



(Formerly Known as SHYAMA INFOSYS LIMITED)

Date: 01st September, 2026

The Manager
BSE Limited
Phiroze Jeejeebhoy Towers, Dalal Street
Mumbai- 400 001
Scrip Code: 531219

Subject: Annual Report of the Company for the Financial Year 2025-26

Dear Sir/Ma'am,

In compliance with the provisions of Regulation 34 (1) (a) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are hereby enclosing the Annual Report of the Company for the Financial Year 2025-26. The Annual Report is being dispatched electronically to only those members whose email IDs are registered with the Company/Depositories/ RTA. The same will also be available on the website of the Company.

This is for your information and record.

Thanking You,

Yours faithfully,

For **Shyama Computronics and Services Limited**

Nikita H Khandelwal
Company Secretary



AUDITOR'S REPORT 2025-2026

MESSAGE FROM THE MD



Dear Shareholders,

It gives me immense pleasure to present the Annual Report of the Company and share an overview of our business and strategic direction.

The Company operates in the Information Technology and Telecommunications sector, with a focus on computer hardware and software, telecommunications, internet-based solutions and related technology services. Our business activities encompass the design, development, customization, marketing, licensing and distribution of hardware and software solutions, both in India and international markets.

We are committed to leveraging emerging technologies to provide innovative and reliable solutions across areas such as software development, web designing and hosting, internet services, e-commerce, networking, multimedia, data management and digital communication. The Company also aims to provide integrated technology solutions in areas including private networks, internet-based applications, digital networks and VoIP services.

Going forward, our focus will remain on strengthening our technology capabilities, expanding our service offerings and identifying new opportunities in the rapidly evolving digital ecosystem. We remain committed to delivering value to our stakeholders through sustainable growth, innovation and responsible business practices.

I would like to express my sincere gratitude to our shareholders, customers, business associates and employees for their continued trust, support and contribution to the Company's journey.

Thank you.

BOARD OF DIRECTORS



Rajib Singh

Chairman and Managing Director

Mr. Rajib Singh holds a Bachelor's degree in Finance and has experience in business procurement, management and administrative functions. He has also worked as an Assistant with a reputed Information Technology company, where he gained exposure to business operations and the IT sector. His professional experience and understanding of business management contribute to the effective functioning and growth of the Company.



Dipak Kumar Das

Executive Director

Mr. Dipak Kumar Das holds a Bachelor's degree in Finance and has experience in business procurement, management and administrative functions. He has also worked as an Assistant with a reputed Information Technology company, gaining valuable exposure to business operations and the IT sector. His professional experience and knowledge contribute to the effective management and overall development of the Company.



Mr. Swaraj Kumar Singh

Executive Director

Mr. Swaraj Kumar Singh holds a Bachelor of Commerce degree with Honours (B.Com. Hons.). He possesses a sound understanding of commerce and business-related matters. His academic background and knowledge contribute to the effective functioning and management of the Company.



Mr. Raj Sharma

Non-Executive Independent Director

Mr. Raj Sharma holds a Bachelor of Commerce degree with Honours (B.Com. Hons.) and has a sound academic background in commerce, accounting and business-related matters. His educational qualifications have provided him with a broad understanding of business operations and financial matters. As an Independent Director of the Company, he brings an objective perspective and contributes to the deliberations of the Board through his knowledge and understanding of business and commercial matters.



Madhuri Pandey

Non-Executive Independent Director

Ms. Madhuri Pandey is an Independent Director of the Company. She holds a Bachelor's Degree in Commerce (Honours). Her academic background in commerce provides her with a strong foundation in business, financial and commercial matters. As an Independent Director, she contributes to the deliberations of the Board with an objective and independent perspective and supports the Company in maintaining high standards of corporate governance, transparency and ethical business practices. She actively participates in the discussions and decision-making process of the Board and contributes towards the overall growth and development of the Company.



Arani Guha

Non-Executive Independent Director

Mr. Arani Guha is a Non-Executive Independent Director of the Company. He holds a Bachelor of Commerce (Honours) degree, providing him with a sound academic foundation in commerce, finance and business administration.

As an Independent Director, Mr. Guha brings an objective and independent perspective to the deliberations of the Board. His understanding of commercial and financial matters enables him to contribute meaningfully to the Board's decision-making process, particularly in areas relating to corporate governance, financial oversight, business strategy and regulatory compliance.

DIRECTOR'S REPORT

To the Members of Shyama Computronics & Services Limited

The Directors hereby present their 29th Annual Report on the performance of Shyama Computronics & Services Limited (Formerly known as Shyama Infosys Limited) ("the Company") together with the Audited Financial Statements for the Financial Year ended 31st March, 2026.

FINANCIAL SUMMARY & PERFORMANCE HIGHLIGHTS

The Company's performance during the Financial Year under review, as compared to the previous Financial Year is summarised below:

(₹ in Lacs)

Particulars	2025-26	2024-25
Revenue from Operations	27.93	24.68
Other Income	10.14	18.49
Total Income	38.07	43.17
Profit before Finance Cost, Depreciation, and Tax	15.38	17.42
Finance Cost	0.00	0.00
Depreciation	0.00	0.00
Profit Before Tax (PBT)	15.38	17.42
Tax expenses (Current & Deferred)	3.98	2.89
Profit for the Year (PAT)	11.40	14.53

PERFORMANCE OVERVIEW

Your Company has achieved consistent, robust and continuing growth in the areas of its business segments. The Company's revenue from operations has increased from ₹ 27.93 Lacs to ₹ 24.68 Lacs in the previous year. Profitability during the year was impacted primarily on account of higher input costs and pricing pressures across the industry, resulting in a net profit of ₹ 11.40 Lacs as against ₹ 14.53 Lacs in the previous year. However, the Company continued to focus on operational efficiencies, strategic sourcing initiatives and product mix optimization to strengthen its long-term business fundamentals.

NATURE OF BUSINESS

Your company is mainly engaged in information technology services. Apart from the same, your company is also engaged in investment activities.

SHARE CAPITAL

During the year under review, there is no change in the authorised share capital of the Company. The authorised share capital of the Company as on 31st March, 2026 and as on the date of this Report is Rs. 11,00,00,000 (Rupees Eleven Crores Only) divided into 1,10,00,000 (One One Crore Ten Lakhs Only) Equity Shares of Rs. 10/- each.

DIVIDEND

After a thorough review of the company's financial position and in light of our strategic plans for expansion and growth, the Board of Directors has concluded that it would be prudent to conserve resources at this juncture. Therefore, it has been decided not to recommend a dividend for the financial year 2025-26.

STATE OF AFFAIRS OF THE COMPANY

There has been no change in the business of the Company during the financial year ended March 31, 2026.

MANAGEMENT DISCUSSION & ANALYSIS

The Management Discussion & Analysis, as required in terms of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations'), forms part of Annual Report.

TRANSFER TO RESERVES

The Board of Directors of your Company has decided not to transfer any amount to the reserves for the year under review.

DIRECTORS & KEY MANAGERIAL PERSONNEL

DIRECTORS

As on 31st March, 2026, the Board consisted of six (6) Directors comprising of three Independent Directors including a woman director, namely, Mr. Arani Guha (DIN: 05134269), Mr. Raj Sharma (DIN: 08153697) and Ms. Madhuri Pandey (DIN: 08358534) and three Executive Directors, namely, Mr. Rajib Singh (DIN: 11160985), Mr. Swaraj Kumar Singh (DIN: 10469348) and Mr. Dipak Kumar Das (DIN: 11160989). Mr. Rajib Singh is the Chairman & Managing Director of the Company.

None of the Directors of the Company have incurred any disqualification under Section 164(2) of the Act read with Rule 14(1) of the Companies (Appointment and Qualification of Directors) Rules, 2014. All the Directors have confirmed that they are not debarred from accessing the capital market as well as from holding the office of Director pursuant to any order of Securities and Exchange Board of India or Ministry of Corporate Affairs or any other such regulatory authority.

In the view of the Board, all the directors possess the requisite skills, expertise, integrity, competence, as well as experience considered to be vital for business growth. The detailed analysis of various skills, qualifications and attributes as required and available with the Board has been presented in the Corporate Governance Report, which forms part of this Annual Report.

Mr. Rajib Singh (DIN: 11160985) was appointed as the Managing Director of the Company by the Board of Directors upon recommendation of Nomination & Remuneration Committee, with effect from 14th August, 2025, liable to retire by rotation. The appointment of Mr. Rajib Singh was approved by shareholders through postal ballot dated 24th November, 2025.

Mr. Dipak Kumar Das (DIN: 11160989) was appointed as the Managing Director of the Company by the Board of Directors upon recommendation of Nomination & Remuneration Committee, with

effect from 14th August, 2025, liable to retire by rotation. The appointment of Mr. Rajib Singh was approved by shareholders through postal ballot dated 24th November, 2025.

Mr. Samir Biswas (DIN: 07834496) Managing Director of the Company, tendered his resignation from the Board of the Company with effect from 14th August, 2025, due to personal reasons and there was no other material reason for such resignation. The Board of Directors placed on record their sincere appreciation for the contributions made by Mr. Samir Biswas during his tenure as Executive Director of the Company.

Mr. Amit Paul (DIN: 07862254) Executive Director of the Company, tendered his resignation from the Board of the Company with effect from 14th August, 2025, due to personal reasons and there was no other material reason for such resignation. The Board of Directors placed on record their sincere appreciation for the contributions made by Mr. Amit Paul during his tenure as Executive Director of the Company.

KEY MANAGERIAL PERSONNEL

There has been no change in the Key Managerial Personnel during the year. Mr. Swaraj Kumar Singh continues to hold the position of Chief Financial Officer of the Company and Mrs. Nikita H Khandelwal continues to hold the position of Company Secretary & Compliance Officer of the Company.

DEPOSITS FROM PUBLIC

The Company has not accepted any deposits from public and as such no amount on account of principal or interest on deposits from public was outstanding as on March 31, 2026.

RELATED PARTY TRANSACTIONS

In line with the requirements of the Companies Act, 2013 and the SEBI Listing Regulations, as may be amended from time to time, the Company has formulated a Policy on dealing with Related Party Transactions ('RPTs') for identifying, reviewing, approving and monitoring of Related Party Transactions and the same are available on the website of the Company at <https://shyamacs.com/wp-content/uploads/2024/10/Related-Party-Transaction-Policy.pdf>.

All related party transactions are entered into only after receiving prior approval from the Audit Committee. During the year under review, no transaction was entered into by the Company with related parties.

Further, the Company has not entered into any contracts/arrangements/transactions with related parties which are material in nature in accordance with the Related Party Transactions Policy of the Company nor any transaction has any potential conflict with the interest of the Company at large.

No transactions were carried out during the year which requires reporting in Form AOC - 2 pursuant to Section 134 (3) (h) of the Act read with Rule 8(2) of the Companies (Accounts) Rules, 2014.

RISK MANAGEMENT

Your Company actively stimulates entrepreneurship throughout the organization and encourages its people to identify and seize opportunities. The current economic environment, in combination with significant growth ambitions of it, carries an evolving set of risks. Your Company recognizes that

these risks need to be managed to protect its customers, employees, shareholders and other stakeholders, to achieve its business objectives and enable sustainable growth. Risk and opportunity management is therefore a key element of the overall strategy. This section provides an overview of the key strategic risks and control framework, and its approach to risk management.

CORPORATE SOCIAL RESPONSIBILITY ("CSR")

Corporate Social Responsibility is not applicable to the Company as per Section 135 of the Companies Act, 2013.

VIGIL MECHANISM/WHISTLE BLOWER POLICY

The Company has devised an effective whistle blower mechanism enabling stakeholders, including individual employees and their representative bodies, to communicate their concerns about illegal or unethical practices freely.

The Vigil Mechanism Policy (Whistle Blower Policy) of the Company provides for adequate safeguards against victimisation of employees who avail of the mechanism. No personnel of the Company have been denied access to the Chairperson of the Audit Committee. The Policy also facilitates all employees of the Company to report any instance of leak of unpublished price sensitive information.

The Vigil Mechanism/Whistle Blower Policy is available on the website of the Company at <https://shyamacs.com/wp-content/uploads/2024/10/Whistle-Blower-Policy.pdf>

DISCLOSURE UNDER SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013

The Company has zero tolerance towards sexual harassment at workplace and is committed to provide a safe and secure working environment for all employees.

The Company has adopted a Policy on Prevention, Prohibition and Redressal of Sexual Harassment at Workplace in line with the requirements of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and rules made thereunder. An Internal Complaints Committee (ICC) has also been set up to redress complaints received regarding sexual harassment.

During the year under review, no cases were filed under the provisions of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS

Details of loans, guarantees and investments covered under the provisions of Section 186 of the Act are given in the notes to the Financial Statements i.e., Note 3.

SUBSIDIARY COMPANY, JOINT VENTURES AND ASSOCIATES COMPANIES

The Company doesn't have any Subsidiary, Joint Ventures or Associate Companies as on 31st March, 2026. Therefore, Form AOC-1 is not applicable to the company.

INTERNAL FINANCIAL CONTROLS AND THEIR ADEQUACY

The details in respect of internal financial controls and their adequacy are included in the Management Discussion and Analysis, which forms part of this report.

DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to Section 134 of the Companies Act, 2013, the Directors, to the best of their knowledge and ability, confirm that for the year ended March 31, 2026:

- in the preparation of the Annual Accounts for the year ended 31st March, 2026, the applicable accounting standards have been followed and there are no material departures from the same;
- they have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of state of affairs of the Company as of 31st March, 2026 and of the profit of the Company for that period;
- they have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities;
- they have prepared the annual accounts ongoing concern basis;
- they have laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and were operating effectively;
- they have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems are adequate and operating effectively.

CORPORATE GOVERNANCE AND COMPLIANCE

The Company follows the best governance practices to boost shareholder value and respect the rights. The Company considers the same as its inherent responsibility to disclose timely and accurate information to its stakeholders regarding its operations and performance, as well as the leadership and governance of the Company. The Company's overall governance framework, systems and processes reflect and support its Mission, Vision and Values.

INDEPENDENT DIRECTORS

The Company has received necessary declarations from each Independent Directors confirming that he/she meets the criteria of independence laid down in Section 149(6) of the Companies Act, 2013 and Regulation 16(1)(b) of the SEBI Listing Regulations and are independent of the Management.

There has been no change in the circumstances affecting their status as Independent Directors of the Company.

The Board of Directors of the Company has taken on record the declaration and confirmation submitted by the Independent Directors after undertaking due assessment of the veracity of the same.

The Board is of the opinion that all Directors including the Independent Directors of the Company possess requisite qualifications, integrity, expertise and experience in the fields of science and technology, digitalisation, strategy, finance, governance, human resources, safety, sustainability, etc.

The Independent Directors of the Company have confirmed that they have enrolled themselves in the Independent Directors' Databank maintained with the Indian Institute of Corporate Affairs ('IICA') in terms of Section 150 of the Act read with Rule 6 of the Companies (Appointment & Qualification of Directors) Rules, 2014.

Details of Familiarisation Programme for the Independent Directors are provided separately in the Corporate Governance Report which forms part of Annual Report. The details of familiarisation program imparted to the Independent Directors are available on the website of the Company at <https://shyamacs.com>

During the year under review, the Non-Executive Directors of the Company had no pecuniary relationship or transactions with the Company, other than sitting fees, commission and reimbursement of expenses incurred by them for the purpose of attending meetings of the Board/Committees of the Company.

CRITERIA FOR DETERMINING QUALIFICATIONS, POSITIVE ATTRIBUTES AND INDEPENDENCE OF A DIRECTOR

The Nomination and Remuneration Committee has formulated the criteria for determining qualifications, positive attributes and independence of Directors in terms of provisions of Section 178(3) of the Act and the SEBI Listing Regulations. The same is available at <https://shyamacs.com/wp-content/uploads/2024/10/Nomination-and-Remuneration-Policy.pdf>

PARTICULARS OF EMPLOYEES

The information required under Section 197(12) of the Act read with Rule 5(1), 5(2) and 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 as amended from time to time in respect of Directors/employees of the Company.

AUDITORS

STATUTORY AUDITORS

M/s. A O Mittal & Associates, Chartered Accountant, (Firm Registration No.014640C) was re-appointed as the Statutory Auditors of the Company for a period of four years at the Annual General meeting held in 2024, till the conclusion of Annual General Meeting of the Company to be held in 2027.

The report of the Statutory Auditors along with notes to Schedules is a part of the Annual Report. There has been no qualification, reservation, adverse remark or disclaimer given by the Auditors in their Report. Therefore, there was no need for the Board to give any comments or explanation on the Auditors Report.

SECRETARIAL AUDITORS

In terms of Section 204 of the Act and Rules made thereunder, Mr. Sachin Pilania, Practicing Company Secretary as Secretarial Auditor of the Company, for the a period of five year i.e., 1st April

2025, to 31st March 2030, subject to the approval of shareholders at ensuing Annual General Meeting. The Secretarial Audit Report for FY 2025-26 in form MR-3 is annexed to this report as “Annexure- A”.

There has been no qualification, reservation, adverse remark or disclaimer given by the Secretarial Auditors in their Report. Therefore, there was no need for the Board to give any comments or explanation on the Secretarial Auditors Report.

Internal Auditors

In accordance with the provisions of Section 138 of the Act read with the Companies (Accounts) Rules, 2014, Mr. Abhiset Basu conducted the internal audit of the Company for the FY 2025-26.

REPORTING OF FRAUDS BY AUDITORS

During the year under review, the Statutory Auditors and Secretarial Auditors have not reported any instance of fraud committed in the Company by its officers or employees to the Audit Committee under Section 143(12) of the Act.

COST RECORDS AND COST AUDIT

Maintenance of cost records and requirement of cost audit as prescribed under the provisions of Section 148(1) of the Act are not applicable for the business activities carried out by the Company.

NUMBER OF MEETINGS OF THE BOARD

The Board met 4 (four) times during the Financial Year 2025-26 viz., on 28th May, 2025, 14th August, 2025, 12th November, 2025 and 09th February, 2026. The details relating to attendance of Directors in each board meeting held during the Financial Year 2025-26 have been separately provided in the Corporate Governance Report.

BOARD EVALUATION

The Board of Directors has carried out an annual evaluation of its own performance, board committees, and individual directors pursuant to the provisions of the Act and SEBI Listing Regulations.

The performance of the Board was evaluated by the Board after seeking inputs from all the directors on the basis of criteria such as the board composition and structure, effectiveness of board processes, information and functioning, etc.

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

The above criteria are broadly based on the Guidance Note on Board Evaluation issued by the Securities and Exchange Board of India. In a separate meeting of Independent Directors, performance of Non Independent Directors, the Board as a whole and Chairman of the Company was evaluated, taking into account the views of Executive and Non-Executive Directors.

The Board and the Nomination and Remuneration Committee reviewed the performance of individual directors on the basis of criteria such as contribution of the individual director to the Board and Committee meetings like preparedness on the issues to be discussed, meaningful and constructive contribution and inputs in meetings, etc. At the Board meeting that followed the meeting of the Independent Directors and meeting of and Remuneration Committee, the performance of the Board, its Committees, and individual directors was also discussed. Performance evaluation of Independent Directors was done by the entire Board.

POLICY ON APPOINTMENT AND REMUNERATION OF DIRECTORS, KEY MANAGERIAL PERSONNEL AND SENIOR MANAGEMENT PERSONNEL

The Company's Policy on nomination and remuneration of Directors and KMP is available on the website of the Company at <https://shyamacs.com/wp-content/uploads/2024/10/Nomination-and-Remuneration-Policy.pdf>

COMMITTEES OF THE BOARD

The Board of Directors have constituted Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee to deal with specific areas/activities that need a closer review and to have an appropriate structure for discharging its responsibilities.

The composition, terms of reference, attendance of directors at the meetings of all the above Committees have been disclosed in the Corporate Governance Report.

ANNUAL RETURN

Pursuant to the provisions of Section 134(3)(a) and Section 92(3) of the Act, as amended, read with Rule 12 of the Companies (Management and Administration) Rules, 2014, the Annual Return of the Company for the Financial Year ended 31st March, 2026, is also available on website of the Company.

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

Since the Company does not own any manufacturing facility, the requirements pertaining to disclosure of particulars relating to conservation of energy, technology absorption and foreign exchanges earning and outgo, as prescribed under the Companies Rules, 1988, are not applicable.

GENERAL DISCLOSURES

Pursuant to the provisions of Companies (Accounts) Rules, 2014, the Company affirms that for the year ended on March 31, 2026:

- No material changes and commitments affecting the financial position of the Company have occurred between the close of the financial year to which the Financial Statement relate till the date of this report.
- During the Financial Year, no significant or material orders were passed by the Regulators or Courts or Tribunals which impact the going concern status and Company's operation in future.

- The Company has not issued equity shares with differential rights as to dividend, voting or otherwise.
- No proceedings are pending against the Company under the Insolvency and Bankruptcy Code, 2016.
- The Company serviced all the debts & financial commitments as and when they became due and no settlements were entered into with the bankers.
- The Company has complied with provisions relating to the Maternity Benefits Act, 1961.

ANNEXURES FORMING A PART OF THIS REPORT

Annexure	Particulars
A	Secretarial Audit Report

ACKNOWLEDGEMENT

The Board of Directors wishes to express its gratitude and record its sincere appreciation for the commitment and dedicated efforts put in by all the employees at all the levels during this challenging time. Your Directors take this opportunity to express their grateful appreciation for the encouragement, co-operation and support received by the Company from the local authorities, bankers, customers, suppliers and business associates. The directors are thankful to the esteemed shareholders for their continued support and the confidence reposed in the Company and its management.

For and on behalf of the Board of Directors

Shyama Computronics& Services Limited
(Formerly known as Shyama Infosys Limited)

Place: Kolkata
Date: 26th May, 2026

Rajib Singh
Managing Director
(DIN: 11160985)

Swaraj Kumar Singh
Whole-Time Director & CFO
(DIN: 10469348)



SACHIN PILANIA, B.Com(H), ACS

COMPANY SECRETARY IN WHOLE-TIME PRACTICE

FORM NO. MR-3

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED MARCH 31, 2025

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

To,

The Members,

Shyama Computronics and Services Limited

(Formerly Known as Shyama Infosys Limited)

3rd Floor, Plot-395/397, Ruia Building

Kalbadevi Road, Dabhol Karwadi, Kalbadevi,

Mumbai-400002

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by Shyama Computronics and Services Limited (Formerly Known as Shyama Infosys Limited) (hereinafter called the company) having (CIN-L24235MH1996PLC057150). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my verification of the company's books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, I hereby report that in my opinion, the company has, during the audit period covering the financial year ended on March 31, 2026 ("Audit Period") complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

I have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on March 31, 2026, according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made thereunder;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings; *(The Company did not have any Foreign Direct Investment during the financial year);*
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):

Address: Diamond Heritage 16, Strand Road Room No. 620 6th Floor, Kolkata WB: 700001

☎ : (M) (0)8697676741, 8100724350 ✉ : sachinpilania22@gmail.com



- (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- (b) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- (c) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- (d) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
- (e) The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021; **(Not Applicable to the Company during the Audit Period);**
- (f) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; **(Not Applicable to the Company during the year under review);**
- (g) The Securities and Exchange Board of India (Depository Participant) Regulations, 2018;
- (h) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021; and **(Not Applicable to the Company during the Audit Period);**
- (i) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; **(Not Applicable to the Company during the Audit Period);**
- (j) The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021; **(Not Applicable to the Company during the Audit Period).**

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

- (i) Secretarial Standards issued by The Institute of Company Secretaries of India.
- (ii) The Listing Agreements entered into by the Company with BSE Limited read with the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above.

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SACHIN PILANIA, B.Com(H), ACS

COMPANY SECRETARY IN WHOLE-TIME PRACTICE

I further report that:

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.

None of the directors in any meeting dissented on any resolution and hence there was no instance of recording any dissenting member's view in the minutes.

I further report that there are adequate systems and process in the company commensurate with the size and operations of the company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

I further report that during the Audit Period, the Company has not incurred any specific event / action that can have a major bearing on the Company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standard etc.

Sachin Pilania

Practicing Company Secretary

Membership No. A 37957

COP No. 14154

Peer Review Certificate No.:2766/2022

UDIN: A037957H000508086

Date: May 26, 2026

Place: Kolkata



SACHIN PILANIA, B.Com(H), ACS

COMPANY SECRETARY IN WHOLE-TIME PRACTICE

Annexure – A

To,
The Members,
Shyama Computronics and Services Limited
(Formerly Known as Shyama Infosys Limited)
3rd Floor, Plot-395/397, Ruia Building
Kalbadevi Road, Dabhol Karwadi, Kalbadevi,
Mumbai-400002

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

1. Maintenance of Secretarial record is the responsibility of the management of the Company. My responsibility is to express an opinion on these Secretarial records based on my audit.
2. I have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in Secretarial records. I believe that the processes and practices, I followed provide a reasonable basis for my opinion.
3. I have not verified the correctness and appropriateness of financial records and books of accounts of the Company.
4. The compliance of the provisions of corporate and other applicable laws, rules, regulations, standards is the responsibility of the management. My examination was limited to the verification of procedures on test check basis.
5. I believe that the audit evidence and information obtained from the Company's management is adequate and appropriate for me.
6. The Secretarial audit report is neither an assurance as to the future viability of the Company nor of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

Sachin Pilania

Practicing Company Secretary

Membership No. A 37957

COP No. 14154

Peer Review Certificate No.:2766/2022

UDIN: A037957H000508086

Date: May 26, 2026

Place: Kolkata

Address: Diamond Heritage 16, Strand Road Room No. 620 6th Floor, Kolkata WB: 700001

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CORPORATE GOVERNANCE REPORT

1. COMPANY'S PHILOSOPHY ON CODE OF GOVERNANCE

Corporate Governance is an integral element in improving efficiency and growth as well as enhancing investor confidence. Corporate Governance covers various aspects of a business by which organisations are directed and managed. It influences how the objectives of a business are set and achieved, how risks are monitored and assessed, and how internal performance is optimised. It refers to a methodological application of techniques aimed at attaining greatest level of integrity, fairness, equity, transparency, accountability and commitment. It helps companies deliver long-term corporate success with economic growth and ensures that the management of a company considers the best interests of everyone.

Your company adheres to the best practices on Corporate Governance and is committed to doing things in the right way. Your company maintains the highest standards of corporate behaviour, to succeed in the long run. Our corporate structure, business operations and disclosure practices have been strictly aligned to our Corporate Governance philosophy. The management through its persistent efforts continues to adapt and follow best practices in all the functional areas for efficiently discharging its responsibilities towards all the stakeholders.

2. BOARD OF DIRECTORS

Role of Board of Director

The Board plays a crucial role in overseeing how the management serves the short and long-term interests of the stakeholders. Accordingly, to oversee the same, competent, experienced and eminent personalities from diverse spheres, possessing varied skills, qualifications, expertise and experience have been selected and appointed as the members of the Board.

Your Company firmly believes that a diversified and cohesive Board with strong Independent representation is necessary to ensure the highest level of Corporate Governance.

Board composition

As on the date of this report, the Board consists of six Directors comprising of three Independent Directors including a woman director and three Executive Directors. The position of the Chairman of the Board and the Managing Director are held by same individuals.

The Board's composition is in accordance with the provisions of Section 149 of the Companies Act, 2013 (hereinafter referred to as 'Act') and Regulation 17 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred to as 'Listing Regulations').

3. DIRECTORSHIP(S), COMMITTEE MEMBERSHIP(S)/ CHAIRMANSHIP(S) AND SHAREHOLDING

Every Director on the Board notifies the Company on an annual basis about the Board and the Committee positions which he/she occupies in other Companies and constantly updates any changes therein. The number of Directorship(s), Committee Membership(s)/ Chairmanship(s) of all the Directors is within respective limits prescribed under the Act and the Listing Regulations.

The category of Directors, attendance at Board Meetings held during the Financial Year ('FY') under review, the number of Directorships/ Chairpersonships and Committee positions held by them in other public limited companies and Directorships held by them in other listed entities as on March 31, 2026, are as follows:

Sl. No.	Name & Designation/ Category	No. of Board Meetings attended in the year (Total 4 Meetings)	Number of Directorship in other public limited Companies*		Number of Membership/ Chairmanship of Committees of Other public limited Companies**		Directorship in other listed entity (Category of Directorship)
			Unlisted Public Company	Listed Public Company	As Chairman	As Member (including chairmanship)	
MANAGING DIRECTOR							
1.	Mr. Samir Biswas ¹ (DIN: 07834496)	1	0	1	0	1	0
2	Mr. Rajib Singh ² (DIN: 11160985)	3	0	1	0	1	0
EXECUTIVE DIRECTOR							
3.	Mr. Swaraj Kumar Singh (DIN: 10469348)	4	0	1	0	1	0
4.	Mr. Amit Paul (DIN: 07862254) ³	1	0	1	0	0	0
5.	Mr. Dipak Kumar Das ⁴ (DIN: 11160989)	3	0	1	0	0	0
NON-EXECUTIVE INDEPENDENT DIRECTOR							
6.	Mr. Arani Guha (DIN: 07862254)	4	0	1	3	3	0
7.	Mr. Raj Sharma (DIN: 08153697)	4	0	1	0	0	0

8.	Ms. Madhuri Pandey (DIN: 08358534)	4	3	1	1	3	0
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** Excludes Directorships/Chairpersonships in private limited companies, foreign companies, companies registered under Section 8 of the Act, Government Bodies and Alternate Directorships*

***Represents Chairpersonships/Memberships of Audit and Stakeholders Relationship Committees in all public limited companies as required under Regulation 26(1)(b) of the SEBI Listing Regulations*

1. Ceased to be Managing director of the Company with effect from 14-08-2025.
2. Appointed as the Managing director of the Company with effect from 14-08-2025.
3. Ceased to be director of the Company with effect from 14-08-2025.
4. Appointed as the director of the Company with effect from 14-08-2025.

4. KEY SKILLS, EXPERTISE, COMPETENCIES OF THE BOARD OF DIRECTORS

We believe that it is the collective effectiveness of the Board that impacts Company's performance and therefore members of the Board should have a balance of skills, experience and diversity of perspectives appropriate to the Company. The identification of the core skills of Individual Directors not only assist in ascertaining the specialisation of each Director but also helps in identifying the gaps in core skill required for effective functioning of the Company. The specific areas of focus or expertise of individual Board members have been highlighted in the table below:

Key Attributes/Areas of Expertise	Mr. Rajib Singh	Mr. Swaraj Kumar Singh	Mr. Dipak Kumar Das	Mr. Arani Guha	Mr. Raj Sharma	Ms. Madhuri Pandey
Industry Expertise	✓	✓	✓	✓	✓	✓
Financial, Taxation & Accounting	✓	✓	✓	✓	✓	✓
Legal, Compliance, Governance & Risk Management	✓	✓	✓	✓	✓	✓
Sales & Marketing	✓	✓	✓	✓	✓	✓
Leadership, Management & Corporate Strategy	✓	✓	✓	✓	✓	✓
Administration & Human Resource	✓	✓	✓	✓	✓	✓

The composition of the Board meets the requirements of skills, expertise and competencies as identified above

5. BOARD PROCEDURES

The Company adheres to the provisions of the Act, Secretarial Standards and Listing Regulations with respect to convening and holding the meetings of the Board of Directors and its Committees. The Board meets at regular intervals to discuss and decide on business strategies/ policies, financial results, business operations, future course of actions and reviews all the relevant information which is mandatorily required to be placed before the Board. Minimum four Board meetings are held during a year and additional meetings are held to address specific needs. However, in case of a special and urgent business need, the Board's approval is taken by passing resolutions by circulation, as permitted by law, which are noted and confirmed in the subsequent Board Meeting.

The agenda of the Board/Committee meeting is set by the Company Secretary in consultation with the Chairman and Managing Director of the Company and are circulated amongst the Directors well in advance to enable the Board to take informed decisions. The agenda for the Board and Committee meetings include detailed notes on the items to be discussed at the meeting. At Board/Committee meetings, departmental heads and representatives who can provide additional insights are invited, if required. Draft minutes of the proceedings of the meetings are circulated in

time and the comments, if any, received from the Directors are incorporated in the minutes in consultation with the Chairman. Important decisions taken by the Board and its Committees are promptly communicated to the concerned departments.

6. MEETING OF THE BOARD OF DIRECTORS

Four Board Meetings were held during the FY 2025-26 in compliance with the various provisions of the Act/ Listing Regulations. The maximum interval between any 2 (two) consecutive Board Meetings was well within the maximum allowed gap of 120 (one hundred and twenty) days. The necessary quorum was present for all the meetings.

Meetings Held during FY 2025-26, Four (4) Meetings of the Board of Directors were held on the following dates:

Name of the Director	Attendance at Board Meetings held during the Year						
	28 th May, 2025	14 th August, 2025	12 th November, 2025	09 th February, 2026	Number of meetings held	Number of meetings attended	Attendance at last AGM held on 15th September, 2025*
Mr. Samir Biswas ¹	✓	-	-	-	4	1	-
Mr. Rajib Singh ²	-	✓	✓	✓	4	3	✓
Mr. Swaraj Kumar Singh	✓	✓	✓	✓	4	4	✓
Mr. Amit Paul ³	✓	-	-	-	4	1	-
Mr. Dipak Kumar Das ⁴	-	✓	✓	✓	4	3	✓
Mr. Arani Guha	✓	✓	✓	✓	4	4	✓
Mr. Raj Sharma	✓	✓	✓	✓	4	4	✓
Ms. Madhuri Pandey	✓	✓	✓	✓	4	4	✓

* The 28th Annual General Meeting of the Company was held through Video Conferencing/Other Audio Visual Means (OAVM) mode in compliance with the circulars issued by MCA/SEBI in this regard.

1. Mr. Samir Biswas is ceased to be the Managing Director of the Company with effect from 14th August, 2025.
2. Mr. Rajib Singh was appointed the Managing Director of the Company with effect from 14th August, 2025.
3. Mr. Amit Paul is ceased to be the Director of the Company with effect from 14th August, 2025.
4. Mr. Dipak Kumar Das is ceased to be the Director of the Company with effect from 14th August, 2025.

Independent Directors

Independent Directors play a pivotal role by overseeing the Company's internal controls, financial reporting and risk management. They provide valuable insights and recommendations that help the Company achieve its goals for ensuring effective corporate governance for the success and sustainability of the organisation. Their increased presence in the boardroom has been hailed as a harbinger for striking a right balance between individual, economic and social interests. The Company currently has 3 (Three) Non-Executive Independent Directors with one (1) Woman Director. The maximum tenure of the Independent Directors is in accordance with the Act and the SEBI Listing Regulations. The NRC identifies candidates based on certain criteria laid down and takes into consideration the need for diversity of the Board which, inter alia, includes skills, knowledge and experience and accordingly makes its recommendations to the Board.

Independence of Directors

The Company has received a declaration from the Independent Directors confirming that they meet the criteria of independence as prescribed under Section 149(6) of the Act read with Regulation 16(1)(b) of the SEBI Listing Regulations. In terms of Regulation 25(8) of the SEBI Listing Regulations, the Independent Directors have confirmed that they are not aware of any circumstances or situations which exist or may be reasonably anticipated that could impair or impact their ability to discharge their duties.

In the opinion of the Board, the Independent Directors fulfil the conditions of independence specified in the Act and the SEBI Listing Regulations and are independent of the Management.

Further, the Independent Directors have in terms of Section 150 of the Act read with Rule 6 of the Companies (Appointment & Qualification of Directors) Rules, 2014, as amended, confirmed that they have enrolled themselves in the Independent Directors' Databank maintained with the Indian Institute of Corporate Affairs ('IICA').

Meeting of Independent Directors

During the year under review, one (1) Meeting of the Independent Directors of the Company was held on 28th May, 2026, as required under Schedule IV to the Act (Code for Independent Directors) and Regulation 25(3) of the SEBI Listing Regulations. At their Meeting, the Independent Directors reviewed the performance of Non-Independent Directors and the Board as a whole including the Chairman of the Board after taking the views of Executive and Non-Executive Directors and also assessed the quality, quantity and timeliness of flow of information between the Management and the Board that is necessary for the Board to effectively and reasonably perform their duties.

The Meeting was attended by all the Independent Directors as on that date and Mr. Raj Sharma chaired the said Meeting.

Familiarisation programmes for independent directors

All the Directors inducted on the Board are provided a formal orientation programme to acquaint them with the Company's background history, milestones, nature of industry, product offerings, businesses, policies of the Company, structure of the board and committees. The Managing Director of the Company also has a one to one discussion with the Directors to familiarise him with the Company's culture.

Further, at regular intervals familiarisation programs are arranged wherein Independent Directors are informed about business strategy, business operations, market share, financial parameters, regulatory and business scenario of the industry, changes in business model and are provided with all necessary updates, documents, reports, policies to ensure that the Independent Directors are properly aware about the business and performance of the Company from time to time. Such programmes provide an opportunity to the Directors to understand the business and strategy of the Company in detail.

7. COMMITTEES OF THE BOARD

The Board Committees play a crucial role in the governance structure of the Company and have been constituted to focus on those aspects of business that require special attention. Each Committee is guided by its terms of reference, which defines the composition, scope and powers of the Committee. The Committees administered by their respective Chairman meet at regular intervals.

There are three Committees of the Board as on March 31, 2026, details of which are as follows:

A. AUDIT COMMITTEE

The Audit Committee's role is to assist the Board in overseeing the governance function and responsibilities in relation to the Company's financial reporting process carried out by the Management, internal control system, risk management system and internal and external audit functions. The Audit Committee functions according to its charter/terms of reference that defines its composition, authority, responsibilities and reporting functions. All the items listed in Section 177 of the Act and Regulation 18(3) read with Part C of Schedule II to the SEBI Listing Regulations are covered in its terms of reference.

During FY 2025-26, Four (4) Meetings of the Audit Committee were held on the following dates:

- 28th May 2025
- 14th August, 2025
- 12th November, 2025
- 09th February, 2026

The gap between two Meetings did not exceed 120 days. Necessary quorum was present for all the Meetings of the Committee.

Composition and Attendance

Name of Member	Category	Position	Number of meetings held	Number of meetings attended
Arani Guha	Non-Executive Independent Director	Chairperson	4	4
Madhuri Pandey	Non-Executive Independent Director	Member	4	4
Swaraj Kumar Singh	Whole-Time Director	Member	4	4

The Chief General Counsel & Company Secretary acts as the Secretary to the Audit Committee.

The composition of the Committee is in conformity with Section 177 of the Act and Regulation 18(1) of the SEBI Listing Regulations. The Chairperson of the Audit Committee has one-on-one meetings with both the Internal Auditors and the Statutory Auditors on a periodic basis to discuss key concerns, if any. The Managing Director, Chief Financial Officer, Statutory Auditors and Chief Internal Auditor attend and participate in all the Meetings of the Committee.

The Committee, from time to time, also invites such executives, as it considers appropriate, to be present at the Meetings. During the year under review, the Committee reviewed the key audit findings covering operational, financial and compliance areas, internal financial controls and financial reporting systems. The Chairperson of the Audit Committee briefs the Board at its Meetings about the significant discussions at each of the Audit Committee Meetings including the internal audit matters. The minutes of each of the Audit Committee Meetings are placed in the next Meeting of the Board after they are confirmed by the Committee.

Mr. Arani Guha, Chairperson of the Audit Committee, was present during the last AGM held on 15th day of September, 2025.

Terms of Reference:

The Audit Committee of the Company is responsible for supervising the Company's internal controls and financial reporting process and inter-alia performs the following functions:

- Oversight of the Company's financial reporting process and disclosure of its financial information to ensure that the financial statements are materially correct, sufficient and credible;
- Review of the Company's accounting policies, internal accounting controls, financial and such other matters and the changes thereon;

- Review and approve related party transactions and subsequent modifications of the transactions;
- Review the functioning of Whistleblower Mechanism of the Company which shall include the Vigil Mechanism for Directors and employees to report genuine concerns in the prescribed manner;
- Discuss and review with the Management and auditors, the annual/half-yearly/quarterly financial statements before submission to the Board for approval;
- Hold timely discussions with external auditors regarding critical accounting policies and practices, significant reporting issues and judgements made, nature and scope of audit;
- Evaluate auditors' performance, qualification, independence and effectiveness of audit process;
- Recommend to the Board, the appointment, reappointment, removal of the external auditors, fixation of audit fees and also approval for payment of audit and non-audit services;
- Reviewing the adequacy of internal control system, internal audit function and risk management function;
- Valuation of undertakings or assets of the Company, wherever it is necessary;
- Consider and comment on the rationale, cost benefits and impact of schemes involving merger, demerger, amalgamation etc., on the Company and its shareholders; and
- Carrying out any other function as is mentioned in the terms of reference of the Audit Committee.

Further, pursuant to Regulation 18(2)(c) of the SEBI Listing Regulations, the Audit Committee is empowered to investigate any activity within its terms of reference, seek information it requires from any employee, obtain outside legal or other independent professional advice and secure attendance of outsiders with relevant expertise, if considered necessary. Apart from the above, the Audit Committee also exercises the role and powers entrusted upon it by the Board of Directors from time to time.

B. NOMINATION AND REMUNERATION COMMITTEE

The Nomination and Remuneration Committee ('NRC') is constituted and functions in accordance with Section 178 of the Act, Regulation 19 of the SEBI Listing Regulations and its charter, as approved by the Board.

The role of the NRC is to oversee the selection of Directors and Senior Management based on criteria related to the specific requirement of expertise and independence. The NRC evaluates the performance of Directors and Senior Management based on the expected performance criteria. The NRC also recommends to the Board the remuneration payable to Directors and Senior Management of the Company. An annual working plan for the NRC Meetings is agreed by the Members at the beginning of the year.

During the year, three Nomination and Remuneration Committee meetings were held on

- 14th August, 2025
- 09th February, 2026

The composition of Nomination and Remuneration Committee and the details of meetings attended by the members are given below:

Name	Category	Position	Number of meetings held	Number of meetings attended
Arani Guha	Non-Executive Independent Director	Chairperson	2	2
Madhuri Pandey	Non-Executive Independent Director	Member	2	2
Raj Sharma	Non-Executive Independent Director	Member	2	2

Terms of Reference

The Board has adopted a charter of the NRC for its smooth functioning covering aspects relating to composition, responsibilities, evaluation process, remuneration, Board development and reviewing HR strategy. The key terms of reference of the NRC, inter alia, are:

- Make recommendations to the Board regarding the setup and composition of the Board;
- Review the efficacy of HR practices including those for leadership development, rewards and recognition, talent management and succession planning (specially for Board, KMP and Senior Management);
- Identify persons who are qualified to become Directors and who may be appointed in Senior Management in accordance with the criteria laid down and recommend to the Board of Directors their appointment and removal;
- Support the Board and Independent Directors, as may be required, in evaluation of the performance of the Board, its Committees and Individual Directors;
- Recommend to the Board whether to extend or continue the term of appointment of the Independent Director, on the basis of the report of performance evaluation of Independent Directors;
- On an annual basis, recommend to the Board the remuneration payable to Directors, KMP and executive team members of the Company;
- Devise a policy on Board diversity;
- Review HR and people strategy and its alignment with the business strategy periodically or when a change is made to either;
- Provide guidelines for remuneration of Directors on material subsidiaries; and
- Evaluate the balance of skills, knowledge and experience on the Board and prepare a description of the role and capabilities required of an Independent Director.

The composition and terms of reference of the NRC are in compliance with the provisions of Section 178(1) of the Act and Regulation 19 of the SEBI Listing Regulations. The Chairman of the NRC briefs the Board at its Meetings about the significant discussions at each of the NRC Meetings.

Mr. Arani Guha, Chairperson of the Nomination and Remuneration Committee, was present during the last AGM held on 15th day of September, 2025.

REMUNERATION OF DIRECTORS AND KMP

The Company has adopted a Nomination & Remuneration Policy to determine the compensation structure of the Executive/ Non-Executive Directors.

The salient features of the Nomination & Remuneration Policy are provided in the Board's Report and the detailed policy is available on the Company's website at <https://shyamacs.com/wp-content/uploads/2024/10/Nomination-and-Remuneration-Policy.pdf>

Remuneration paid to Executive Directors

The appointment and remuneration of Executive Directors are governed by the Articles of Association of the Company and the resolutions passed by the shareholders of the Company. The remuneration paid to Executive Directors is determined keeping in view the industry benchmarks, the performance of the Director, the performance of the Company and upon the recommendation of Nomination & Remuneration Committee.

Details of remuneration paid to Executive Directors during the year 2025-26 are given below:

(Rs. In Lacs)

Name	Designation	Remuneration (₹ in millions)	Bonus/ Commission/ Pension etc. (₹ in millions)	Period of appointment/ Service Contract	Notice Period	Severance Fee	Stock Option
Mr. Rajib Singh	Managing Director	0.60	NIL	Appointed for a period of five years up to 13 th August, 2030		NIL	NIL
Mr. Swaraj Kumar Singh	Executive Director	0.60	NIL	Appointed for a period of five years up to 13 th February, 2029		NIL	NIL
Mr. Dipak Kumar Das	Executive Director	NIL	NIL	Appointed for a period of five years up to 13 th August, 2030		NIL	NIL

Remuneration paid to Non-Executive Directors

The Non-Executive Directors are paid sitting fee of `10000/- for attending each board meeting, - and are also paid commission if recommended by the Nomination and Remuneration Committee and approved by the Board. The Non-Executive Directors are not entitled to any stock options.

The Company has no pecuniary relationship or transactions with its Non-Executive Directors other than payment of sitting fee and out-of-pocket expenses, if any, to them for attending the Board and Committee meetings.

Details of sitting fees paid to Non-Executive Directors during the year 2025-26 are given below:

Name Of Director	Sitting Fee
Mr. Arani Guha	Rs 5000 per month
Mr. Raj Sharma	Rs 5000 per month
Ms. Madhuri Pandey	Rs 5000 per month
Total	Rs 15000 per month

Details of Remuneration to Key Managerial Personnel other than Managing Director / Manager / Whole Time Director for FY 2025-26

(Rs. In Lacs)

Name of Key Managerial Personnel	Gross Salary	Commission	Others	Total Remuneration
Nikita H Khandelwal	1.62	NIL	NIL	1.62
Mr. Swaraj Kumar Singh	0.60	NIL	NIL	0.60

C. STAKEHOLDERS RELATIONSHIP COMMITTEE

The Stakeholders Relationship Committee has been constituted in accordance with the provisions of Section 178 of the Act and Regulation 20 of Listing Regulations. The Committee comprises of three directors, two being executive and one Independent. The Company Secretary acts as Secretary to the Committee.

As a measure of speedy redressal of investor grievances, the Company has registered on SCORES (SEBI Complaints Redress System) platform, a web based centralised grievance redress system set up by SEBI to capture investor complaints against listed companies. No Complaints were registered on SCORES against the Company during the financial year 2025-26. There were no pending complaints at the beginning and at the end of financial year 2025-26.

During the year, one Stakeholders Relationship Committee meeting was held on 14th August, 2025.

The composition of Stakeholders Relationship Committee and the details of meetings attended by the members are given below:

Name	Category	Position	Number of meetings held	Number of meetings attended
Madhuri Pandey	Non-Executive Independent Director	Chairperson	1	1
Swaraj Kumar Singh	Whole-Time Director	Member	1	1
Rajib Singh	Managing Director	Member	1	1

Terms of Reference

The terms of reference of the Stakeholders Relationship Committee are in line with the guidelines set out in the Act and Listing Regulations and inter-alia includes the following:

- The terms of reference of the SRC, inter-alia, are as under: Resolving the grievances of the security holders;
- Reviewing details of transfer of unclaimed dividend/ securities to the Investor Education and Protection Fund;
- Reviewing the transfer, transmission, dematerialisation of securities;
- Reviewing measures taken for effective exercise of voting rights by shareholders;
- Reviewing adherence to the service standards in respect of various services being rendered by the Registrar & Share Transfer Agent;
- Reviewing various measures and initiatives taken for reducing the quantum of unclaimed dividends; and
- Ensuring timely receipt of dividend warrants/annual reports/ statutory notices by the shareholders of the Company.

Status of Investor Complaints

The status of investor complaints as on March 31, 2026, as reported under Regulation 13(3) of the SEBI Listing Regulations is as under:

Pending as on April 1, 2025	Received during the year	Resolved during the year	Pending as on March 31, 2026
0	0	0	0

Name, designation and address of Compliance Officer:

Nikita H Khandelwal, Company Secretary
Shyama Computronics and Services Limited 3rd Floor, Plot-395/397, Ruia Building, Kalbadevi Road, Mumbai- 400002, Mumbai City, Maharashtra

The Chairperson/Chairman of the SRC briefs the Board at its Meetings about the significant discussions at each of the SRC Meetings.

Mrs. Madhuri Pandey, Chairperson of the Stakeholders Relationship Committee, was present during the last AGM held on 15th day of September, 2025.

MEANS OF COMMUNICATION

The Company recognises communication as a key element of the overall Corporate Governance framework, and therefore emphasises on prompt, continuous, efficient and relevant communication to all stakeholders.

Stock Exchange Intimations

All price-sensitive information and matters that are material to shareholders are disclosed to the respective Stock Exchanges where the securities of the Company are listed. All submissions to the Exchanges are made through the respective electronic filing systems. Material events or information as detailed in Regulation 30 of the SEBI Listing Regulations are disseminated on the Stock Exchanges by filing them with BSE Limited ('BSE') through BSE Listing Centre.

Financial Results:

The quarterly/half-yearly/annual financial results of the Company are communicated to the Stock Exchanges immediately after they are considered and approved by the Board of Directors and are published in prominent newspapers usually in Financial Express (all India editions) in English and Prathakalin Marathi.

Annual Report:

The Annual Report, inter alia containing, Audited Financial Statements, Directors' Report (including Corporate Governance Report, Auditors' Report) and other important information are circulated to the members and forwarded to the stock exchanges.

Company's Website:

In order to make the corporate website user-friendly with a great communication mix and enable ease of navigation and better accessibility to the information, the Company has in place a corporate website wherein comprehensive information such as the Company's business and operations, policies, stock exchange intimations, press releases, etc. can be accessed. The 'Investors' tab on the website provides information relating to financial performance, annual reports, corporate governance reports, policies, general meetings, credit rating, details of unclaimed dividend and shares transferred to IEPF, frequently asked questions and presentations made to analysts/investors.

Additionally, various downloadable forms required to be executed by the shareholders have also been provided on the Company's website.

8. GENERAL BODY MEETING:

a. Annual General Meeting:

Year	Date	Time	Place
2024-2025	25-09-2024	02:30 P.M.	Held through video conference/other audio visual means, Deemed venue was 3rd Floor, Plot-395/397, Ruia Building Kalbadevi Road, Dabhol Karwadi, Kalbadevi Mumbai Mumbai City-400002
2023-2024	29-09-2023	11:00 A.M.	
2022-2023	29-09-2023	11:00 A.M.	

b. Postal Ballot

Postal Ballot Notice dated	Special Resolution(s) passed	Voting Period
17-10-2025	Appointment of Mr. Rajib Singh (DIN: 11160985) as the Managing Director of the Company Appointment of Mr. Dipak Kumar Das (DIN: 11160989) as the Director of the Company	The e-voting commenced on Wednesday, 26th October, 2025, at 9:00 A.M. IST and ended on Saturday, 24th November, 2025, at 5:00 P.M.

9. GENERAL SHAREHOLDER INFORMATION

- (i) Details of Annual General Meeting: Monday, September 15, 2025, through Video Conferencing/ Other Audio Visual Means (VC/OAVM) at time 3:30 P.M
- (ii) Financial year: The financial year of the Company is from 1st April, 2025 to 31st March, 2026.
- (iii) Dividend payment date- Company has not declared any dividend during the period under review.
- (iv) Listing on Stock Exchanges:

Name of Stock Exchange	Address	Stock Code/symbol	ISIN
BSE Limited (BSE)	Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai - 400 001	531219	INE861E01019

The Company has paid the annual listing fees for the financial year 2025-26 to the respective stock exchange within the prescribed time limit.

(v) The securities of the Company were available for trading on BSE throughout the year and were not suspended for any period.

(vi) Registrar and Transfer Agents:

Niche Technologies Private Limited
3A, Auckland Place, 7TH Floor Room NO.7A
&7B; City, Kolkata, 700017

(vii) Share Transfer System:

In terms of Regulation 40(1) of the SEBI Listing Regulations, as amended from time to time, transfer, transmission and transposition of securities shall be effected only in dematerialized form.

Pursuant to SEBI Circular dated January 25, 2022, the listed companies shall issue the securities in dematerialized form only, for processing any service requests from shareholders viz., issue of duplicate share certificates, endorsement, transmission, transposition, etc.

The Directors and certain Company officials (including Chief Financial Officer and Company Secretary) are authorized by the Board severally to approve transactions, which are noted at subsequent Board Meetings.

(viii) Distribution of shareholding on the basis of shareholders' class as on 31st March, 2026:

No. of Equity Shares held	No. of shareholders		No. of shares held	% held
	Holding shares	%		
1-500	810	36.3881	2,68,300	2.6658
501-1000	384	17.2507	3,46,700	3.4448
1001-5000	675	30.3235	18,32,050	18.2033
5001 – 10000	199	8.9398	15,06,700	14.9706
10001-50000	136	6.1096	27,97,400	27.7950
50001 – 1000000	10	0.4492	7,07,300	7.0277
100001 and Above	12	0.5391	26,05,950	25.8928
Total	2226	100.00	10064400	100.00

(ix) That the total of the shares held in NSDL,CDSL and Physical as on 31st March, 2026:

Particulars	No of Shares	% of Shares
NSDL	6933200	68.89
CDSL	1300300	12.92
PHYSICAL	1830900	18.19
Total	10064400	100

(x) Outstanding Global Depository Receipts (GDRs) or American Depository Receipts (ADRs) or warrants or any convertible instruments, conversion date and likely impact on equity-

The Company has not issued any GDRs or ADRs or warrants or any convertible instruments during the year under review

(xi) Commodity price risk/foreign exchange risk and hedging activities –N.A

(xii) The Credit Ratings obtained by the Company along with the revisions during the year are mentioned below:

SL No.	Name of the Credit Rating Agencies	Facilities	Revised Ratings	Previous Ratings
NA				

10. SECRETARIAL AUDIT AND OTHER CERTIFICATES

Sachin Pilania, Practising Company Secretaries, has conducted a secretarial audit of the Company for FY 2025-26. The Audit Report confirms that the Company has complied with the applicable provisions of the Act and the Rules made thereunder, its Memorandum and Articles of Association, SEBI Listing Regulations and the other applicable SEBI Regulations. The Secretarial Audit Report forms part of the Board's Report as an Annexure.

In accordance with the SEBI Circular dated February 8, 2019 and additional affirmations required under Circulars issued by NSE and BSE dated March 16, 2023 and April 10, 2023 read with Regulation 24A of the SEBI Listing Regulations, the Company has obtained an Annual Secretarial Compliance Report from Mr. Sachin Pilania, Practising Company Secretaries, confirming compliances with all applicable SEBI Regulations, Circulars and Guidelines for the year ended March 31, 2026.

A Company Secretary in Practice has carried out a quarterly Reconciliation of Share Capital Audit to reconcile the total admitted capital with NSDL & CDSL and the total issued and listed capital. The audit confirms that the total issued/paid-up capital is in agreement with the aggregate of the total number of shares in physical form and the total number of shares in dematerialised form (held with NSDL and CDSL).

Mr. Sachin Pilania, Practising Company Secretary, has issued a certificate confirming that none of the Directors on the Board of the Company has been debarred or disqualified from being appointed or continuing as Directors of companies by SEBI/ MCA or any such statutory authority. The said Certificate is annexed to this Report on Corporate Governance.

11. OTHER DISCLOSURES

Statutory Compliance, Penalties and Structures

The Company has complied with the requirements of the Stock Exchanges, SEBI and Statutory Authority on all matters related to capital markets. During the last three years, no penalties or strictures have been imposed on the Company by these authorities.

None of the Company's listed securities is suspended from trading.

Whistle Blower Policy

The Company has devised an effective whistle blower mechanism enabling stakeholders, including individual employees and their representative bodies, to communicate their concerns about illegal or unethical practices freely.

The Vigil Mechanism Policy (Whistle Blower Policy) of the Company provides for adequate safeguards against victimisation of employees who avail of the mechanism. No personnel of the Company have been denied access to the Chairperson of the Audit Committee. The Policy also facilitates all employees of the Company to report any instance of leak of unpublished price sensitive information.

The Vigil Mechanism/Whistle Blower Policy is available on the website of the Company at <https://shyamacs.com/wp-content/uploads/2024/10/Whistle-Blower-Policy.pdf>

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

As per the requirement of the Sexual Harassment of Women at Workplace (Prevention, Prohibition & Redressal) Act, 2013 ('POSH Act') and Rules made thereunder, the Company has formed an Internal Committee ('IC') for its workplaces to address complaints pertaining to sexual harassment in accordance with the POSH Act.

The Company has a detailed Policy for Prevention of Sexual Harassment at Workplace, which ensures a free and fair enquiry process with clear timelines for resolution.

No complaints were pending at the beginning of the financial year, no complaints received during the period, no complaints disposed and therefore, no complaint pending at the end of the period.

Policy on Determination of Materiality for Event

Policy on Determination of Materiality for Disclosure of Events or Information as per Regulation 30 of the SEBI Listing Regulations is available on the website of the Company at <https://shyamacs.com/wp-content/uploads/2024/10/Code-of-conduct-for-determining-materiality-of-events.pdf>

Code of Conduct for Prevention of Insider Trading

In accordance with the provisions of SEBI (Prohibition of Insider Trading) Regulations, 2015, the Board of Directors of the Company has adopted a 'Code of Conduct to Regulate, Monitor and

Report Trading by Designated Persons' with a view to regulate trading in securities of the Company by insiders.

The Code prohibits the insiders from dealing in the securities of the Company on the basis of any unpublished price sensitive information available to them by virtue of their position in the Company. The Code also provides for periodical disclosures from designated persons as well as pre-clearance of transactions (above threshold) by such persons so that they may not use their position or knowledge of the Company to gain personal benefit or to provide benefit to any third party. A copy of the aforesaid codes is accessible on the Company's website at <https://shyamacs.com/wp-content/uploads/2024/10/Code-of-Practices-and-Procedures-for-Fair-Disclosure-of-UPSI.pdf>

Nikita H Khandelwal, Company Secretary, is the Compliance Officer for ensuring the compliance with and for the effective implementation of the SEBI PIT Regulations and the Code across the Company.

Anti-Bribery & Anti-Corruption and Anti-Money Laundering Policy

The Company has designed the Anti-Bribery and Anti-Corruption Policy to ensure adherence to the highest ethical standards, in compliance with the applicable local anti-bribery laws. The purpose of this Anti-Bribery and Anti-Corruption Policy is to ensure that the Company sets up adequate procedures in order to prevent the Company's involvement in any activity relating to bribery, facilitation payments, or corruption, even where the involvement may be unintentional. It requires employees, directors, officers of the Company and third parties subject to this Anti-Bribery and Anti Corruption Policy to recognize questionable transactions, behaviour or conduct, and take necessary steps to record such activities.

Under the above Policies, Compliance Officers have a functional reporting about any violation of the Policies to the Chairperson of the Audit Committee. The policy is available at the website of company at <https://shyamacs.com/wp-content/uploads/2024/10/Anti-Corruption-and-Anti-Bribery-Policy.pdf>

Code of Conduct for Directors and Senior Management

The Company has adopted a Code of Conduct for Directors and Senior Management Personnel ("the Code"). The Code is intended to serve as a basis for ethical decision-making in conduct of professional work. The Code requires Directors and Employees to act honestly, fairly, ethically, with integrity and conduct themselves in professional, courteous and respectful manner. The duties of Directors including duties as an Independent Director as laid down in the Companies Act, 2013 also forms part of the Code of Conduct. The copy of the Code has been displayed on the Company's website at <https://shyamacs.com/wp-content/uploads/2024/10/Code-of-Conduct-for-Directors-and-SMP.pdf>

Accounting Treatment in preparation of Financial Statements

The Company has prepared the Financial Statements in accordance with the Indian Accounting Standards (Ind AS) specified under Section 133 of the Act, read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 and the relevant provisions of the Act, as applicable.

Certification by MD and CFO

The Managing Director and the Chief Financial Officer have certified to the Board in accordance with Regulation 17(8) read with Part B of Schedule II to the SEBI Listing Regulations pertaining to CEO/CFO certification for the year ended March 31, 2026. The Certificate forms part of this Report.

Mandatory Requirements

The Company has complied with all applicable mandatory requirements of the Listing Regulations during the financial year 2025-26. Quarterly compliance report on Corporate Governance, in the prescribed format, duly signed by the compliance officer is submitted regularly with the Stock Exchanges where the shares of the Company are listed.

Subsidiary

The Company does not have any subsidiary and hence it has not formulated any Policy for determining 'material' subsidiaries.

Details of utilisation of funds raised through preferential allotment or qualified institutional placement

The Company has not raised any funds through preferential allotment or qualified institutions placement during the financial year 2025-26 as specified in Regulation 32 (7A) of the Listing Regulations.

Audit Fees

During the financial year 2025-26, the following payments were made to Statutory Auditors of the Company.

Particulars of Payment	M/s. A O Mittal & Associates
Statutory Audit Fees	37500/ (from 1 st April, 2025 to 31 st March, 2026)

Loans and advances in the nature of loans to firms / companies in which Directors are interested

During the financial year 2025-26, no 'Loans and advances' in the nature of loans have been given to firms/companies in which directors are interested.

Shareholder Rights

The quarterly / half-yearly / financial performance of the Company is sent to all the Members whose email addresses are registered with the Company/ Depositories.

Modified opinion(s) in Audit Report

During the year under review, there was no audit qualification, reservation, adverse remark or disclaimer in the Company's Financial Statements. The Company continues to adopt best practices to ensure a regime of unmodified audit opinion.

Reporting of Internal Auditor:

The Internal Auditor reports to the Audit Committee.

DECLARATION BY MANAGING DIRECTOR

I, Rajib Singh, Managing Director of Shyama Computronics & Services Limited, be hereby declare that all the Board members and Senior Management Personnel have complied with the Code of Conduct, applicable to them as laid down by the Board of Directors in terms of Regulation 26(3) of the SEBI Listing Regulations for the year ended March 31, 2025.

For Shyama Computronics & Services Limited

Date: 26th May, 2026

Place: Mumbai

Rajib Singh
Managing Director
DIN: 11160985

CERTIFICATE BY MANAGING DIRECTOR& CHIEF FINANCIAL OFFICER

Pursuant to Regulation 17(8) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

To,
The Board of Directors
Shyama Computronics and Services Limited

We hereby certify that:

- a. We have reviewed the Financial Statements and the Cash Flow Statement of Shyama Computronics and Services Limited ('the Company') for the year ended March 31, 2026, and confirm to the best of our knowledge and belief that:
 - i. these statements / results do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
 - ii. these statements / results together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
- b. There are, to the best of our knowledge and belief, no transactions have been entered into by the Company during the period, which are fraudulent, illegal or violate the Company's Code of Conduct.
- c. We accept responsibility for establishing and maintaining internal controls over financial reporting and we have evaluated the effectiveness of the internal control system of the Company in respect of financial reporting and have disclosed to the auditors and the Audit Committee, deficiencies in

the design or operation of internal controls, if any, of which we are aware and the steps taken and proposed to be taken for rectifying these deficiencies.

- d. We also certify that we have indicated to the auditors and the Audit Committee that:
- i. there have been no significant changes during the period in internal controls over financial reporting;
 - ii. there have been no significant changes in accounting policies;
 - iii. there have been no instances of significant fraud of which we have become aware and the involvement therein, if any, of the management or an employee having a significant role in the listed entity's internal control system over financial reporting.

Date: 26th May, 2026
Place: Mumbai

Rajib Singh
Managing Director
(DIN: 11160985)

Swaraj Kumar Singh
Whole-Time Director & CFO
(DIN: 10469348)



SACHIN PILANIA, B.Com(H), ACS

COMPANY SECRETARY JN WHOLE-TIME PRACTICE

CERTIFICATE

[Pursuant to Regulation 34(3) and Schedule V Para C clause (10) (i) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]

To,
The Members,
SHYAMA COMPUTRONICS AND SERVICES LIMITED
(Formerly Known as Shyama Infosys Limited)
3rd Floor, Plot-395/397, Ruia Building,
Kalbadevi Road, Dabhol Karwadi, Kalbadevi,
Mumbai- 400002

I have examined the relevant registers, records, forms, returns and disclosures received from Directors of SHYAMA COMPUTRONICS AND SERVICES LIMITED having CIN: L24235MH1996PLC057150 and having registered office at 3rd Floor, Plot-395/397, Ruia Building, Kalbadevi Road, Dabhol Karwadi, Kalbadevi, Mumbai- 400002 (hereinafter referred to as 'the Company'), produced before us by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

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

Sr. No.	Name of Director	DIN	Date of Appointment in the company*
1.	Rajib Singh	11160985	14/08/2025
2.	Swaraj Kumar Singh	10469348	14/02/2024
3.	Dipak Kumar Das	11160989	14/08/2025
4.	Arani Guha	05134269	05/09/2023
5.	Raj Sharma	08153697	05/09/2023
6.	Madhuri Pandey	08358534	05/09/2023

Address: 16, Strand Road, Diamond Heritage, 6th Floor, Room No. 620, Kolkata-700001,

☎ : (M) (0)8697676741, 8100724350 ✉ : sachinpilania22@gmail.com



SACHIN PILANIA, B.Com(H), ACS

COMPANY SECRETARY IN WHOLE-TIME PRACTICE

**the date of appointment is as per the MCA portal.*

Ensuring the eligibility of the appointment/continuity of every Director on the Board is the responsibility of the management of the Company. Our responsibility is to express an opinion based on our verification. This certificate is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

Thanking you,

For Sachin Pilonia

(Practicing Company Secretary)

Sachin Pilonia

ACS No-37957

CP No-14154

UDIN:

PR No: 2766/2022

Date: 26th May, 2026

Place: Kolkata

Address: 16, Strand Road, Diamond Heritage, 6th Floor, Room No. 620, Kolkata-700001,

☎ : (M) (0)8697676741, 8100724350 📧 : sachinpilonia22@gmail.com

MANAGEMENT DISCUSSION AND ANALYSIS

Overview

Shyama Computronics and Services Limited (Formerly known as Shyama Infosys Limited) continued to focus on strengthening its business operations and maintaining a stable financial position during the financial year ended March 31, 2026. During the year under review, the Company recorded an improvement in revenue from operations; however, total income and profitability moderated primarily on account of a reduction in other income.

The Company continued to maintain a strong balance sheet with substantial shareholders' funds, negligible external borrowings and adequate liquidity.

Financial Performance

The financial performance of the Company for FY 2025-26 as compared with FY 2024-25 is summarized below:

(₹ in Lakhs)			
Particulars	2025-26	2024-25	Change (%)
Revenue from Operations	27.93	24.68	13.14
Other Income	10.14	18.49	45.12
Total Income	38.07	43.17	11.83
Total Expenses	22.68	25.75	11.92
Profit Before Tax	15.38	17.42	11.71
Profit After Tax	11.40	14.39	20.78

Revenue from operations increased by approximately 13.14%, indicating growth in the Company's core operating activities. However, other income declined by approximately 45.12%, which resulted in an overall decline in total income of approximately 11.83%.

The Company continued to exercise control over its expenditure. Total expenses decreased by approximately 11.92%, mainly due to a reduction in other expenses, although employee benefit expenses increased during the year.

Profit before tax stood at ₹15.38 lakhs as against ₹17.42 lakhs in the previous year. Profit after tax stood at ₹11.40 lakhs, compared with ₹14.39 lakhs in FY 2024-25.

Operational Performance

The Company witnessed positive growth in its revenue from operations during FY 2025-26. The increase in operating revenue reflects continued business activity and improvement in the Company's core operations.

Employee benefit expenses increased from ₹9.08 lakhs to ₹10.64 lakhs, reflecting an increase in personnel-related expenditure. Other expenses, however, declined from ₹16.68 lakhs to ₹12.05 lakhs, demonstrating the Company's efforts towards cost management and operational efficiency.

The Company will continue to focus on strengthening its operating activities, improving efficiency and identifying opportunities for sustainable growth.

Financial Position

As at March 31, 2026, the total assets of the Company stood at approximately ₹1,038.09 lakhs, compared with ₹1,021.48 lakhs as at March 31, 2025.

The Company's non-current assets increased marginally from approximately ₹720.62 lakh to ₹724.68 lakhs. Investments increased from ₹223.04 lakhs to ₹227.88 lakhs, while loans and advances increased marginally from ₹464.50 lakhs to ₹467.28 lakhs.

Current assets increased from ₹300.86 lakhs to ₹313.41 lakhs. Sundry debtors increased from ₹299.65 lakhs to ₹312.45 lakhs, reflecting an increase in receivables during the year.

The Company's shareholders' funds stood at approximately ₹1,024.61 lakhs as at March 31, 2026, as against ₹1,009.57 lakhs in the previous year. The Company continues to have a strong net worth position.

The Company had no outstanding borrowings as at March 31, 2026. This indicates a very low financial leverage and provides the Company with financial flexibility for its future requirements.

Liquidity and Cash Flow

The Company continued to maintain a comfortable liquidity position during the year. Current assets of approximately ₹313.41 lakhs were substantially higher than current liabilities of approximately ₹13.49 lakhs.

The current ratio was approximately 23.25 times as at March 31, 2026, compared with approximately 25.26 times in the previous year. Although the ratio moderated marginally, the Company continues to maintain a strong short-term liquidity position.

Cash and cash equivalents stood at approximately ₹0.96 lakhs as at March 31, 2026, compared with ₹1.21 lakhs in the previous year.

Cash flow from operating activities was marginally negative at approximately ₹0.25 lakhs, as compared with negative operating cash flow of approximately ₹20.88 lakhs in the previous year. The significant improvement in operating cash flow indicates better management of operating cash requirements during the year, notwithstanding the increase in receivables.

There was no significant investing or financing cash flow during the year.

Key Financial Ratios

Ratio	2025-26	2024-25
Net Profit Margin	29.94%*	33.34%*
Current Ratio	23.25	25.26
Debt-Equity Ratio	Nil	Nil
Return on Equity	Approx. 1.11%	Approx. 1.43%

*Net profit margin calculated with reference to total income.

The Company continues to maintain a debt-free capital structure, which reduces financial risk and interest burden. The reduction in profitability during the year has resulted in moderation in return ratios.

Strengths

The key strengths of the Company include:

- Growth in revenue from operations during the year.
- Strong net worth and shareholders' funds.
- Absence of external borrowings, resulting in a debt-free balance sheet.
- Strong current asset position and comfortable liquidity.
- Reduction in overall operating expenses.
- Improvement in operating cash flow compared with the previous year.

Opportunities

The Company may continue to explore opportunities for expansion of its core business activities and enhancement of operating revenues. The growth in revenue from operations during the year provides a positive base for further strengthening the Company's operating performance.

Improved utilization of available financial resources and focused management of receivables may further support the Company's growth and cash generation.

Risks and Concerns

The Company's performance may be affected by general economic conditions, changes in market conditions, competition, regulatory developments and other factors affecting its business operations.

The increase in sundry debtors during the year also requires continued monitoring of receivables and collection cycles. Further, the decline in other income highlights the importance of strengthening the Company's core operating revenue and reducing dependence on non-operating income.

The Company continues to monitor these factors and intends to adopt appropriate measures to mitigate associated risks.

Human Resources

Human resources continue to remain an important component of the Company's operations. Employee benefit expenses increased during FY 2025-26, reflecting continued investment in personnel. The Company believes that a capable and motivated workforce is essential for maintaining operational efficiency and achieving sustainable growth.

The Company continues to maintain a professional and conducive work environment and remains committed to developing its human resources.

Internal Control Systems

The Company maintains appropriate internal control systems commensurate with the size and nature of its operations. These controls are intended to ensure proper recording of transactions, safeguarding of assets, prevention and detection of errors and compliance with applicable laws and regulations.

The management periodically reviews the adequacy and effectiveness of internal controls and takes appropriate corrective measures wherever necessary.

Outlook

The Company's outlook remains focused on strengthening its core operating activities, improving operational efficiency and maintaining financial discipline. The increase in revenue from operations during FY 2025-26 provides a positive indication of the Company's underlying business activity.

Going forward, the Company will continue to focus on improving operating performance, prudent cost management, efficient utilization of resources and sustainable growth while maintaining its strong and largely debt-free financial position.

Cautionary Statement

Statements in this Management Discussion and Analysis describing the Company's objectives, expectations, estimates or predictions may constitute forward-looking statements within the meaning of applicable laws and regulations. Actual results may differ materially from those expressed or implied due to various factors, including changes in economic conditions, market conditions, business risks, regulatory developments and other unforeseen circumstances. The Company assumes no responsibility for updating such forward-looking statements based on subsequent developments.



FINANCIAL STATEMENTS

INDEPENDENT AUDITOR'S REPORT

To,
The Members of
Shyama Computronics and Services Limited

Report on the Audit of the Financial

Statement Opinion

We have audited the accompanying financial Statements of Shyama Computronics and Services Limited (Formerly Known as Shyama Infosys Limited) ("the Company"), which comprise the Balance Sheet as at 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 then ended on that date and notes to the Financial Statements including a summary of material accounting policies and other explanatory information (hereinafter referred to as "Financial Statements").

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

Basis for Opinion

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

Emphasis of Matters

As per Ind AS, the financial assets and financial liabilities are to be valued as per Indian Accounting Standards. The Investments in shares being Financial Assets have been measured at Fair Value through Other Comprehensive Income. We have not received the valuation certificate for the carrying value of Investment in unquoted equity shares. We have relied on the valuation provided and confirmed by the management.

Our opinion is not modified in respect of this matter.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the Financial Statements of the current period. These matters were addressed in the context of our audit of the Financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

Information other than the financial statements and Auditor's Report thereon

The Company's Board of Directors are responsible for the other information. The other information comprises the information included in the Management Discussion & Analysis, Board's Report including Annexure to Board's Report, Business Responsibility Report, Corporate Governance and Shareholder's Information but does not include the Financial Statements and our auditor's report thereon. Our opinion on the 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 Financial Statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the Financial Statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Management's and Board of Director's Responsibility for the Financial Statements

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

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

In preparing the 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.

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

Auditor's Responsibilities for the Audit of the Financial Statements

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

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

- Identify and assess the risks of material misstatement of the Financial Statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the Financial Statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the Financial Statements, including the disclosures, and whether the Financial Statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

We 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.

Report on Other Legal and Regulatory Requirements

(1) As required by section 143(3) of the Act, we report that:

- a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit;
- b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;
- c) The Balance Sheet, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash Flows dealt with by this report are in agreement with the books of account;
- d) In our opinion, the aforesaid Financial Statements comply with the Indian Accounting Standards (Ind AS) specified under section 133 of the Act read with relevant rules issued there under;
- e) On the basis of the written representations received from the directors as on March 31, 2025, and taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2025 from being appointed as a director in terms of section 164(2) of the Act;
- f) With respect to the adequacy of the internal financial controls with reference to financial statements of the Company and the operating effectiveness of such controls, refer to our separate report in “**Annexure A**”.
- g) With respect to the other matters to be included in the Auditor’s Report in accordance with the requirements of section 197(16) of the Act, as amended, in our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of section 197 of the Act;
- h) With respect to the other matters to be included in the Auditor’s Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us, we further report that:
 - i. The Company does not have any pending litigations on its financial position, which will have any impact to its Financial Statements;
 - ii. The Company did not have any material foreseeable losses in long term contracts including derivative contracts during the year ended March 31, 2025;
 - iii. There has been no delay in transferring amounts required to be transferred to the Investor Education and Protection Fund (IEPF) by the Company.
 - iv. (a) The Management has represented that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) 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 or entity, including foreign entity (“Intermediaries”), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company (“Ultimate Beneficiaries”) or provide any guarantee, security or the like on behalf of the Ultimate

Beneficiaries;

(b) The Management has represented, that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been received by the Company from any person or entity, including foreign entity ("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;

(c) Based on the audit procedures 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 (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material misstatement.

- v. The company had not declared or paid any dividend during the year, therefore compliance with section 123 of the Companies Act, 2013 is not applicable.
 - vi. Based on our examination which included test checks, the company has used an accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility has operated throughout the year for all relevant transactions recorded in the software. Further, during the course of our audit we did not come across any instance of audit trail feature being tampered with during the course of our audit. The company has preserved audit trail log as per the statutory requirement of record retention and were available for audit.
2. 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 Companies Act, 2013, we give in the Annexure "B", a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

For A O Mittal & Associates
Chartered Accountants
FRN : 014640C

(Rahul Kumar Shah)
Partner
Membership No – 307027
UDIN–25307027BMUHZM6213

Date: 28.05.2025
Place Kolkata

Annexure - A

[Referred to in paragraph 1(f) under ‘Report on Other Legal and Regulatory Requirements’ in the Independent Auditor’s Report of even date to the members of Shyama Computronics and Services on the financial statements for the year ended March 31, 2025]

Report on the Internal Financial Controls with reference to Financial Statements under clause (i) of sub-section 3 of section 143 of the Companies Act, 2013 (“the Act”)

We have audited the internal financial controls with reference to financial statements of **Shyama Computronics and Service Limited** (“the Company”) as of March 31, 2025 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

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 with reference to financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the “Guidance Note”) issued by the Institute of Chartered Accountants of India (“ICAI”). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company’s policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

Auditors’ Responsibility

Our responsibility is to express an opinion on the Company’s internal financial controls with reference to financial statements based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Control over Financial reporting (the “Guidance Note”) and the Standards on Auditing specified under section 143(10) of the Act to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to financial statements was established and maintained and if such controls operated effectively in all material respects.

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

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

Meaning of Internal Financial Controls with reference to Financial Statements

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

- (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company;
- (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and
- (3) provide reasonable assurance regarding prevention or timely detection of 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 Financial Statements

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

Opinion

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls with reference to financial statements and such internal financial controls with reference to financial statements were operating effectively as at March 31, 2025, based on the internal control with reference to financial statements criteria established by the Company considering the essential components of internal controls stated in the Guidance Note issued by the ICAI.

For A O Mittal & Associates
Chartered Accountants
FRN : 014640C

(Rahul Kumar Shah)
Partner
Membership No – 307027
UDIN–25307027BMUHZM6213

Date: 28.05.2025
Place Kolkata.

ANNEXURE 'B' TO THE INDEPENDENT AUDITOR'S REPORT

(Referred to in paragraph 2 under 'Report on Other Legal and Regulatory Requirements' section of our report to the Members of Shyama Computronics and Services Limited of even date)

To the best of our information and according to the explanations provided to us by the Company and the books of account and records examined by us in the normal course of audit, we state that:

- i. In respect of the Company's Property, Plant and Equipment and Intangible Assets:
 - (a) (A) The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment and relevant details of right-of-use assets.

(B) The Company does not have any intangible assets and hence maintenance of proper records showing full particulars of intangible assets is not applicable.
 - (b) As explained to us all the fixed assets have not been physically verified by the management during the year but there is a regular programme of verification which, in our opinion, is reasonable having regard to the size of the company and the nature of its assets. As informed to us no materials discrepancies were noticed on such verification.
 - (c) Since, the company does not hold any immovable properties and hence, reporting under clause 3(i)(c) of the order is not applicable.
 - (d) The Company has not revalued any of its Property, Plant and Equipment (including right- of-use assets) and intangible assets during the year.
 - (e) No proceedings have been initiated during the year or are pending against the Company as at March 31, 2025 for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (as amended in 2016) and rules made thereunder.
- ii.
 - (a) The Company does not have any inventory and hence reporting under clause 3(ii)(a) of the Order is not applicable.
 - (b) The Company has not been sanctioned working capital limits in excess of Rs 5 Crore, in aggregate, at any points of time during the year, from banks or financial institutions on the basis of security of current assets and hence reporting under clause 3(ii)(b) of the Order is not applicable.
- iii. The Company has made investments in and granted Loans & Advances to companies, firms, Limited Liability Partnerships, and other parties, during the year, in respect of which:
 - (a) The Company being in the business of financing (i.e. NBFC) and hence reporting under clause 3(iii)(a) of the Order is not applicable.
 - (b) In our opinion, the investments made and the terms and conditions of the grant of loans, during the year are, prima facie, not prejudicial to the Company's interest.
 - (c) In respect of loans granted by the Company, the schedule of repayment of principal and payment of interest has been stipulated and the repayments of principal amounts and receipts of interest are generally been regular as per stipulation.

- (d) In respect of loans granted by the Company, there is no overdue amount remaining outstanding as at the balance sheet date.
 - (e) No loan granted by the Company which has fallen due during the year, has 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 loans or advances in the nature of loans either repayable on demand or without specifying any terms or period of repayment during the year.
- iv. The Company has complied with the provisions of Sections 185 and 186(1) of the Companies Act, 2013 in respect of loans granted, investments made and guarantees and securities provided, as applicable. Further, the provision of section 186 [except for 186(1)] of the Act are not applicable to the company as it is engaged in the business of financing.
- v. The Company has not accepted any deposit or amounts which are deemed to be deposits. Hence, reporting under clause 3(v) of the Order is not applicable.
- vi. The maintenance of cost records has not been specified by the Central Government under sub- section (1) of section 148 of the Companies Act, 2013 for the business activities carried out by the Company. Hence, reporting under clause (vi) of the Order is not applicable to the Company.
- vii. In respect of statutory dues:
 - (a) In our opinion, the Company has generally been regular in depositing 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 material statutory dues applicable to it with the appropriate authorities.

There were no undisputed amounts payable in respect of Goods and Service tax, Provident Fund, Employees' State Insurance, Income Tax, Sales Tax, Service Tax, duty of Custom, duty of Excise, Value Added Tax, Cess and other material statutory dues in arrears as at March 31, 2025 for a period of more than six months from the date they became payable.
 - (b) According to the information and explanations given to us, there are no statutory dues referred to in sub-clause (a) above which have not been deposited with the appropriate authorities on account of any disputes.
- viii. There were no transactions relating to previously unrecorded income that have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (43 of 1961).
- ix.
 - (a) In our opinion, the Company has not defaulted in the repayment dues of any loans or borrowing from any lender.
 - (b) The Company has not been declared wilful defaulter by any bank or financial institution or government or any government authority.
 - (c) The Company has not taken any term loan during the year and there are no unutilized term loans at the beginning of the year and hence, reporting under clause 3(ix)(c) of the Order is not applicable.
 - (d) On an overall examination of the financial statements of the Company, funds raised on short-term basis have, prima facie, not been used during the year for long-term purposes by the Company.

- (e) On an overall examination of the 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.
 - (f) The Company has not raised any loans during the year and hence reporting on clause 3(ix)(f) of the Order is not applicable.
- x.
 - (a) The Company has not raised moneys by way of initial public offer or further public offer (including debt instruments) during the year and hence reporting under clause 3(x)(a) of the Order is not applicable.
 - (b) During the year, the Company has not made any preferential allotment or private placement of shares or convertible debentures (fully or partly or optionally) and hence reporting under clause 3(x)(b) of the Order is not applicable.
- xi.
 - (a) No fraud by the Company and no material fraud on the Company has been noticed or reported during the year.
 - (b) No report under sub-section (12) of section 143 of the Companies Act has been filed in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government, during the year and upto the date of this report.
 - (c) We have taken into consideration the whistle blower complaints received by the Company during the year (and upto the date of this report), while determining the nature, timing and extent of our audit procedures.
- xii. The Company is not a Nidhi Company and hence reporting under clause (xii) of the Order is not applicable.
- xiii. In our opinion, the Company is in compliance with Section 177 and 188 of the Companies Act, 2013 with respect to applicable transactions with the related parties and the details of related party transactions have been disclosed in the standalone financial statements as required by the applicable accounting standards.
- xiv.
 - (a) In our opinion the Company has an adequate internal audit system commensurate with the size and the nature of its business.
 - (b) We have considered, the internal audit reports for the year under audit, issued to the Company during the year and till date, in determining the nature, timing and extent of our audit procedures.
- xv. In our opinion during the year the Company has not entered into any non-cash transactions with its Directors or persons connected with its directors. and hence provisions of section 192 of the Companies Act, 2013 are not applicable to the Company.
 - (a) In our opinion, the Company has obtained the requisite registration as a non-banking financial institution under section 45- IA of the Reserve Bank of India Act, 1934.
 - (b) In our opinion, the company had not conducted any Non-banking financial or Housing Finance activities without a valid certificate of Registration (CoR) from the Reserve Bank of India as per the Reserve Bank of India Act, 1934.
 - (c) In our opinion, the company is not a core investment company (CIC) as defined in the regulations made by the Reserve Bank of India, and the company does not fulfil such criteria and hence, reporting under clause 3(xvi)(c) of the Order is not applicable
 - (d) In our opinion, there is no core investment company within the Group (as defined in the Core Investment Companies (Reserve Bank) Directions, 2016) and accordingly

reporting under clause 3(xvi)(d) of the Order is not applicable.

- xvii. The Company has not incurred cash losses during the financial year covered by our audit and the immediately preceding financial year.
- xviii. There has been no resignation of the statutory auditors of the Company during the year.
- xix. 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 and 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 indicating 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.
- xx. The Company is not required complied with the terms of section 135 relating to Corporate Social Responsibility (CSR) and hence reporting under clause (xiv) of the Order is not applicable.
- xxi. The Company is not required to prepare Consolidated Financial Statements. Accordingly, reporting under clause (xxi) of the Order is not applicable.

For A O Mittal & Associates
Chartered Accountants
FRN: 014640C

(Rahul Kumar Shah)
Partner
Membership No – 307027

UDIN –25307027BMUHZM6213

Date: 26.05.2025
Place Kolkata

SHYAMA COMPUTRONICS AND SERVICES LIMITED
Balance Sheet as at March 31, 2026

(Amount in Rs. '000)

		Note	As at March 31, 2026	As at March 31, 2025
	ASSETS			
I	Non-Current Assets			
	(a) Property, plant and equipment	2	-	-
	(b) Financial assets			
	(i) Investments	3	22,788.00	22,303.50
	(ii) Loans and advances	4	46,727.56	46,449.88
	(c) Deferred tax asset (net)	5	369.62	490.74
	(d) Other tax assets (net)	6	2,582.75	2,818.07
	Total Non-Current Assets		72,467.92	72,062.19
II	Current Assets			
	(a) Financial assets			
	(i) Sundry Debtors	7	31,245.50	29,964.50
	(ii) Cash and cash equivalents	8	95.84	121.58
	(iii) Loans and advances	4	-	-
	Total Current Assets		31,341.34	30,086.08
	TOTAL ASSETS		103,809.26	102,148.27
	EQUITY AND LIABILITIES			
III.	Equity			
	(a) Equity Share Capital	9	100,644.00	100,644.00
	(b) Other Equity	10	1,816.71	313.36
	Total Equity		102,460.71	100,957.36
IV.	Liabilities			
	Non-Current Liabilities			
	(a) Financial Liabilities			
	(i) Borrowings	11	-	-
	Total Non-Current Liabilities		-	-
	Current Liabilities			
	(a) Financial liabilities			
	(i) Trade Payables	12	758.30	317.11
	(ii) Other financial liabilities	13	192.04	257.81
	(b) Short Term Provisions	14	398.22	615.99
	Total Current Liabilities		1,348.55	1,190.91
	TOTAL EQUITY AND LIABILITIES		103,809.26	102,148.27
	Notes Forming Part of The Financial Statements	1-31		

As per our report attached

For and on behalf of the Board

For A.O. Mittal & Associates
Chartered Accountants

Rajib Biswas
Managing Director
DIN - 11160985

CA RAHUL KUMAR SHAH
Partner
M. No: 307027
FRN : 014640C
UDIN : 25307027BMUHZM6213

Mr. Swaraj Kumar Singh
Chief Financial Officer
DIN - 10469348

Ms Nikita Khandelwal
Company Secretary

Place: Kolkata

Date: 26.05.2026

SHYAMA COMPUTRONICS AND SERVICES LIMITED
Statement of Profit and Loss for the year ended March 31, 2026

(Amount in Rs. '000)

		Note	As at March 31,2026	As at March 31,2025
I.	Income			
	Revenue From Operations	15	2,792.60	2,468.43
	Other Income	16	1,014.09	1,848.82
	TOTAL INCOME (I+II)		3,806.69	4,317.25
II.	Expenses			
	(a) Employee Benefit Expenses	17	1,063.79	907.70
	(c) Other Expenses	18	1,204.70	1,667.73
	TOTAL EXPENSES		2,268.49	2,575.43
III.	Profit before taxes (IV-III)		1,538.20	1,741.82
IV.	Tax Expenses	19		
	(a) Current tax		398.22	302.76
	(b) Earlier years		-	-
	Total Tax Expenses		398.22	302.76
V.	Profit for the Year (V-VI)		1,139.98	1,439.06
VI.	Other comprehensive income/(loss)			
	Item that will not be reclassified to profit or loss			
	(i) Fair Value of equity instruments through OCI		(484.49)	22.71
	(ii) Tax effect thereof		121.12	(5.91)
	Total Other comprehensive income/(loss)		(363.37)	16.81
VII.	Total comprehensive income/(loss) (V+VI)		776.61	1,455.86
VIII.	Earnings per Equity Share	23		
	(a) Basic		0.0113	0.0143
	(b) Diluted		0.0113	0.0143
	Notes Forming Part of The Financial Statements	1-31		

As per our report attached

For and on behalf of the Board

For A.O. Mittal & Associates
Chartered Accountants

Rajib Biswas
Managing Director
DIN - 11160985

CA RAHUL KUMAR SHAH
Partner
M. No: 307027
FRN : 014640C
UDIN : 25307027BMUHZM6213

Mr. Swaraj Kumar Singh
Chief Financial Officer
DIN - 10469348

Ms Nikita Khandelwal
Company Secretary

Place: Kolkata
Date: 26.05.2026

SHYAMA COMPUTRONICS AND SERVICES LIMITED
Statement of Changes in Equity for the year ended March 31, 2026

(Amount in Rs. '000)

A. Equity Share Capital

Balance as at April 1, 2025	Changes During the year	Balance as at March 31, 2026
100,644,600	-	100,644,600

Balance as at April 1, 2024	Changes During the year	Balance as at March 31, 2025
100,644,600	-	100,644,600

B. Other Equity

	Reserve & Surplus	Items of OCI	Total
	Retained Earnings	Equity instrument through OCI	
Balance as at 1st April 2024	(1,108.89)	-	(1,108.89)
Profit for the year	1,439.06	-	1,439.06
Other comprehensive income	-	(16.81)	(16.81)
Total comprehensive income for the year	1,439.06	(16.81)	313.36
Balance as at 31st March 2025	1,439.06	(16.81)	313.36
Profit for the year	1,139.98	-	1,139.98
Other comprehensive income	-	363.37	363.37
Total comprehensive income for the year	1,139.98	363.37	1,816.71
Balance as at 31st March 2026	1,139.98	363.37	1,816.71

SHYAMA COMPUTRONICS AND SERVICES LIMITED
Statement of cash flows for the year ended 31st March 2026

DESCRIPTION	Year Ended 31st March, 2026	(Amount in Rs. Lacs) Year Ended 31st March, 2025
A. Cash Flow from Operating Activities		
Profit Before Tax as per Statement of Profit and Loss Account	15.38	17.42
Less: Profit on Sale of Investments	-	(7.13)
	<u>-</u>	<u>-</u>
	15.38	10.29
Adjusted For:		
Sundry Debtors	(12.80)	(28.95)
Loans and Advances	(2.78)	(1.04)
Other Current Assets	-	2.90
Increase/(Decrease) in Financial Liabilities	3.75	2.77
	<u>3.55</u>	<u>(14.03)</u>
Less: Tax adjusted	(3.80)	(6.85)
Cash Flow from Operating Activities (A)	<u>(0.25)</u>	<u>(20.88)</u>
B. Cash Flow from Investing Activities		
Purchase/ (Sale) of Investments	-	19.00
Purchase/ (Sale) of Fixed Assets	-	-
Cash Flow from Investing Activities (B)	<u>-</u>	<u>19.00</u>
C. Cash Flow from Financing Activities		
Unsecured Loan Received	-	-
Cash Flow from Financing Activities (C)	<u>-</u>	<u>-</u>
Net Increase in Cash and Cash Equivalents (A+B+C)	(0.25)	(1.88)
Opening Balance of Cash and Cash Equivalents	1.21	3.09
Closing Balance of Cash and Cash Equivalents	0.96	1.21

Notes:

1. All figures in brackets are outflow.
2. Cash and cash Equivalent is cash and Bank Balances as per Balance Sheet.

Place : Kolkata
Date: 26.05.2026

For Shyama Computronics and Services Limited

Mr. Swaraj Kumar Singh
Director & CFO
Din: 10469348

			(Amount in Rs. '000)
2 - Property, plant and equipment			
Particulars	Freehold Land	Capital Work in Progress	Total
Carrying amount			
Balance as at 31st March 2024	-	-	-
Balance as at 31st March 2025	-	-	-
Balance as at 31st March 2026	-	-	-

Cost or deemed cost (net block)

Balance as at 1st April 2024	-	-	-
Transferred to Investment Property	-	-	-
Additions	-	-	-
Disposals	-	-	-
Balance as at 31st March 2025	-	-	-
Transferred to Investment Property	-	-	-
Additions	-	-	-
Disposals	-	-	-
Balance as at 31st March 2026	-	-	-

Depreciation

Balance as at 1st April 2024	-	-	-
Depreciation expense	-	-	-
Disposals	-	-	-
Impairment	-	-	-
Adjustments	-	-	-
Balance as at 31st March 2025	-	-	-
Depreciation expense	-	-	-
Disposals	-	-	-
Impairment	-	-	-
Adjustments	-	-	-
Balance as at 31st March 2026	-	-	-

Carrying amount

Balance as at 1st April 2024	-	-	-
Additions	-	-	-
Disposals	-	-	-
Depreciation expense	-	-	-
Impairment	-	-	-
Adjustments	-	-	-
Balance as at 31st March 2025	-	-	-
Additions	-	-	-
Disposals	-	-	-
Depreciation expense	-	-	-
Adjustments	-	-	-
Balance as at 31st March 2026	-	-	-

3 - Investments

Particulars	As at March 31, 2026		As at March 31, 2025	
	Nos.	Amount	Nos.	Amount
Non-current (Unquoted)				
Other Investments				
Unquoted (at fair value through profit or loss)				
(Carried at fair value through profit or loss)				
Investments in Preference Shares				
A-One Gold Pipes and Tubes Pvt. Ltd.	500,000	5,000.00	500,000	5,000.00
Sub Total		5,000.00		5,000.00
Investments in Equity Shares				
Riser & Panal Infratech Pvt Ltd	17,787,998	17,788.00	17,303,505	17,303.50
Sub Total		17,788.00		17,303.50
TOTAL		22,788.00		22,303.50
Aggregate amount of quoted investments and market value thereof		-		-
Aggregate amount of unquoted investments		22,788.00		22,303.50
Aggregate amount of impairment in value of investments		-		-

4 - Loans and advances

Particulars	As at March 31, 2026		As at March 31, 2025	
Non-current				
Unsecured, considered good unless otherwise stated)				
Loans and advances		46,727.56		46,449.88
Other Advances		-		-
TOTAL		46,727.56		46,449.88
Current				
Unsecured, considered good unless otherwise stated)				
Other Receivable		-		-
TOTAL		-		-
TOTAL		46,727.56		46,449.88

5 - Deferred tax asset (net)

Particulars	As at March 31, 2026		As at March 31, 2025	
Deferred tax assets		369.62		490.74
TOTAL		369.62		490.74

The following is the analysis of deferred tax assets/(liabilities) presented in the balance sheet:

Particulars	Balance as on 1st April, 2025	Recognised in statement of profit & loss	Recognised in OCI	Balance as on 31st March, 2026
Unrealised Gain on FVTOCI Equity Securities	490.74	(121.12)		369.62
Net deferred tax assets	490.74	(121.12)		369.62

6 - Tax Assets(Net)

Particulars	As at March 31, 2026	As at March 31, 2025
Advance income tax	1,724.81	1,703.39
Tax deducted at source	857.93	1,114.68
TOTAL	2,582.75	2,818.07

8 - Cash and cash equivalents

Particulars	As at March 31, 2026	As at March 31, 2025
Cash on hand	63.70	94.83
Balances with banks: - current accounts	32.14	26.74
TOTAL	95.84	121.58

9 - Equity share capital

Particulars	As at March 31, 2026		As at March 31, 2025	
	Nos.	Amount	Nos.	Amount
Authorised:				
Equity shares of Rs.10/- each	11,000,000	110,000.00	11,000,000	110,000.00
TOTAL		110,000.00		110,000.00
Issued, subscribed and fully paid up:				
Equity shares of Rs.10/- each	10,064,400	100,644.00	10,064,400	100,644.00
TOTAL		100,644.00		100,644.00

(a) Reconciliation of the number of equity shares outstanding at the beginning and at the end of the period:

Particulars	As at March 31, 2026		As at March 31, 2025	
	Nos.	Amount	Nos.	Amount
Equity shares:				
At the beginning and end of the year	10,064,400	100,644.00	10,064,400	100,644.00

(b) Rights and terms attached to equity shares

The Company has issued one class of equity shares with voting rights having a par value of Rs. 10/- per share. Each

On winding up of the Company, the holders of equity shares will be entitled to receive residual assets of the Company

(c) Details of shareholders holding more than 5% equity shares in the company

Name of Shareholder	As at March 31, 2026		As at March 31, 2025	
	Nos.	% of holding	Nos.	% of holding

7 Trade Receivable

Particulars	As at March 31, 2026	As at March 31, 2025
Trade Receivables	31,245.50	29,964.50
Total	31,245.50	29,964.50
Break-up of Trade Receivables		
Trade Receivables considered good - Unsecured	31,245.50	29,964.50
Total	31,245.50	29,964.50

Ageing of Trade Receivables As at March 31, 2026

Particulars	Outstanding for following periods from due date of payment					
	Less than 6 Months	6 Months - 1Year	1-2 Years	2-3 Years	More than 3 Years	Total
Undisputed Trade Receivables- Considered Goods	1,280.99	505.75	2,012.13	27,446.62	-	31,245.50
Undisputed Trade Receivables- Considered Doubtful	-	-	-	-	-	-
Disputed Trade Receivables- Considered Goods	-	-	-	-	-	-
Disputed Trade Receivables- Considered Doubtful	-	-	-	-	-	-
Others	-	-	-	-	-	-
Total	1,280.99	505.75	2,012.13	27,446.62	-	31,245.50

Ageing of Trade Receivables As at March 31, 2025

Particulars	Outstanding for following periods from due date of payment					
	Less than 6 Months	6 Months - 1Year	1-2 Years	2-3 Years	More than 3 Years	Total
Undisputed Trade Receivables- Considered Goods	505.75	2,012.13	2,894.55	24,552.07	-	29,964.50
Undisputed Trade Receivables- Considered Doubtful	-	-	-	-	-	-
Disputed Trade Receivables- Considered Goods	-	-	-	-	-	-
Disputed Trade Receivables- Considered Doubtful	-	-	-	-	-	-
Others	-	-	-	-	-	-
Total	505.75	2,012.13	2,894.55	24,552.07	-	29,964.50

10. Other equity excluding non-controlling interests

Particulars	As at March 31, 2026	As at March 31, 2025
Retained earnings:		
Balance at the beginning of the year	2,755.13	1,316.07
Profit/(Loss) for the year	1,139.98	1,439.06
Balance as at the end of the year	3,895.10	2,755.13
Other comprehensive income:		
Balance at the beginning of the year	16.81	-
Profit/(Loss) for the year	(363.37)	16.81
Balance as at the end of the year	(346.56)	16.81
TOTAL	3,548.54	2,771.93

11. Non-current Liabilities

Particulars	As at March 31, 2026	As at March 31, 2025
Unsecured Loan		
From NBFC	-	-
TOTAL	-	-

13 - Other financial liabilities

Particulars	As at March 31, 2026	As at March 31, 2025
Current		
Due to statutory authorities	192.04	257.81
TOTAL	192.04	257.81

14 - Provisions

Particulars	As at March 31, 2026	As at March 31, 2025
Current		
Provision for tax	398.22	615.99
TOTAL	398.22	615.99

12 Trade Payable

Particulars	As at March 31, 2026	As at March 31, 2025
Trade Payable	758.30	317.11
Total	758.30	317.11
Break-up of Trade Payable		
Trade Payable considered good - Unsecured	758.30	317.11
Total	758.30	317.11

Ageing of Trade Payable As at March 31, 2026

Particulars	Outstanding for following periods from due date of payment					
	Less than 6 Months	6 Months - 1Year	1-2 Years	2-3 Years	More than 3 Years	Total
Undisputed Trade Payable- Considered Goods	440.38		317.92	-	-	758.30
Undisputed Trade Payable- Considered Doubtful		-	-	-	-	-
Disputed Trade Payable- Considered Goods	-	-	-	-	-	-
Disputed Trade Payable- Considered Doubtful	-	-	-	-	-	-
Others	-	-	-	-	-	-
Total	440.38	-	317.92	-	-	758.30

Ageing of Trade Payable As at March 31, 2025

Particulars	Outstanding for following periods from due date of payment					
	Less than 6 Months	6 Months - 1Year	1-2 Years	2-3 Years	More than 3 Years	Total
Undisputed Trade Payable- Considered Goods	215.73	-	101.38	-	-	317.11
Undisputed Trade Payable- Considered Doubtful	-	-	-	-	-	-
Disputed Trade Payable- Considered Goods	-	-	-	-	-	-
Disputed Trade Payable- Considered Doubtful	-	-	-	-	-	-
Others	-	-	-	-	-	-
Total	215.73	-	101.38	-	-	317.11

The information as required to be disclosed under the Micro, Small and Medium Enterprises Development Act, 2006 (MSMED Act) has been determined to the extent such parties have been identified on the basis of information available with the Company.

Particulars	As at March 31, 2026	As at March 31, 2025
(i) Principal amount and interest due: Principal amount Interest due		
(ii) Interest paid by buyer in terms of section 16 of MSMED Act		
(iii) Amount paid beyond the appointed day		
(iv) Interest due and payable to supplier, for payment already made under MSMED Act		
(v) Amount of Interest accrued and remaining unpaid at the end of accounting year		
(vi) Amount of further interest remaining due and payable even in succeeding years		

15 - Revenue from operations

Particulars	As at March 31, 2026	As at March 31, 2025
Sale of Services	2,792.60	2,468.43
TOTAL	2,792.60	2,468.43

16 - Other income

Particulars	As at March 31, 2026	As at March 31, 2025
Interest on Loans	1,014.09	1,136.32
Interest on TDS	-	-
Profit on Sale of Investments	-	712.50
TOTAL	1,014.09	1,848.82

17 - Employee benefits expense

Particulars	As at March 31, 2026	As at March 31, 2025
Salaries and Bonus	1,008.00	864.00
Staff Welfare	55.79	43.70
TOTAL	1,063.79	907.70

18- Other expenses

Particulars	As at March 31, 2026	As at March 31, 2025
Advertisement expenses	80.89	21.02
Electricity charges	60.00	60.00
Rent, Rates and Taxes	204.00	204.00
Conveyance expenses	66.39	54.66
Director Sitting Fees	-	90.00
Filing fees	0.70	2.90
General expenses	104.30	87.78
Bad Debts	70.00	-
E voting Charges	27.00	37.45
Listing fees	325.00	325.00
Interest Paid	7.67	-
Postage and telegrams	32.27	24.31
Professional Fees & Service Charges	10.00	69.80
Round Off	0.00	0.10
RTA charges	125.00	135.00
<u>Auditor's remuneration</u>		
-Statutory Audit	50.00	37.50
-Internal Audit	15.00	15.00
Tax Expenses	1.00	-
Website Charges	-	162.06
Bank charges	0.48	1.14
Bse Penalty	25.00	340.00
TOTAL	1,204.70	1,667.73

19 - Tax expense

(Amount in Rs. '000)

(A) Components of income tax expenses

Tax Expense recognised in profit and loss

Particulars	As at March 31, 2026	As at March 31, 2025
Current tax:		
In respect of the current period	398.22	302.76
In respect of the earlier years	-	-
TOTAL	398.22	302.76
Deferred tax:		
In respect of the current period	-	-
TOTAL	-	-
Tax expense for the year	398.22	302.76

Tax recognised in other comprehensive income

Particulars	As at March 31, 2026	As at March 31, 2025
Items that will not be reclassified to profit or loss		
Fair Value of equity instruments through OCI	(484.49)	22.71
Tax effect thereof	121.12	(5.91)
TOTAL	(363.37)	16.81

(B) Reconciliation of effective tax rate

Particulars	As at March 31, 2026	As at March 31, 2025
Profit before tax	1,538.20	1,741.82
At India's statutory income tax rate of 26.00%	398.22	302.76
Deferred tax	-	-
Tax effect of amounts which are not deductible (taxable) in calculating taxable income:		
Taxes for earlier years		
Long term capital gains tax exempt		
Others	-	-
Tax expense recognised	398.22	302.76

20 - Segment reporting

The Company has no reportable segments during the year.

21 - Leases

The Company has not entered into any non-cancellable agreements.

22 - Earnings per share

Particulars	As at March 31, 2026	As at March 31, 2025
Profit attributable to equity share holders (A)	1,139.98	1,439.06
Weighted avg no of equity shares for the purpose of basic earnings per share (B)	100,644,000	100,644,000
Basic earnings per share (A/B)	0.0113	0.0143
Diluted earnings per share	0.0113	0.0143

23 - Contingent liabilities

There are no contingent liabilities pending against the company as at year ended 31st March, 2026 and 31st March, 2025.

24 - Related party transactions

Nature	As at March 31, 2026	As at March 31, 2025
Salary to Company Secretary	216.00	162.00
Director Remuneration	300.00	210.00

25 Financial Instrument-Classification & Fair Value**Financial Instrument by category and hierarchy**

The fair values of the financial assets and liabilities are included at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale.

The following methods and assumptions were used to estimate the fair values:

- A. Fair value of cash and short-term deposits, trade and other short term receivables, trade payables, other current liabilities, short term loans from banks and other financial institutions approximate their carrying amounts largely due to short term maturities of these instruments.
- B. Financial instruments with fixed and variable interest rates are evaluated by the Company based on parameters such as interest rates and individual credit worthiness of the counterparty. Based on this evaluation, allowances are taken to account for expected losses of these receivables. Accordingly, fair value of such instruments is not materially different from their carrying amounts.

The fair values for loans, security deposits and investment in preference shares were calculated based on cash flows discounted using a current lending rate. They are classified as level 3 fair values in the fair value hierarchy due to the inclusion of unobservable inputs including counter party credit risk.

The fair values of non-current borrowings are based on Effective Interest Rates considering the premium payable on redemption as part of the finance cost (EIR works out to be 10.16% and 13.68%). They are classified as level 3 fair values in the fair value hierarchy due to the use of unobservable inputs, including own credit risk.

Level - 1 - quoted (unadjusted) prices in active markets for identical assets or liabilities.

Level - 2 - other techniques for which all inputs which have a significant effect on the recorded fair value are observable, either directly or indirectly.

Level - 3 - Techniques which use inputs that have a significant effect on the recorded fair value that are not based on observable market data.

For financial assets and liabilities that are measured at fair value, the carrying amounts are equal to the fair values.

Fair value of financial assets and liabilities measured at amortised cost-

Accounting classification and fair value

As at March 31, 2026	Carrying amount				Fair value			
	Amortised Cost	FVTPL	FVTOCI	Total	Quoted prices in active markets (Level 1)	Significant observable inputs (Level 2)	Significant unobservable inputs (Level 3)	Total
Non-Current Financial Assets								
(i) Investments	-	-	22,788.00	22,788.00	-	-	22,788.00	22,788.00
(ii) Loans & Advances	46,727.56	-	-	46,727.56	-	-	46,727.56	46,727.56
Current Financial Assets								
(i) Cash and Cash Equivalents	95.84	-	-	95.84	-	-	-	-
(ii) Loans & Advances	-	-	-	-	-	-	-	-
Total Financial Assets	46,823.40	-	22,788.00	69,611.40	-	-	69,515.56	69,515.56
Current Financial Liabilities								
(i) Trade Payable	758.30	-	-	758.30	-	-	-	-
(ii) Other Current Liabilities	192.04	-	-	192.04	-	-	-	-
Total Financial Liabilities	950.34	-	-	950.34	-	-	-	-

	Carrying amount	Fair value
--	-----------------	------------

As at March 31, 2025	Amortised Cost	FVTPL	FVTOCI	Total	Quoted prices in active markets (Level 1)	Significant observable inputs (Level 2)	Significant unobservable inputs (Level 3)	Total
Non-Current Financial Assets								
(i) Investments	-	-	22,303.50	22,303.50	-	-	22,303.50	22,303.50
(ii) Loans & Advances	46,449.88	-	-	46,449.88	-	-	46,449.88	46,449.88
Current Financial Assets								
(i) Cash and Cash Equivalents	121.58	-	-	121.58	-	-	-	-
(ii) Loans & Advances	-	-	-	-	-	-	-	-
Total Financial Assets	46,571.46	-	22,303.50	68,874.96	-	-	68,753.38	68,753.38
Current Financial Liabilities								
(i) Trade Payable	317.11	-	-	317.11	-	-	-	-
(ii) Other Current Liabilities	-	-	-	-	-	-	-	-
Total Financial Liabilities	317.11	-	-	317.11	-	-	-	-

26 Previous year figures have been regrouped where necessary.

27 Figures provided are in Rupees

28 There is no amount outstanding & payable to Investor Education & Protection Fund as on 31.03.2026

29 Figures of previous year are regrouped, recasted or rearranged wherever necessary

30 Figures are rounded off to nearest Thousand ('000).

31 Additional Regulatory Information Required By Schedule III**(i) Title deeds of immovable properties not held in name of the company**

The immovable properties held by the Company was disposed off during the current year.

(ii) Valuation of PP&E, intangible asset and investment property

The Company has not revalued its property, plant and equipment (including right-of-use assets) or intangible assets during

(iii) Loans or advances to specified persons

The Company has not granted any loans or advances to promoters, directors, KMPs and related parties either severally or jointly with any other person, that are:

(a) repayable on demand or

(b) without specifying any terms or period for repayment

(iv) Capital Work In Progress (CWIP)

The Company doesn't have any CWIP at the end of the current year.

(v) Intangible assets under development

The Company doesn't have any Intangible assets under development

(vi) Details of Benami Property held

No proceedings have been initiated on or are pending against the company for holding benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and Rules made thereunder.

(vii) Borrowing secured against current assets

The Company doesn't have any borrowings from banks and / or financial institutions

(viii) Wilful Defaulter

The Company has not been declared wilful defaulter by any bank or financial institutions or government or any government authority.

(ix) Relationship with Struck off Companies

The Company has no transactions with the companies struck off under the Companies Act, 2013

(x) 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 period

(xi) Compliance with number of layers of companies

The Company has complied with the number of layers prescribed under the Companies Act, 2013.

(xii) Compliance with approved Scheme(s) of Arrangements

The Company has not entered into any scheme of arrangement which has an accounting impact on current of previous financial year

(xiii) Utilisation of Borrowed funds and share premium:

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 or entity, including foreign entities ("Intermediaries") with the understanding, whether recorded in writing or otherwise, that the Intermediary shall lend or invest in party identified by or on behalf of the Company (Ultimate Beneficiaries). The Company has not received any fund from any party (Funding Party) with the understanding that the Company shall whether, directly or indirectly lend or invest in other persons or entities identified by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries

(xiv) Undisclosed Income

There is no income surrendered or disclosed as income during the current or previous year in the tax assessments under the Income Tax Act, 1961, that has not been recorded in the books of account.

(xv) Details of crypto currency or virtual currency

The Company has not traded or invested in crypto currency or virtual currency during the current or previous year.

(xvi) Analytical Ratios

Ratios	Numerator	Denominator	March 31, 2026	March 31, 2025	% Variance	Remarks
Current Ratio (in times)	Total Current Assets	Total Current Liabilities	23.24	25.26	-8.01%	Due to decrease in Loans & Advances, ratio improved
Debt-Equity Ratio (in times)	Total Debt	Shareholder's Equity	-	-	-	Not Applicable
Debt Service Coverage Ratio (in times)	Earning available for debt service (Net profit after taxes + depreciation)	Debt Service (interest and principle payments including lease payments)	-	-	-	Due to Decrease in Profit, ratio decreased
Return on Equity (%)	Profit for the year	Average total equity	1.13%	1.43%	-20.78%	Due to Decrease in Profit, ratio decreased
Inventory Turnover Ratio	Cost of Goods Sold / Average Inventory	Cost of Goods Sold	-	-	0.00%	Not Applicable
Trade Receivables Turnover Ratio (in times)	Revenue from operations	Average trade receivables	-	-	0.00%	Not Applicable
Trade Payables Turnover Ratio (in times)	Expenses Less Depciation	Average trade payables	2.99	8.12	-63.17%	Not Applicable
Net Capital Turnover Ratio (in times)	Revenue from operations	Average working capital (i.e. current assets minus current liabilities)	0.09	0.09	8.99%	Due to decrease in revenue, ratio decreased
Net Profit Ratio (%)	Net profit after tax	Revenue from operations	40.82%	58.30%	-29.98%	Due to decrease in net profit, ratio decreased
Return on Capital Employed (%)	Profit before tax and finance cost	Capital employed = Net worth + lease liabilities + deferred tax liabilities	1.50%	1.73%	-12.99%	Due to decrease in net profit, ratio decreased
Return on Investments (%)	Income generated from invested funds	Average invested funds in treasury investments	-	-	0.00%	Not Applicable

SHYAMA COMPUTRONICS AND SERVICES LIMITED

CIN: L24235MH1996PLC057150

Registered Office: 3rd Floor, Plot No. 395/397, Ruia Building, Kalbadevi Road, Mumbai – 400 002,
Maharashtra

NOTES FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2026

(All figures referred to in these notes are as disclosed in the Balance Sheet, Statement of Profit and Loss and other financial statements; amounts are not repeated here.)

1. Corporate Information and Significant Accounting Policies

1.1 Corporate Information

ShyamaComputronics and Services Limited ("the Company") is a public limited company incorporated under the Companies Act and domiciled in India, with CIN L24235MH1996PLC057150. The Company's equity shares are listed on the BSE Limited. The Company is principally engaged in providing information technology enabled services and in investment activities in shares and securities.

1.2 Basis of Preparation

These financial statements have been prepared in accordance with the Indian Accounting Standards (Ind AS) notified under the Companies Act, 2013, on an accrual basis under the historical cost convention, except for certain investments which are measured at fair value. The financial statements are presented in Indian Rupees and rounded off in accordance with Schedule III to the Companies Act, 2013.

1.3 Use of Estimates and Judgements

The preparation of financial statements requires management to make judgements, estimates and assumptions affecting reported amounts and disclosures. Actual results may differ from these estimates. Key areas of estimation include fair valuation of unquoted investments, recognition of deferred tax assets, and provision for taxation.

1.4 Property, Plant and Equipment

Property, plant and equipment, where held, are stated at cost less accumulated depreciation and impairment, if any, and depreciated over their useful lives as prescribed under the Companies Act, 2013.

1.5 Investments and Other Financial Assets

Investments in equity instruments not held for trading are measured at fair value through other comprehensive income. Other financial assets, including loans, receivables and cash and cash equivalents, are measured at amortised cost.

1.6 Revenue Recognition

Revenue from services is recognised over time as the services are rendered, in accordance with Ind AS 115, net of applicable taxes. Interest income is recognised on a time-proportion basis using the effective interest method.

1.7 Employee Benefits

Short-term employee benefits, including salaries, bonus and staff welfare, are recognised as an expense in the year in which the related services are rendered.

1.8 Taxation

Income tax expense comprises current and deferred tax. Current tax is measured at the amount expected to be paid to tax authorities under the Income-tax Act, 1961. Deferred tax is recognised on temporary differences between the carrying amounts of assets and liabilities for accounting and tax purposes, to the extent it is probable that future taxable profit will be available for utilisation.

1.9 Provisions and Contingent Liabilities

Provisions are recognised when the Company has a present obligation from a past event, an outflow of resources is probable, and a reliable estimate can be made. Contingent liabilities are disclosed rather than provided for, where the obligation is possible or cannot be reliably measured.

1.10 Earnings Per Share

Basic and diluted earnings per share are computed by dividing the net profit attributable to equity shareholders by the weighted average number of equity shares outstanding during the year, in accordance with Ind AS 33. The Company has no dilutive potential equity shares.

1.11 Cash and Cash Equivalents

Cash and cash equivalents comprise cash on hand and balances with banks in current accounts, readily convertible into known amounts of cash.

1.12 Rounding Off

Amounts in the financial statements are rounded off to the nearest thousand rupees, as required under Schedule III to the Companies Act, 2013.

2. Property, Plant and Equipment

The Company did not hold any property, plant and equipment as at the year-end, other than freehold land, which was disposed of during the year. The Company had no capital work-in-progress, and there were no additions, disposals or depreciation charges during the year.

3. Investments

The Company holds long-term investments comprising unquoted preference shares in A-One Gold Pipes and Tubes Pvt. Ltd. and unquoted equity shares in Riser & Panal Infratech Pvt. Ltd. These investments are not held for trading and are measured in accordance with the Company's accounting policy set out in Note 1.5. There is no quoted investment, and there is no impairment in the value of these investments.

4. Loans and Advances

The Company has given unsecured loans and advances, classified as non-current, which are considered good and recoverable in the ordinary course of business. No amount is past due or doubtful of recovery.

5. Deferred Tax Asset (Net)

The deferred tax asset arises on the unrealised fair value gain relating to equity investments measured through other comprehensive income, and is reassessed at each reporting date based on the movement in fair value of the underlying investment.

6. Other Tax Assets (Net)

Other tax assets comprise advance income tax and tax deducted at source, which will be adjusted against the Company's future income tax liability.

7. Trade Receivables

Trade receivables are unsecured and considered good. Based on the Company's ageing assessment, none of the trade receivables are doubtful of recovery, and there are no disputed trade receivables.

8. Cash and Cash Equivalents

Cash and cash equivalents comprise cash on hand and balances held with banks in current accounts.

9. Equity Share Capital

The Company's issued, subscribed and paid-up capital comprises fully paid-up equity shares of Rs. 10 each. There was no change in the number of equity shares outstanding during the year.

Rights and terms attached to equity shares

The Company has issued one class of equity shares carrying voting rights. Each holder is entitled to one vote per share held, whether in person, by attorney or by proxy. On winding up, holders of equity shares are

entitled to receive residual assets of the Company in proportion to their shareholding, after settlement of all preferential amounts.

10. Other Equity

Other equity comprises retained earnings and other comprehensive income arising from fair valuation of equity investments. The movement during the year represents the profit earned and the fair value gain/loss on investments measured through other comprehensive income, net of related deferred tax.

11. Non-Current Financial Liabilities – Borrowings

The Company has no borrowings, secured or unsecured, from banks, financial institutions or NBFCs, as at the year-end.

12. Trade Payables

Trade payables are unsecured and represent amounts due to suppliers in the ordinary course of business. There are no disputed trade payables.

Micro, Small and Medium Enterprises Development Act, 2006 (MSMED Act)

Based on the information available with the Company, there are no dues to micro or small enterprises registered under the MSMED Act, 2006, and no interest is payable thereon.

13. Other Financial Liabilities

Other financial liabilities represent amounts due to statutory authorities as at the year-end.

14. Short-Term Provisions

Short-term provisions comprise the provision for current income tax for the year.

15. Revenue From Operations

Revenue from operations represents income from rendering of IT-enabled services, recognised in accordance with the Company's revenue recognition policy set out in Note 1.6.

16. Other Income

Other income primarily comprises interest income earned by the Company on loans given.

17. Employee Benefits Expense

Employee benefits expense comprises salaries, bonus and staff welfare expenses paid to employees during the year.

18. Other Expenses

Other expenses comprise routine administrative, statutory and compliance costs incurred by the Company in the ordinary course of business, including rent, listing and regulatory fees, professional and audit fees, and other general administrative expenses.

19. Tax Expense

Tax expense comprises current tax computed at the applicable statutory income tax rate under the Income-tax Act, 1961. There is no material difference between the tax expense recognised and the tax computed at the statutory rate, other than routine adjustments. No deferred tax expense or credit arose in the Statement of Profit and Loss during the year.

20. Segment Reporting

The Company has no reportable segments during the year, as its operations constitute a single reportable business segment under Ind AS 108.

21. Leases

The Company has not entered into any non-cancellable lease agreements during the year or the previous year.

22. Earnings Per Share

Basic and diluted earnings per share are the same, as the Company has no dilutive potential equity shares outstanding, and have been computed in accordance with Ind AS 33.

23. Contingent Liabilities

There are no contingent liabilities pending against the Company as at the year-end or the previous year-end.

24. Related Party Transactions

In accordance with Ind AS 24, the Company has entered into transactions with its Key Managerial Personnel during the year in the ordinary course of business, comprising remuneration to the Managing Director and the Chief Financial Officer, and salary to the Company Secretary. These transactions are on normal commercial terms.

25. Financial Instruments – Classification and Fair Value

The Company's financial assets and liabilities are carried at amortised cost or fair value, as applicable, in accordance with Ind AS 109. Investments in unquoted equity and preference shares are classified as Level 3 in the fair value hierarchy, as their valuation involves unobservable inputs, including a discounted cash flow approach using a current lending rate. All other financial assets and liabilities, being short-term in nature, are considered to approximate their fair values.

26. General Notes

Previous year figures have been regrouped or rearranged wherever necessary to conform to the current year's presentation. There is no amount outstanding and payable to the Investor Education and Protection Fund as on the year-end.