prabhudesai	0.13	0.31
Issue of Compulsorily convertible preference shares		
-Mr. Dhirendra Mahyavanshi (Refer Note 18(a)(i))	-	83.52
Conversion of Compulsorily convertible preference shares		
-Mr. Dhirendra Mahyavanshi (Refer Note 18(a)(i))	^	-
Issue of Bonus Equity Shares		
-Mr. Dhirendra Mahyavanshi (Refer Note 18(a)(ii))	21.92	-
-Mr. Anand Prabhudesai (Refer Note 18(a)(ii))	20.87	-
Buyback of shares		
Mr. Anand Prabhudesai	-	^

^ Amount below the rounding off convention followed by the Company.

(c) The table below provides the balances as at the end of the year :

Particulars	As at March 31, 2026	As at March 31, 2025
Turtlemint Mutual Funds Distributors Private Limited		
Investment in Subsidiary (refer note (v))	96.80	95.10
Trade Receivables (refer note (ii))	8.63	12.77
Loan (including accrued interest) (refer note (iv))	-	65.71
Other current financial assets (refer note (ii))	0.01	0.92

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(c) The table below provides the balances as at the end of the year : (continued)

Particulars	As at March 31, 2026	As at March 31, 2025
Turtlemint Insurance Broking Services Private Limited		
Investment in Subsidiary (refer note (v))	1,839.27	1,052.06
Security Deposits (at amortised cost) (refer note (i))	-	6.68
Prepaid expenses (refer note (i))	-	2.40
Trade Receivables (refer note (ii))	292.33	384.37
Off Balance sheet item:		
Security given through lien on fixed deposits with ICICI Bank Limited on behalf of Turtlemint Insurance Broking Services Private Limited for its overdraft limit (refer note (vi))	-	500.00

Notes:

(i) Security deposit to related party
As per the service agreement, an interest free refundable deposit aggregating INR 10 millions has been granted by the Company in consideration of Turtlemint Insurance Broking Services Private Limited engaging the Company as its sole and exclusive provider of services during the term of the agreement. This deposit has been fully repaid on August 29, 2025.

(ii) Balances due from related parties at the year end
Trade receivables outstanding balances are unsecured, interest free and require settlement through banking channels. No guarantee or other security has been received against these receivables. For the year ended March 31, 2026, the Company has not recorded any impairment on receivables due from related parties (March 31, 2025: Nil). The outstanding amounts are inclusive of applicable taxes and TDS.

(iii) Services rendered to related parties and related balances
The Company has entered into contract with related party for rendering the services of Marketing, Technical and support services on the same terms as applicable to third parties in an arm's length transaction and in the ordinary course of business. The Company mutually negotiates and agrees the price and payment terms with the related parties by benchmarking the same to the services rendered to non-related parties entered into by the counter-party and similar services rendered by the Company to other non-related parties.

(iv) Loan to subsidiaries
The Company has given loan to its subsidiary, TMF. The loan has been utilized by the subsidiary for the purpose it was obtained. Interest rate is at 8% p.a payable on maturity of loan granted. The principal amount was payable as at March 31, 2025 as per the addendum dated December 23, 2024. Subsequently, the repayment term was extended to June 30,2025. The Loan has been repaid in entirety in two instalments dated May 15, 2025 and May 22, 2025.

(v) Investment made in Subsidiaries
The Company has invested in equity shares of TIB and TMF. The investment has been utilized by the subsidiaries for the purpose it was obtained. TIB has only one class of equity shares having par value of INR 1 per share. TMF has only one class of equity shares having par value of INR 10 per share. Each holder of equity shares is entitled to one vote per share. TIB and TMF declares and pays dividends in Indian rupees. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting. In the event of liquidation of TIB and TMF, the holders of equity shares will be entitled to receive its remaining assets, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders. The balance also includes the amount pertaining to ESOPs issued to employees of the subsidiary, accounted as per the requirements of the Ind AS 102 - Share based payments. Refer note 7 regarding details of Equity Shares of the TIB and TMF held by the Company.

(vi) Off balance sheet items
During the year ended March 31, 2025, the Company provided security to ICICI Bank Limited in connection with an overdraft facility availed by its subsidiary, Turtlemint Insurance Broking Services Private Limited, by way of a fixed deposit placed under lien. The said facility has expired on August 25, 2025 and the lien on the Fixed Deposit has been removed on January 23, 2026.

(vii) Remuneration to KMP of the Company
The amounts disclosed in the table are the amounts recognised as an expense during the financial year related to KMP. The amounts do not include expense, if any, recognised toward post-employment benefits and other long-term benefits of key managerial personnel. Such expenses are measured based on an actuarial valuation done for the Company. Hence, amounts attributable to KMPs are not separately determinable.
Generally, directors do not receive any gratuity or post-employment benefits from the Company.

(viii) Key managerial personnel interest in the Equity-settled Plan
Under the Equity-settled Plan, 785,067 Equity settled share options are held by the key managerial personnel of the Company.

(ix) Director's Remuneration
The Remuneration payable to Independent directors is decided pursuant to board resolution passed on July 21, 2025 i.e. on date of their appointment.

(d) Commitments with related parties
The Company has committed to provide continued need based financial support to its wholly owned subsidiary Turtlemint Mutual Funds Distributors Private Limited. (refer note 48)

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42 Revenue from contracts with customer

(i) Disaggregation of revenue:

The table below presents disaggregated revenues from contracts with customers by offerings and contract-type. The Company believes that this disaggregation best depicts how the nature, amount, timing and uncertainty of revenues and cash flows are affected by industry, market and other economic factors:

Revenue by type of contract (refer note 27)	For the year ended March 31, 2026			For the year ended March 31, 2025		
Particulars	**At a point in time**	**Over time**	**Total**	**At a point in time**	**Over time**	**Total**
Income from Marketing fees	-	-	-	0.77	-	0.77
Income from Technical and support services	81.33	329.60	410.93	113.13	166.16	279.29
Referral Income on distribution of financial products	53.52	-	53.52	26.60	-	26.60
Total	**134.85**	**329.60**	**464.45**	**140.50**	**166.16**	**306.66**

Total revenue from contract with customers	For the year ended March 31, 2026	For the year ended March 31, 2025
India	443.84	287.84
Outside India	20.61	18.82
	464.45	**306.66**

(ii) Transaction price allocated to the remaining performance obligations

The Company is engaged mainly in the business of providing technical and business support services to customers which includes setting up, maintenance, updates etc. The Company also provides marketing and advertising services to companies.

(iii) Disclosure of contract balances

Particulars	As at March 31, 2026	As at March 31, 2025
Trade receivables	330.41	452.65
Contract Liabilities (Advances from customers)	2.85	3.13

Movement of deferred contract liability (advance from customers)

Particulars	As at March 31, 2026	As at March 31, 2025
At the commencement of the year	3.13	3.62
(Refund) / Addition during the year	0.44	(0.49)
Income recognised during the year	(0.72)	-
At the end of the year	**2.85**	**3.13**

The Company has applied practical expedient in Ind AS 115 and has accordingly not disclosed information about remaining performance obligations which are part of the contracts that have original expected duration of one year or less and where the Company has a right to consideration from a customer in an amount that corresponds directly with the value to the customer of the entity's performance completed to date. Revenue recognised is equivalent to transaction price and there are no adjustment thereof.

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43 Leases disclosures pursuant to Ind AS 116

- **The Company has elected to apply the following practical expedients available under Ind AS 116:**
  Discount rate - The Company applied a single discount rate to a portfolio of leases of similar assets in similar economic environment with a similar end date.
  Determination of lease term - The Company applied practical expedient available for use of hindsight in determination of lease term where contract contains options to extend or terminate the lease. The Company uses its current assessment of lease term rather than reconstructing its initial assessment of the lease term and subsequent changes thereto.
- **The Company has elected not to apply the following practical expedients available under Ind AS 116:**
  Short term leases - The Company has not applied the practical expedient to classify leases for which the lease term ends within 12 months of the date of initial application of Ind AS 116 as short-term leases.
  Low value leases - As part of transition, the Company has not availed the practical expedient of not to apply the recognition requirements of Ind AS 116 to low value leases for recognition of assets and liabilities related to leases.

43.1 The Balance Sheet shows the following amounts relating to leases:

Particulars	As at March 31, 2026	As at March 31, 2025
Right-of-use assets		
Buildings	84.38	137.02
Total	**84.38**	**137.02**

Particulars	As at March 31, 2026	As at March 31, 2025
Lease Liabilities		
Current	63.50	56.00
Non-current	38.88	101.85
Total	**102.38**	**157.85**

43.2 Amount recognised in Statement of Profit and Loss	For the year ended March 31, 2026	For the year ended March 31, 2025
i) **Depreciation expense of right of-use assets**		
Buildings	52.67	55.38
ii) **Interest expense**		
Interest on lease liabilities	10.66	12.45
iii) **Gain/(Loss) on early termination of lease**		
(Loss) on modification of lease/Gain on early termination of lease	^	4.75

^ Amount below the rounding off convention followed by the Company.

Total cash outflow for leases for the year was INR 66.16 Millions (March 31, 2025 : 69.65 millions)

43.3 Movement in right of-use assets and lease liabilities during the year:

i) Right of-use assets

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Balance as at beginning of the year	**137.02**	**164.16**
Additions	0.03	38.19
Disposals	-	(9.95)
Depreciation	(52.67)	(55.38)
Balance as at end of the year	**84.38**	**137.02**

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43 Leases disclosures pursuant to Ind AS 116 (continued)

ii) Lease Liabilities

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Balance as at beginning of the year	**157.85**	**191.18**
Additions	0.03	38.07
Accretion of interest	10.66	12.45
Payment	(66.16)	(69.65)
Disposal	-	(14.20)
Balance as at end of the year	**102.38**	**157.85**

The Company does not face a significant liquidity risk with regard to its lease liabilities as the current assets are sufficient to meet the obligations related to lease liabilities as and when they fall due.

43.4 Contractual maturities of lease liabilities on undiscounted basis : For contractual maturity refer Note 44.4 (i)

Extension and termination options
Extension and termination options are included in a number of property leases. These are used to maximise operational flexibility in terms of managing the assets used in the operations. The extension and termination options held are exercisable by the Company or the respective lessor.

43.5 Effective interest rate for lease liabilities is 8% with maturity till 2030.

43.6 Changes in liabilities arising from financing activities and non-cash financing and investing activities:

Particulars	April 01, 2025	Cash flows	New leases	Others (refer note (i))	March 31, 2026
Lease liabilities (Refer note 43.3 (ii))	157.85	(66.16)	0.03	10.66	102.38
Total liabilities from financing activities	**157.85**	**(66.16)**	**0.03**	**10.66**	**102.38**

Particulars	April 01, 2024	Cash flows	New leases	Others (refer note (i))	March 31, 2025
Lease liabilities (Refer note 43.3 (ii))	191.18	(69.65)	38.07	(1.75)	157.85
Total liabilities from financing activities	**191.18**	**(69.65)**	**38.07**	**(1.75)**	**157.85**

Note:
(i) Others include accretion of interest and disposal of leases during the year.

Non cash financing and investing activities:

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Acquisition of right of use assets	0.03	38.19

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44 Financial instruments

44.1 Financial risk management objective and policies

This section gives an overview of the significance of financial instruments for the Company and provides additional information on the Balance Sheet. Details of significant accounting policies, including the criteria for recognition, the basis of measurement and the basis on which income and expenses are recognised, in respect of each class of financial asset, financial liability and equity instrument are disclosed.

44.2 Fair value measurements

The accounting classification of each category of financial instruments, and their carrying amounts, are set out below:

Particulars	As at March 31, 2026			As at March 31, 2025		
	FVTPL	FVTOCI	Amortised cost	FVTPL	FVTOCI	Amortised cost
Financial assets						
Trade receivables	-	-	330.41	-	-	452.65
Cash and cash equivalents	-	-	196.39	-	-	639.60
Investments in subsidiary	-	-	1,936.07	-	-	1,147.16
Loans	-	-	-	-	-	65.71
Bank balance other than cash and cash equivalents	-	-	455.71	-	-	910.29
Other financial Assets	-	-	32.70	-	-	1,319.83
Total financial assets	-	-	**2,951.28**	-	-	**4,535.24**
Financial liabilities						
Trade payables	-	-	123.90	-	-	95.19
Lease liabilities	-	-	102.38	-	-	157.85
Other financial liabilities	-	-	87.92	-	-	151.24
Total financial liabilities	-	-	**314.20**	-	-	**404.28**

Fair value of financial assets and liabilities measured at amortised cost

The fair values of the financial assets (including investments) and financial liabilities are included at the amount 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.

44.3 Fair value hierarchy

The management assessed that cash and bank balances, trade receivables, trade payables and other financial assets and liabilities (current) approximate their carrying amounts largely due to the short term maturities of these financial instruments. The management assessed that fair value of loans (non-current), non-current liabilities approximate their carrying amount.

44.4 Financial risk management framework

The Company's business is subject to several risks and uncertainties including financial risks. The Company's documented risk management polices act as an effective tool in mitigating the various financial risks to which the business is exposed to in the course of their daily operations. The risk management policies cover areas such as liquidity risk, interest rate risk, counterparty and concentration of credit risk and capital management. Risks are identified through a formal risk management programme with active involvement of senior management personnel and business managers. The Company's risk management process is in line with the corporate policy. Each significant risk has a designated "owner" within the Company at an appropriate senior level. The potential financial impact of the risk and its likelihood of a negative outcome are regularly updated.

The risk management process is coordinated by the Management Assurance function and is regularly reviewed by the Company's Board. The overall internal control environment and risk management programme including financial risk management is reviewed by the Board of Directors.

The risk management framework aims to:
- improve financial risk awareness and risk transparency
- identify, control and monitor key risks
- identify risk accumulations
- provide management with reliable information on the Company's risk situation
- improve financial returns

Financial risk

The Company Board of Directors reviews and agrees financial risk policies are summarised as below:-
i) Liquidity risk;
ii) Interest rate risk
iii) Credit risk; and
iv) Currency risk

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44 Financial instruments *(Continued)*

(i) Liquidity risk

Liquidity risk is the risk that the Company will encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset. The Company's approach to managing liquidity is to ensure, as far as possible, that it will have sufficient liquidity to meet its liabilities when they are due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the Company's reputation.

Maturity Profile of the Company

The Company remains committed to maintaining a healthy liquidity, debt-equity ratio and strengthening the Balance Sheet. The maturity profile of the Company's financial liabilities is given in the table below. The figures reflect the contractual cash obligation of the Company and are undiscounted.

Particulars	As at March 31, 2026					
	<1 year	1-2 year	2-3 year	3-4 year	> 4 year	Total
Lease liabilities (Undiscounted)*	69.42	27.58	7.16	7.01	-	**111.17**
Trade payables	123.90	-	-	-	-	**123.90**
Other financial liabilities	87.92	-	-	-	-	**87.92**
Total	**281.24**	**27.58**	**7.16**	**7.01**	**-**	**322.99**

Particulars	As at March 31, 2025					
	<1 year	1-2 year	2-3 year	3-4 year	> 4 year	Total
Lease liabilities (Undiscounted)*	66.66	69.40	27.58	7.16	7.01	**177.81**
Trade payables	95.19	-	-	-	-	**95.19**
Other financial liabilities	151.24	-	-	-	-	**151.24**
Total	**313.09**	**69.40**	**27.58**	**7.16**	**7.01**	**424.24**

* Amount reflected above for Lease liabilities is valued at undiscounted value and all other balances are presented at carrying amount in the above note.

(ii) Interest rate risk

Fixed rate financial assets are largely interest bearing fixed deposits and loans given by the Company. The returns from these financial assets are linked to bank rate notified by Reserve Bank of India as adjusted on periodic basis. Other than mentioned financial assets and financial liabilities all are non-interest bearing.

(iii) Credit risk

Credit risk refers to the risk that counterparty will default on its contractual obligations resulting in financial loss to the Company. The Company has adopted a policy of only dealing with creditworthy counterparties and after obtaining sufficient collateral, where appropriate, as a means of mitigating the risk of financial loss from defaults. The Company is exposed to credit risk for receivables, cash and cash equivalents and bank balances other than cash and cash equivalents.

Credit risk management considers available reasonable and supportable forward-looking information including indicators like external credit rating (as far as available), macro-economic information (such as regulatory changes, government directives, market interest rate). Only high rated banks are considered for placement of deposits. Bank balances are held with reputed and creditworthy institutions.

None of the Company's cash equivalents are past due or impaired. The Company has established an allowance for impairment that represents its expected credit losses in respect of trade and other receivables. The management uses a simplified approach for the purpose of computation of expected credit loss for trade receivables and 6-month expected credit loss for other receivables. An impairment analysis is performed at each reporting date on an individual basis for major parties. The calculation is based on historical data of actual losses. The Company evaluates the concentration of risk with respect to trade receivables as low.

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44 Financial instruments (Continued)

(iii) Credit risk (continued)

The Company held cash and cash equivalents and other bank balances with scheduled banks and financials institutions of INR 657.74 millions and INR 2834.29 millions as at March 31, 2026 and March 31, 2025 respectively. The management evaluates credit worthiness of banks and financials institution on an ongoing basis on credit ratings. Hence management perceives no credit risk of default. The Company has established an allowance for impairment that represents its expected credit losses in respect of trade and other receivables. Trade receivables are typically unsecured and are derived from operating activities. Credit risk has been managed by the Company through credit approvals, establishing credit limits and continuously monitoring the credit worthiness of the customers to which the Company grant credit limits in the normal course of business. The Company has applied simplified approach to measure expected credit losses on trade receivables. The provision matrix takes in account a continuing credit evaluation, ageing of trade receivable, the Company's historical loss experience and 6-month expected credit loss for other receivables. An impairment analysis is performed at each reporting date on an individual basis for major parties. The calculation is based on historical data of actual losses. The Company evaluates the concentration of risk with respect to trade receivables as low.

In case of related party loans the Company considers the probability of default upon initial recognition of loan and whether there has been a significant increase in credit risk on an ongoing basis throughout each reporting period. To assess whether there is a significant increase in credit risk, the Company compares the risk of a default occurring on the loan as at the reporting date with the risk of default as at the date of initial recognition. It considers available reasonable and supportive forward-looking information.

Provision for expected credit loss

- For trade receivable under life time expected credit loss model (simplified approach)

For the year ended March 31, 2026

Ageing	Unbilled	Less than 6 months	More than 6 months	Total
Gross carrying amount	248.10	82.31	28.14	**358.55**
Expected loss rate	-	-	100%	**7.85%**
Expected credit losses (loss allowance	-	-	(28.14)	**(28.14)**
Carrying amount of trade receivable (net of impairment)	**248.10**	**82.31**	-	**330.41**

For the year ended March 31, 2025

Ageing	Unbilled	Less than 6 months	More than 6 months	Total
Gross carrying amount	33.69	177.84	278.20	**489.73**
Expected loss rate	-	-	13.33%	**7.57%**
Expected credit losses (loss allowance	-	-	(37.08)	**(37.08)**
Carrying amount of trade receivable (net of impairment)	**33.69**	**177.84**	**241.12**	**452.65**

- For Security deposits under life time expected credit loss model (simplified approach)

For the year ended March 31, 2026

Ageing	Less than 6 months	More than 6 months	Total
Gross carrying amount	27.05	2.96	**30.01**
Expected loss rate	-	100%	**9.86%**
Expected credit losses (loss allowance	-	(2.96)	**(2.96)**
Carrying amount of Security deposits (net of impairment)	**27.05**	-	**27.05**

- For Amount recoverable from vendors, provision is recognised under life time expected credit loss model (simplified approach)

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44 **Financial instruments (Continued)**

(iii) Credit risk (continued)

For the year ended March 31, 2026

Ageing	Less than 6 months	More than 6 months	Total
Amount recoverable from vendor Gross carrying amount	-	-	-
Expected loss rate	-	-	-
Expected credit losses (loss allowance provision)	-	(2.74)	(2.74)
Carrying amount of recoverable from vendor (net of impairment)	-	-	-

Reconciliation of loss allowance provision

Particulars	Security deposit	Trade receivables	Recoverable from vendor	Amount
Loss allowance as on April 01, 2025	-	**37.08**	-	**37.08**
Add : Addition of loss allowance	2.96	(8.94)	2.74	(3.24)
Less : Write-off from loss allowance	-	-	(2.74)	(2.74)
Loss allowance as on March 31, 2026	**2.96**	**28.14**	-	**31.10**
Loss allowance as on April 01, 2024	-	**18.70**	-	**18.70**
Add : Addition of loss allowance	-	18.38	-	18.38
Loss allowance as on March 31, 2025	-	**37.08**	-	**37.08**

(iv) Currency risk

Foreign currency risk is the risk that the fair value or future cash flows of an exposure 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.

The summary quantitative data about the Company's exposure to currency risk as reported to the management of the Company is as follows -

Particulars	Foreign Currency	As at March 31, 2026		As at March 31, 2025	
		FC equivalent	INR equivalent	FC equivalent	INR equivalent
Trade receivables	USD	0.01	1.06	0.02	2.00
Trade receivables	OMR	-	-	0.03	5.81
Trade receivables	AED	0.04	1.10	0.03	0.70
Trade payables	USD	-	-	0.01	1.32

Foreign currency sensitivity

A reasonably possible change in foreign exchange rates by 5% would have increased/ (decreased) equity and profit or loss by the amounts shown below. This analysis assumes that all other variables in particular interest rates remain constant.

Increase/(decrease) in Profit and Loss	As at March 31, 2026		As at March 31, 2025	
	Strengthening	Weakening	Strengthening	Weakening
INR/USD (5% movement)	0.05	(0.05)	0.03	(0.03)
INR/OMR (5% movement)	-	-	0.29	(0.29)
INR/AED (5% movement)	0.06	(0.06)	0.03	(0.03)

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45 Additional disclosure with respect to amendments to Schedule III

45.1 Ratio analysis and its elements

Ratios	Numerator	Denominator	March 31, 2026	March 31, 2025	Variation (%)	Reason for variance
Current Ratio (times)	Current assets	Current Liabilities	3.68	9.83	(62.54)%	Due to decrease in current assets on account of trade receivables and redemption of fixed deposits
Debt equity ratio (times)	Total debt (including lease liabilities)	Total equity	0.03	0.04	(8.07)%	No major variance
Debt service coverage ratio (times)	Net Profit after taxes + Non-cash operating expenses + Interest + other adjustments	Borrowings and Lease Liability	(19.54)	(8.18)	138.92%	Due to decrease in depreciation on assets and decrease in lease liability during the year
Return on equity (%)	Profit / (Loss) for the year	Average Shareholder's equity	(56.02)%	(30.64)%	82.85%	Due to increase in loss during the year
Trade receivables turnover ratio (times)	Revenue from operations	Average trade receivables	1.19	0.74	59.26%	Due to decrease in trade receivables during the year
Trade payable turnover ratio (times)	Other expenses and staff welfare expenses	Average trade payables	5.34	7.06	(24.36)%	No major variance
Net capital turnover ratio (times)	Revenue from operations	Working capital = Current assets - Current liabilities	0.47	0.10	373.74%	Due to decrease in current assets on account of trade receivables and redemption of fixed deposits
Net profit ratio (%)	Profit / (Loss) after tax	Revenue from operation	(448.56)%	(502.84)%	(10.79)%	No major variance
Return on capital employed (%)	Earning / (Loss) before Interest and tax	Total equity less Other Intangible assets	(67.43)%	(35.11)%	92.05%	Due to IPO related costs and financial instruments related expense incurred during the year

1. Due to the nature of the business, inventory turnover ratio is not applicable to the Company.
2. Average balances are derived by taking average of opening and closing balances as at the respective year ends.
3. The management has made an assessment on the basis of the financial ratios ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the financial statements, knowledge of the Board of Directors and management plans and has not noted any material uncertainty that the Company is not capable of meeting its liabilities existing at the date of Balance Sheet as and when they fall due within a period of one year from the Balance Sheet date.

45.2 Other Disclosures

(i) Non-holding of benami property
The Company is not holding benami property. Further, there are no proceeding initiated or pending against the Company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder.

(ii) Wilful defaulter
The Company has not been declared wilful defaulter by any bank or financial institution or other lender.

(iii) Relationship with struck off companies
The Company has no transactions with the companies struck off under Companies Act, 2013 or Companies Act, 1956 during the current/previous year.

(iv) Compliance with number of layers of companies
The Company has complied with the number of layers prescribed under clause (87) of section 2 of the Act read with the Companies (Restriction on number of Layers) Rules, 2017 during the financial years 2025-26 and 2024-25.

(v) Compliance with approved scheme of arrangements
The Company has not entered into any scheme of arrangement which has an accounting impact on during the current/previous year.

(vi) Utilisation of borrowed funds
The Company has not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall:
a. directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company (Ultimate Beneficiaries) or
b. provide any guarantee, security or the like to or on behalf of the ultimate beneficiaries.

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45.2 Other Disclosures (Continued)

(vi) Utilisation of borrowed funds (continued)
The Company has not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall:
a. directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or
b. provide any guarantee, security or the like on behalf of the ultimate beneficiaries.

(vii) Undisclosed income
The Company does not have any 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.

(viii) Details of crypto currency or virtual currency
The Company has not traded or invested in crypto currency or virtual currency during the year.

(ix) Valuation of Property Plant and equipment (including Capital work-in-progress) and Right-of-use asset
The Company has not revalued its property, plant and equipment (including capital work-in-progress) and Right-of-use asset during the year.

(x) Title deeds of immovable properties not held in name of the Company
The Company does not own any immovable properties. Further properties where the Company is the lessee, the lease agreements are duly executed in favour of the Company.

(xi) Registration of charges or satisfaction with Registrar of Companies
There are no charges or satisfaction which are yet to be registered with the Registrar of Companies beyond the statutory year.

(xii) Utilisation of borrowings availed from banks and financial institutions
The borrowings obtained by the Company from banks and financial institutions have been applied for the purposes for which such loans were taken.

(xiii) Borrowing secured against current assets
The Company has no borrowings from financial institutions during the current/previous year.

(xiv) Core Investment Company (CIC)
There is no Core Investment Company (CIC) in the Group.

46 Segment Information
As per Ind AS 108 – Operating Segments, the Company is required to disclose segment information in its financial statements. However, as permitted by paragraph 4 of Ind AS 108, this requirement does not apply to standalone financial statements if the entity is a parent, and prepares consolidated financial statements in the same financial report in which segment information is disclosed in accordance with this Standard.
Accordingly, the Company has presented segment information in its consolidated financial statements and has not separately disclosed segment information in these standalone financial statements.

47 Contingent Liabilities

Particulars	As at March 31, 2026	As at March 31, 2025
Claims against the Company not acknowledged as debts:		
- Income Tax	62.25	62.25
- Goods and Services Tax	511.96	511.96

(i) The Income Tax Department ('IT Department') had initiated the assessment/reassessment proceedings against the Company u/s 143/147 of the Income Tax Act, 1961 ('the Act') for FY 2017-18, 2019-20, 2020-21, 2021-22 and 2022-23. The Company has duly responded against the said notices by filing its responses to the notices received by it for each of the corresponding years. Subsequently, the Department requested for the various documents/information/explanations by issuing notices u/s 142 of the Act, which too were duly responded to by the Company with all the required details.
Consequently, the IT Department passed Assessment Order u/s 143(3)/143(3) r.w.s. 147 for the corresponding financial years by making ad-hoc disallowances u/s 37 of the Act of certain expenses debited to the Profit and Loss account. The aggregate amount of disallowance made by the IT Department for all the years amounts to INR 62.25 million. However, the aggregate tax demand consequent to such assessment/reassessment was Nil since the Company had certain brought forward tax losses against which the aforementioned disallowances were set off.
During the course of the assessment/re-assessment proceedings, the IT Department has also issued notices initiating proceedings for imposition of penalty u/s 270A and 271AAD of the IT Act. The proceedings have been kept in abeyance till the disposal of the appeal filed by the Company against the assessment orders pursuant to which the penalty proceedings were initiated. (March 31, 2025: INR 62.25 million).

(ii) During the year ended March 31, 2025, the Company has received the Orders from the GST Adjudicating Authority confirming the levy of penalty aggregating to 511.96 million for the years 2017 to 2023 under the provisions of Central Goods and Services Tax Act, 2017. These penalties arise from the show cause notices issued by the Directorate General of GST Intelligence (DGGI) on account of the Company having allegedly raised invoices on insurance companies without actual supply of services. The Company has filed appeals before the GST Appellate Authorities contesting the penalty confirmed in the Orders.
Accordingly, the Company has disclosed the aforesaid penalty demanded aggregating INR 511.96 million (March 31, 2025: INR 511.96 million) as a contingent liability as at the year-end.

48 Commitments
(i) The Company has committed to provide continued need based financial support to its wholly owned subsidiary Turtlemint Mutual Funds Distributors Private Limited.
(ii) Estimated amount of contracts remaining to be executed on capital account and not provided for (net of advances) - Nil as on March 31, 2026 and March 31, 2025.

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49 Audit Trail

1. The Company has maintained its books of account and master data using SAP Business One (SAP B1) and DarwinBox software. The audit trail (edit log) feature within the SAP application was enabled and operational throughout the financial year but audit trail functionality for changes in backend (i.e., at the database level) was activated and became effective from September 07, 2024 and furthermore no instances of tampering with the audit trail were observed during the year. As a result, the audit trails for the SAP B1 software has been preserved by the Company in accordance with statutory requirements for record retention from September 07, 2024. Any changes to the underlying database were permitted only through formal requests to the SAP support service partner, and supporting documentation for such changes has been appropriately maintained

2. Further, the Company has used DarwinBox application, for maintaining its payroll records, employee life cycle management and employee masters. The DarwinBox software has a feature of recording audit trail (edit log) facility for the changes done at application and database level and the audit trail was enabled and operated throughout the year for relevant transactions recorded therein. Further, there were no instances of tampering of such audit trail noted in above software. Additionally, the audit trail of prior year(s) for the DarwinBox software has been preserved by the Company as per the statutory requirements for record retention, to the extent it was enabled and recorded in the respective years.

Backup

The Company has complied with the Rule 3 of Companies (Accounts) Rules, 2014 amended on August 5, 2022 relating to maintenance of electronic books of account and other relevant books and papers. The Company's books of accounts and relevant books and papers are accessible in India at all times and backup of accounts and other relevant books and papers are maintained in electronic mode within India and kept in servers physically located in India on daily basis.

50 Events after the reporting period

1. Subsequent to the year ended March 31, 2026 and pursuant to board resolution dated March 26, 2026, the Company has entered into an agreement with the "Trifecta Venture Debt Fund - III and Trifecta Venture Debt Fund - IV on March 27, 2026 for an amount up to INR 1,000 million to be received against issuance of 13.75% Non-convertible Debentures (NCDs), interest payable at the end of each month with additional coupon payments at 0.60% on Debenture subscription amount (i.e. amount of funds raised via debentures) at the end of each quarter, wherein initial 8 months will be principal moratorium period. The Debentures will be issued in two tranches, Tranche A of INR 500 million to be received on or before April 10, 2026, and Tranche B up to INR 500 million on or before June 30, 2026. The first tranche of these debenture borrowings will be repayable within 36 months from the debentures issue date and redemption of second tranche will be co-terminus with first tranche. These NCDs creates first charge over all the assets of the company and its subsidiary Turtlemint Mutual Funds Distributors Private Limited, both present and future, and second charge over all the assets of its subsidiary company Turtlemint Insurance Broking Services Private Limited, both present and future. On April 06, 2026, Company has drawn INR 500 million against the Tranche A of these NCDs.

2. Subsequent to the year ended March 31, 2026 and pursuant to board resolution dated March 26, 2026, the Company has invested in Turtlemint Insurance Broking Services Private Limited , by way of subscription, purchase or otherwise the securities of TIB for the amount not exceeding INR 250 million in one or more tranches and to renounce its right to subscribe to the remaining entitled shares as may be considered appropriate.

3. Pursuant to the first amendment to the Series E amended and restated shareholders' agreement, the Company via board resolution dated May 28, 2026, approved the Draft UDRHP-II filing resulting in further change in the conversion ratio for the CCPS. Consequently, the changed ratio is "463:1 for Seed Round CCPS, Series A CCPS, Series B CCPS, Series C CCPS, Series D CCPS, Series D1 CCPS, Series D2 CCPS and Series E CCPS, 622.5437:1 for Series C1 CCPS and 511.5499:1 for Series C2 CCPS".

4. Vide board resolution dated May 28, 2026, all CCPS holders converted their CCPS into equity shares at the agreed conversion ratio vide first amendment to the Series E amended and restated shareholders' agreement.

5. Subsequent to the year ended March 31, 2026, the Company has completed Initial Public Offer ("IPO") of 58,070,398 equity shares of face value of INR 1 each at an issue price of INR 152 per share, comprising of fresh issue of 43,468,552 shares, issued at an offer price of INR 152 per equity share to all the allottees amounting to INR 6,607.22 million and offer for sale of 14,601,846 equity shares by the selling shareholders aggregating to INR 2,219.48 million. Pursuant to the IPO, the equity shares of the Company were listed on the National Stock Exchange ("NSE") and Bombay Stock Exchange ("BSE") on June 29 , 2026.

As per our report of even date attached

For S.R. Batliboi & Co. LLP
Chartered Accountants
ICAI Firm Registration Number :301003E/E300005

per Shrawan Jalan
Partner
Membership Number: 102102
Place : Mumbai
Date: July 17, 2026

S.R. BATLIBOI & CO. LLP * MUMBAI * CHARTERED ACCOUNTANTS

For and on behalf of the Board of Directors of
Turtlemint Fintech Solutions Limited
(formerly known as Turtlemint Fintech Solutions Private Limited and Fintech Blue Solutions Private Limited)
CIN : U74999MH2015PLC263315

Dhirendra Nalin Mahyavanshi
Managing Director & CEO
DIN : 06652017
Place : Mumbai
Date: July 17, 2026

Anand Prabhudesai
Executive Director & COO
DIN : 07106615
Place : Mumbai
Date: July 17, 2026

Badrinarayan Sanjeevi
Chief Financial Officer
Place : Mumbai
Date: July 17, 2026

Prashant Saini
Company Secretary & Compliance Officer
Place : Mumbai
Date: July 17, 2026