

To
Corporate Relations Department,
The BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai – 400 001

Date: 05.09.2026

Dear Sir,

SUB: -Submission of 43rd Annual Report for the Financial Year - 2025-26.

Ref: Regulation 34(1) of SEBI (Listing Obligation and Disclosure Requirements), Regulations, 2015.

Ref: Scrip ID: 539724

Pursuant to Regulation 34(1) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements), Regulations, 2015, we enclosing here with, Annual Report of the Company along with Notice of 43rd Annual General Meeting of the Company for the Financial Year 2025-26.

This is for your information and records.

Kindly take the same on record and acknowledge.

Thanking you

For HYPERSOFT TECHNOLOGIES LIMITED

MANOHAR
REDDY PANDI

Digitally signed by
MANOHAR REDDY PANDI
Date: 2026.09.05 21:56:34
+05'30'

Manohar Reddy Pandi
Company Secretary & Compliance Officer
M No. A35524



43rd ANNUAL REPORT

2025 - 26





HYPERSOFT TECHNOLOGIES LIMITED

CIN: L62010TG1983PLC003912 | BSE: 539724 | ISIN: INE039D01014

Engineering the Future of Digital Business

• Digital Transformation • AI & Data • Cloud • Cybersecurity • Global Delivery

» www.hypersoftindia.com «

Hypersoft at a Glance — FY 2025-26

A transformational year in which Hypersoft Technologies Limited scaled from a primarily India-focused IT services provider into a diversified, internationally present technology group, spanning India, Singapore, the Asia-Pacific region and the United States.

₹36.14 Cr

Standalone Revenue (FY 2025-26)

₹72.07 Cr

Consolidated (Group) Revenue

349%

Growth in Standalone Revenue YoY

₹2.92 Cr

Standalone Profit After Tax

2

Strategic Overseas Acquisitions Completed

3

Countries of Operation

₹8.44 Cr

Paid-up Equity Capital (31 March 2026)

43rd

Annual General Meeting

Figures stated are in ₹ Crore unless indicated otherwise. Standalone growth percentages are computed over FY 2024-25. Refer to the Management Discussion & Analysis and Financial Statements sections of this Annual Report for detailed figures, notes and explanations.

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Corporate Overview

Governance, leadership and the story behind Hypersoft's FY 2025-26 performance

Corporate Identity Number (CIN)	: L62010TG1983PLC003912
ISIN	: INE039D01014
Stock Exchange	: BSE Limited, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai – 400 001 (Scrip Code: 539724)
Registered Office	: Unit 117, 1st Floor, Techno-1, Sy. No. 86, 87(P), 88(P), 88/1, Raidurg, Serilingampally Mandal, Ranga Reddy, Madhapur, Hyderabad, Shaikpet, Telangana, India - 500081
Website	: www.hypersoftindia.com
Investor Email	: info@hypersoftindia.com

Board of Directors

Name	Designation (DIN)
Narra Purna Babu	Chairman & Managing Director (DIN: 10674419)
Naga Malleswari Narra	Non-Executive Director (DIN: 10819020)
Manjula Aleti	Non-Executive, Independent Director (DIN: 07563104)
Ramesh Babu Kommineni	Non-Executive, Independent Director (DIN: 10811021)

Key Managerial Personnel

Name	Designation (DIN)
Narra Purna Babu	Chairman & Managing Director
Lakshman Koduru	Chief Financial Officer (up to 17.08.2026)
Manohar Reddy Pandi	Company Secretary & Compliance Officer (ICSI M. No. A35524)

Board Committees

Committee	Chairperson	Members
Audit Committee	Manjula Aleti	Ramesh Babu Kommineni Naga Malleswari Narra
Nomination & Remuneration Committee	Ramesh Babu Kommineni	Manjula Aleti Naga Malleswari Narra
Stakeholders Relationship Committee	Ramesh Babu Kommineni	Naga Malleswari Narra Manjula Aleti

Statutory Auditors	: M/s. Anant Rao & Mallik , Chartered Accountants, Firm Registration No. 006266S
Internal Auditors	: M/s. KMH & CO , Chartered Accountants
Secretarial Auditors	: M/s. SPP & Associates , Company Secretaries, Hyderabad.
Registrar & Share Transfer Agent (RTA)	: CIL Securities Limited , 214, Raghava Ratna Towers, Chirag Ali Lane, Abids, Hyderabad, Telangana – 500001. Email: advisors@cilsecurities.com

Chairman & Managing Director's Message

CHAIRMAN'S MESSAGE

Dear Shareholders,

It gives me great pleasure to present to you the Annual Report of Hypersoft Technologies Limited for the financial year ended 31st March 2026.

The year under review marks a significant milestone in the evolution of Hypersoft. During the year, we took decisive steps to expand beyond our traditional India-focused operations and establish a meaningful international presence. These developments have strengthened the scale, capabilities and reach of the Company and have created a strong foundation for our next phase of growth.

Our strategic direction has been clear — to build a technology services business with the scale, capabilities and geographical presence to serve clients across markets. In pursuit of this objective, the Company expanded its international operations through the acquisition of businesses in Singapore, together with their operating subsidiaries in the United States, and commenced operations through its US Branch. These initiatives have brought together complementary capabilities, customer relationships and market access, while enabling us to leverage talent, technology and domain expertise across geographies. More importantly, they provide Hypersoft with a stronger foundation to build an integrated global business and participate in a wider range of technology opportunities.

The next phase of our journey will be focused on integration, scale and sustainable growth. Our immediate priority is to bring our businesses and teams together, strengthen cross-geography collaboration and realise the synergies created through our expanded operations. We will continue to invest in our people, technology and delivery capabilities, while maintaining a strong focus on quality, client relationships and operational excellence.

The global technology industry continues to undergo fundamental change. The growing adoption of artificial intelligence, cloud computing, data-led technologies, cybersecurity and automation is creating new avenues for technology services companies. We believe the combination of our expanding international presence and evolving capabilities provides Hypersoft with a strong platform to participate in this growth.

We will continue to pursue growth opportunities with discipline and selectivity. Alongside strengthening our existing businesses, we will evaluate strategic opportunities that complement our capabilities, expand our market presence and strengthen our competitive position. Our objective is to build a resilient and scalable business through responsible execution, sound governance and a clear focus on the interests of all our stakeholders.

As we embark on our journey of global expansion, our vision is to establish Hypersoft as a trusted global IT consulting and technology services partner, building on our capabilities, talent and experience across markets.

Our focus remains firmly on building a globally respected Company and creating enduring value for all our stakeholders.

I would like to express my sincere appreciation to our shareholders for their continued trust and confidence in the Company. I thank our clients and business partners for their continued association, and our employees across all our geographies for their commitment, dedication and contribution to our progress. I also acknowledge the continued support of our bankers, auditors, advisors and all other stakeholders who have been part of our journey.

On behalf of the Board, I thank you for your continued support and confidence as we enter this next phase of Hypersoft's journey.

With warm regards,

NARRA PURNA BABU

Chairman & Managing Director



Board of Directors — Profiles

Narra Purna Babu — Chairman & Managing Director

Mr. Narra Purna Babu (DIN: 10674419) is the Chairman & Managing Director of Hypersoft Technologies Limited. He has led the Company's transformation during FY 2025-26 from a primarily India-focused IT services provider into an internationally present technology group, spearheading the acquisitions of NX Global Pte. Ltd. and Nexus Innovate Pte. Ltd. and the establishment of the Company's US Branch. He is based in Singapore, reflecting the Company's expanded international operating base.

Naga Malleswari Narra — Non-Executive Director

Mrs. Naga Malleswari Narra (DIN: 10819020) holds a Bachelor of Pharmacy degree and brings rich experience in administration, general corporate functioning and Human Resource Management. She has served on the Board since her appointment as Additional Director on 14th November 2024, and was regularised at the 42nd AGM. She is a member of the Audit Committee, the Nomination & Remuneration Committee, and the Stakeholders Relationship Committee. She retires by rotation at the ensuing 43rd AGM and, being eligible, offers herself for re-appointment.

Manjula Aleti — Non-Executive, Independent Director

Mrs. Manjula Aleti (DIN: 07563104) serves as an Independent Director of the Company and chairs the Audit Committee. She was also as an Independent Director of Cambridge Technology Enterprises Limited, another BSE-listed company, bringing cross-board governance experience to Hypersoft's Board. She is a member of the Nomination & Remuneration Committee and the Stakeholders Relationship Committee.

Ramesh Babu Kommineni — Non-Executive, Independent Director

Mr. Ramesh Babu Kommineni (DIN: 10811021) serves as an Independent Director of the Company and is a member of the Audit Committee and the Stakeholders Relationship Committee, and chairs the Nomination & Remuneration Committee. He has attended all Board and Committee meetings held during FY 2025-26.

About Hypersoft Technologies Limited

ENTERPRISE TECHNOLOGY PARTNER

Hypersoft is a technology consulting and IT services company delivering innovative, scalable, and business-driven solutions. We partner with organizations to accelerate digital transformation and enhance operational efficiency through technology. Our expertise spans IT Consulting, Cloud Solutions, Software Engineering, Data & AI, Cybersecurity, and Managed Services, combining domain expertise, technical excellence, and a customer-first approach to deliver measurable business outcomes.

- Enterprise Technology Partner
- Global Delivery Model
- AI-first Engineering Culture
- End-to-End Digital Transformation
- Industry-focused Solutions



Corporate Architecture

Market Compliance: Listed entity on the Bombay Stock Exchange (BSE) — Ticker 539724 / HYPERSOFT.

Equity Security: International ISIN Identification — INE039D01014.

Strategic Growth Plan

- **Inorganic M&A:** Acquiring and integrating group companies aligned to the Company's expansion into Singapore, Australia and the United States.
- **Capital Optimization:** Structured equity share-swap mechanisms implemented to preserve cash reserves and maintain asset continuity, as demonstrated in both FY 2025-26 acquisitions.
- **Ecosystem Scaling:** Deep partnerships focused on co-innovation, channel sales enablement, and targeted joint ventures.
- **High-Growth Verticals:** Aligned technology investment inside GovTech, FinTech, and emerging industrial AI/ML frameworks.

Vision & Mission

Vision

To empower businesses through intelligent digital transformation and scalable technology solutions. Over the years, we have continuously evolved to deliver impactful results by combining innovation, automation, and deep technical expertise.

To become the preferred technology transformation partner helping enterprises modernize, automate and innovate using AI-driven solutions.



Mission

- Accelerate digital innovation
- Improve business agility
- Deliver measurable ROI
- Build secure and scalable platforms

Our Hybrid Engineering Delivery Model



Hypersoft's delivery methodology is built around a Linear Lifecycle Stream — Idea Validation → Concept Scoping → Business Case Blueprint → Prototype Development → Development Engineering → Production Deployment — layered with rapid application velocity, continuous feedback integration, and disciplined economic.

Rapid Application Velocity

The optimal delivery architecture tailored specifically for high-speed software engineering.

Feedback Integration

Early prototype checkpoints allow client user-experience alignment before mass development.

Economic Advantage

Substantially lowers total software delivery costs compared to rigid Waterfall or pure Agile frameworks.

Our Core Service Portfolio

Technology Strategy

Build a future-ready IT roadmap aligned with business goals.

Enterprise Architecture

Design scalable and resilient technology ecosystems.

IT Advisory

Expert guidance on technology investments and governance.

Business Process Transformation

Optimize operations through digital innovation and automation.

ERP Solutions

Streamline finance, operations, and supply chain processes.

CRM Solutions

Enhance customer engagement and sales effectiveness.

IT Service Management

Improve service delivery with ITIL-based best practices.

Enterprise Integration

Connect applications and data for seamless business operations.



Digital Consulting

Enterprise Applications

Cloud Services

AI & Generative AI Services



*Transform businesses by embedding
Artificial Intelligence into every
business function*

Enterprise AI Strategy

Develop an AI adoption roadmap tailored to business objectives.

AI Assistants & Copilots

Improve employee productivity using intelligent virtual assistants.

Knowledge Management

Enable employees to access enterprise knowledge instantly.

LLM Integration

Connect leading language models with existing business applications.

Generative AI Consulting

Identify high-value AI use cases with measurable ROI.

Conversational AI & Chatbots

Deliver 24x7 personalized customer support experiences.

Retrieval-Augmented Generation (RAG)

Deliver accurate AI responses using enterprise data.

AI Governance & Prompt Engineering

Ensure responsible, secure, compliant AI, optimised through advanced prompt design.

Data & Analytics



Turn enterprise data into actionable insights for smarter business decisions.

Data Engineering

Build reliable and scalable data pipelines

Business Intelligence

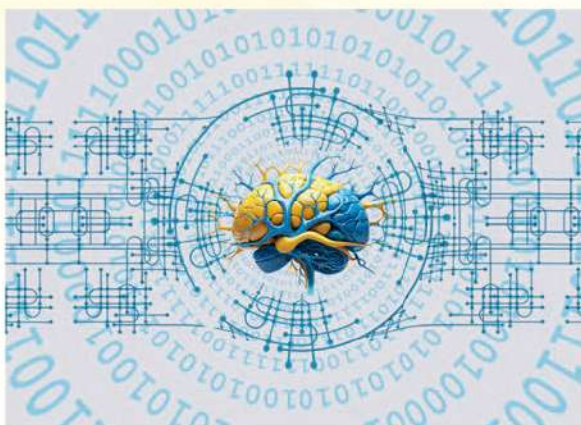
Deliver interactive dashboards and executive reporting.

Data Lakehouse

Centralize structured and unstructured enterprise data.

Predictive Analytics

Forecast business trends using AI-powered analytics.



Intelligent Automation

Robotic Process Automation (RPA)

Eliminate manual effort through software bots.

Intelligent Document Processing

Extract and process data from documents using AI.

Hyper-Automation

Combine AI, RPA, and analytics for end-to-end automation.

Workflow Automation

Digitize approval workflows across business functions.

Process Mining

Identify bottlenecks and optimize business processes.

Cyber Security

Protect digital assets through proactive security and compliance solutions.

Security Operations Center (SOC)

Monitor and respond to threats around the clock.

Cloud Security

Protect cloud environments against evolving cyber threats.

Identity & Access Management

Ensure the right users access the right resources.

Zero Trust Security

Secure every user, device, and application by default.

Vulnerability Assessment & Penetration Testing

Identify and mitigate security risks before exploitation.

Compliance & Risk Management

Meet regulatory standards with confidence.



Cloud Transformation

Accelerate digital transformation through secure and scalable cloud platforms.

Cloud Assessment

Evaluate cloud readiness and migration strategy.

Cloud Modernization

Upgrade applications for cloud-native performance.

Backup & Disaster Recovery

Ensure business continuity and data resilience.

Migration Services

Modernize infrastructure with minimal downtime.

Cloud Security

Safeguard cloud workloads with enterprise-grade protection.

Cloud Managed Services

Optimize cloud operations through proactive management.

Application Modernization

Revitalize legacy systems to improve agility, performance, and scalability.



Legacy Modernization

Transform outdated applications into modern digital platforms.

API Management

Enable secure integration between enterprise systems.

Event-Driven Architecture

Build responsive applications powered by real-time events.

Microservices Architecture

Improve flexibility with modular application design.

Containerization

Standardize application deployment across environments.

Software Engineering

Deliver innovative software solutions that drive business growth

Custom Software Development

Build tailored applications for unique business needs.

Quality Engineering

Ensure reliability through automated testing and quality assurance.

Agile Delivery

Accelerate innovation through iterative development practices.

Web & Mobile Applications

Create engaging digital experiences across devices.

Dev Sec Ops

Integrate security into every phase of software delivery.



Managed Services

Reliable, proactive IT operations that allow businesses to focus on innovation.

Infrastructure Management

Maintain high-performance IT infrastructure.

Cloud Operations

Monitor and optimize cloud environments continuously.

Service Desk

Deliver responsive IT support aligned with SLA commitments.

Application Support

Ensure business-critical applications operate seamlessly.

Database Administration

Secure and optimize enterprise databases.

Network Operations

Ensure secure, reliable, and high-performing connectivity.



Industry Expertise & Sectors We Serve

Healthcare & Life Sciences

Tailored solutions for physicians, healthcare ISVs, hospitals, and provider networks.

Transportation & Logistics

Seamless, best-in-class customer experiences at every touchpoint.

Government & Public Sector

Effective solutions for stronger, more transparent governance.

Retail & eCommerce

Deep digital commerce expertise to expand market footprint.

Banking & Capital Markets

Right-fit financial technology strategies that cut costs and boost efficiency.

Insurance

Helping insurers meet evolving regulations while digitalizing customer experience.

Manufacturing

Modernized IT systems for faster time-to-market and smarter supply chains.

Energy & Utilities

Purpose-built solutions driving modernization of business processes.

OUR GLOBAL PRESENCE



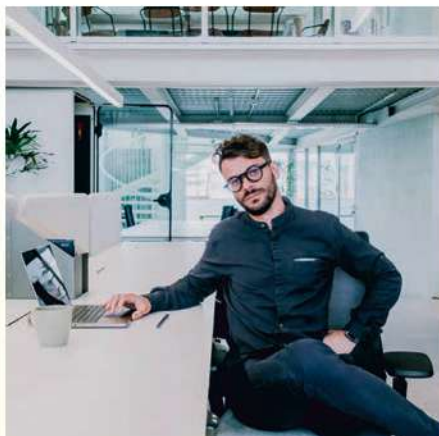
Technical Expertise

Hypersoft's engineering teams work across a broad and modern technology stack, enabling the Group to service clients across programming languages, mobile platforms, enterprise packages, data platforms and cloud hyperscalers:

- Languages & Frameworks: Java, .NET, Node.js, Python, PHP, Angular, React
- Mobile: Kotlin, iOS, Android
- Enterprise Platforms: SAP, Oracle, Workday, Tableau, Power BI, Salesforce, Microsoft Dynamics 365
- Data & Analytics: Snowflake, SQL Server, MongoDB, MySQL, Kafka, Hadoop, Databricks, Informatica, Talend
- Cloud & DevOps: AWS, Microsoft Azure, DevOps toolchains
- Security & Identity: Okta, SailPoint
- Collaboration & Design: Atlassian, Adobe



People — Our Priority



Hypersoft's growth this year — a near four-and-a-half-fold increase in standalone revenue and the successful integration of two overseas acquisitions — was delivered by people: engineers, consultants, delivery managers and support functions working across India, Singapore, the wider Asia-Pacific region and the United States. As the Company has scaled internationally, building a genuinely multicultural, multi-time-zone workforce has become a strategic priority, not merely an HR function.

The Company's approach to its people rests on a few simple commitments: hiring for both technical depth and client-facing maturity, given the consulting nature of much of Hypersoft's work; investing in continuous upskilling as the underlying technology stack evolves, particularly in cloud, data, AI and cybersecurity; and maintaining statutory and ethical workplace standards across every jurisdiction in which the Group now operates, including full compliance with the Sexual Harassment of Women at Workplace (Prevention, Prohibition & Redressal) Act, 2013 and the Maternity Benefit Act, 1961 in India.

As the Company integrates its newly acquired Singapore and US teams over FY 2026-27, management's stated priority — as recorded in the Management Discussion & Analysis section of this report — is to build a shared engineering culture and common delivery frameworks across all Group entities, so that clients experience the same standard of service regardless of which Hypersoft office serves them.

Management Discussion & Analysis

Industry context, financial performance and risk management

Management Discussion & Analysis

Industry Structure and Development

The global Information Technology (IT) services industry continues to expand steadily, with the market estimated at approximately USD 1.6–1.8 trillion in 2025-26 and projected to grow at a compound annual growth rate of approximately 8–9% over the coming years, driven by accelerated cloud adoption, enterprise-wide digital transformation, rising demand for cybersecurity and data protection, and the increasing integration of artificial intelligence and automation across business functions. Nine out of ten organizations globally are expected to increase their IT budgets, reflecting sustained enterprise investment in technology infrastructure and services notwithstanding macroeconomic headwinds.

During the year under review, the Company significantly expanded its global footprint through the acquisition of NX Global Pte. Ltd. (along with its step-down subsidiaries) and Nexus Innovate Pte. Ltd. (along with its step-down subsidiary), both established players in the technology and business consulting space with operations across Singapore, the Asia-Pacific region, and the United States. This has enabled the Company to transition from a primarily India-focused IT services provider into a diversified, internationally present group with delivery capabilities across multiple markets, including the establishment of a US Branch during the year, which commenced contributing meaningfully to revenue.

The Company believes that its enhanced geographic diversification, combined with an expanded service portfolio spanning IT consulting, ERP/SAP implementation, and business process support, positions it to participate in the broader industry trend toward integrated global delivery models, at a time when global enterprise IT spending continues to grow steadily.

Source: Grand View Research, “IT Services Market Size, Share & Trends Report, 2026–2033”; VrinSoft IT Budget Survey, 2025.

Opportunities

- Access to new client relationships, sectors, and geographies (particularly the USA and Asia-Pacific) through the acquired subsidiaries, reducing dependence on any single market;
- Cross-selling opportunities by combining the Company’s existing IT and support services offerings with the acquired entities’ consulting, ERP, and SAP capabilities;
- Establishment of the US Branch as a platform for a dedicated Offshore Delivery Center and Global Capability Center model, enabling the Company to serve international clients more competitively;
- Continued global demand for digital transformation, cloud adoption, cybersecurity, and AI-driven automation, supported by rising enterprise IT budgets;
- Ability to leverage the skilled talent pool and existing client base of the acquired subsidiaries to undertake larger and more complex projects.

The IT and ITeS consulting sector is positioned for robust growth, driven by accelerating demand for digital transformation across all industries. Key opportunities include advising organizations on cloud adoption, AI integration, and automation; the need for cybersecurity services as cyber threats rise; and the surge in sustainability and ESG consulting, which allows firms to help businesses achieve regulatory compliance and implement green IT solutions. Expansion into new markets, such as Tier-2 cities, and sector-specific specialization (e.g., healthcare, financial services) also present significant avenues for growth.

Threats

Major threats for IT and ITeS consulting include rapid technological change, which requires continual investment in new capabilities and retraining of personnel to remain competitive. Cybersecurity risks, such as data breaches and ransomware, represent ongoing business hazards, especially as clients move to complex cloud-based environments. Consultants face pressure from commoditization and fee scrutiny, with clients demanding transparent pricing and ROI, sometimes favoring tech-enabled platforms or boutique firms over traditional models. Recruitment and retention of skilled talent remains difficult due to a global shortage and competition among firms, while evolving regulations — such as those governing AI and data privacy — create compliance challenges that can delay or derail projects.

Outlook

Having significantly expanded its scale and geographic presence during the year through the acquisitions of NX Global Pte. Ltd. and Nexus Innovate Pte. Ltd., the Company is focused on consolidating these acquisitions, integrating operations across its India, Singapore, Asia-Pacific, and US operations, and driving operational synergies through shared technology platforms and streamlined processes. The Company will continue to focus on strengthening its service portfolio, deepening client relationships across its expanded geographic base, and building on the momentum in revenue and profitability achieved during FY 2025-26.

The outlook for IT and IT consulting companies is mixed but evolving rapidly. Growth is expected to continue, driven by strong demand for digital transformation, AI-led solutions, and diversification into new markets like Australia, the Middle East, and India. However, the industry is undergoing a structural shift as AI reshapes traditional consulting models, moving engagements toward outcome-based and technology-driven services. Despite this, macroeconomic uncertainties — especially in the U.S. — and structural headwinds in markets like India could limit growth to more modest levels of 4–5% in the medium term. Success will depend on how well firms balance AI adoption, geographic diversification, and agility in adapting business models. The Board remains cautiously optimistic about the Company's growth trajectory, subject to prevailing industry and macroeconomic conditions.

Risks and Concerns

The rapid rise of AI and automation is disrupting traditional delivery models, reducing the need for large workforces and creating pressure to reskill employees while raising questions of over-reliance and quality control. Economic slowdowns in key markets like the U.S. and Europe, coupled with geopolitical uncertainties, are causing clients to cut back or delay spending, leading to revenue volatility. At the same time, intense competition, rising wage costs for niche skills, and a shift toward outcome-based contracts creates pressure on margins.

Internal Control Systems and Their Adequacy

The Company has a proper and adequate system of internal controls, commensurate with the size, scale and complexity of its operations. This ensures that all transactions are authorized, recorded and reported correctly, and assets are safeguarded and protected against loss from unauthorized use or disposition, alongside operational controls and fraud risk controls covering the entire spectrum of internal financial controls.

Discussion on Financial Performance

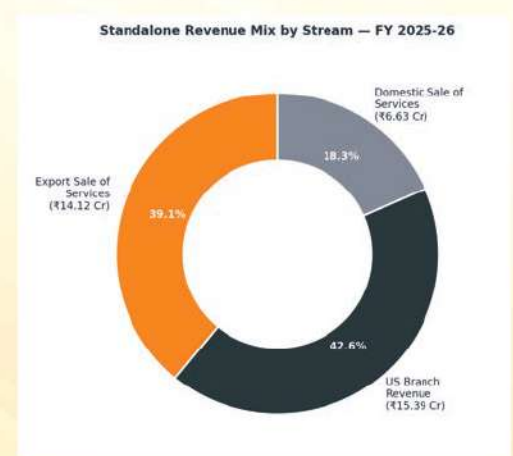
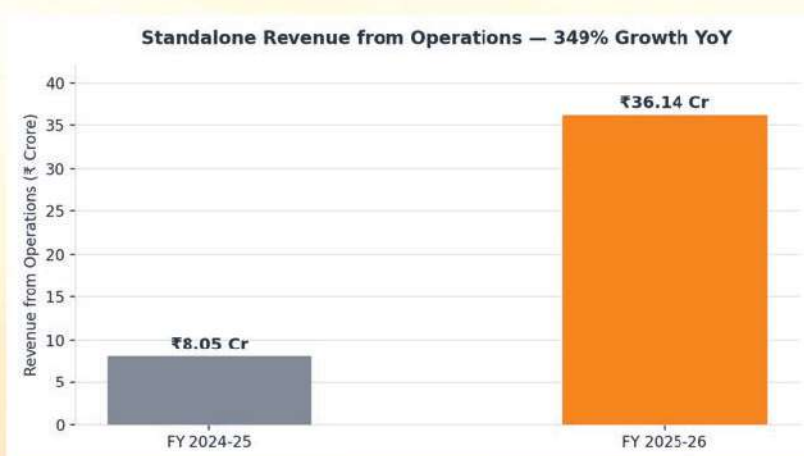
During FY 2025-26, the Company delivered a strong improvement in both operational and financial performance, driven largely by the commencement of operations through its newly established US Branch and continued growth in export and domestic service revenues.

Revenue

The Company's Revenue from Operations increased to ₹36.14 Crore in FY 2025-26, as against ₹8.05 Crore in FY 2024-25, registering a growth of approximately 349%. This growth was driven by:

- Export Sale of Services increasing to ₹14.12 Crore (FY 2024-25: ₹3.61 Crore);
- Domestic Sale of Services increasing to ₹6.63 Crore (FY 2024-25: ₹4.44 Crore); and
- Revenue from the US Branch of ₹15.39 Crore, contributed for the first time during the year.

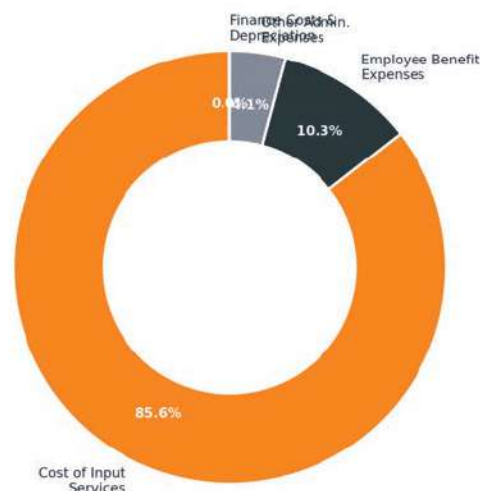
Including Other Non-Operating Income of ₹27.31 Lakh, Total Income for the year stood at ₹36.41 Crore, as against ₹8.11 Crore in the previous year.



Expenditure

Total Expenditure increased to ₹32.35 Crore in FY 2025-26 (FY 2024-25: ₹7.63 Crore), broadly in line with the scale-up in operations, and comprised primarily of Cost of Input Services (₹27.68 Crore) and Employee Benefit Expenses (₹3.33 Crore), reflecting the resource deployment required to service the higher revenue base, including the outsourced delivery costs of the US Branch.

Standalone Expenditure Break-up — FY 2025-26



Standalone Profit After Tax — Growth of ~1,315% YoY



Profitability

Profit before Tax increased to ₹4.06 Crore in FY 2025-26, as against ₹47.32 Lakh in FY 2024-25. Profit after Tax increased to ₹2.92 Crore, as against ₹20.64 Lakh in the previous year, representing a growth of over 1,315%. The Net Profit Margin improved to 8.09% in FY 2025-26 from 2.56% in FY 2024-25, reflecting improved operating leverage as the Company scaled its operations.

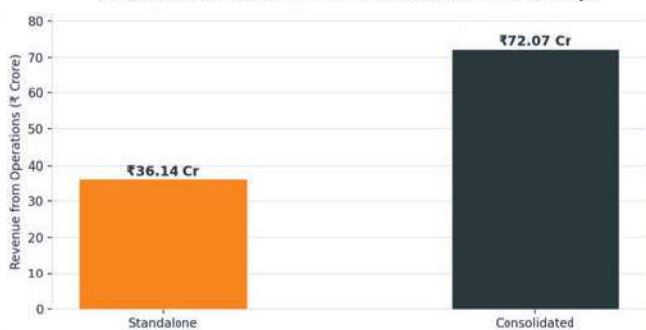
Earnings per Share

Basic Earnings per Share stood at ₹1.76 for FY 2025-26 as against ₹0.49 in FY 2024-25, while Diluted Earnings per Share stood at ₹0.35 (FY 2024-25: ₹0.49), on account of the increase in the weighted average number of equity shares following the preferential allotments made during the year.

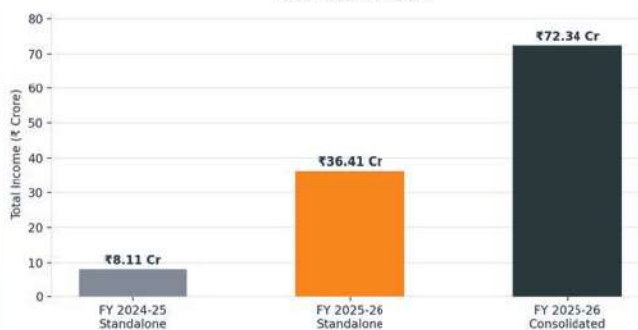
Segment-wise Performance

The Company operates in a single business segment, i.e., Software, with India and Global (including the US Branch) as identified geographic segments. Revenue from the Global segment (including US Branch sales) increased significantly during the year, reflecting the Company's expanding international footprint following its overseas acquisitions.

FY 2025-26 Revenue — Standalone vs Consolidated (Group)



Total Income Trend



₹1.76

Basic EPS, FY 2025-26
(FY 2024-25: ₹0.49)

8.09%

Net Profit Margin, FY 2025-26
(FY 2024-25: 2.56%)

₹15.39 Cr

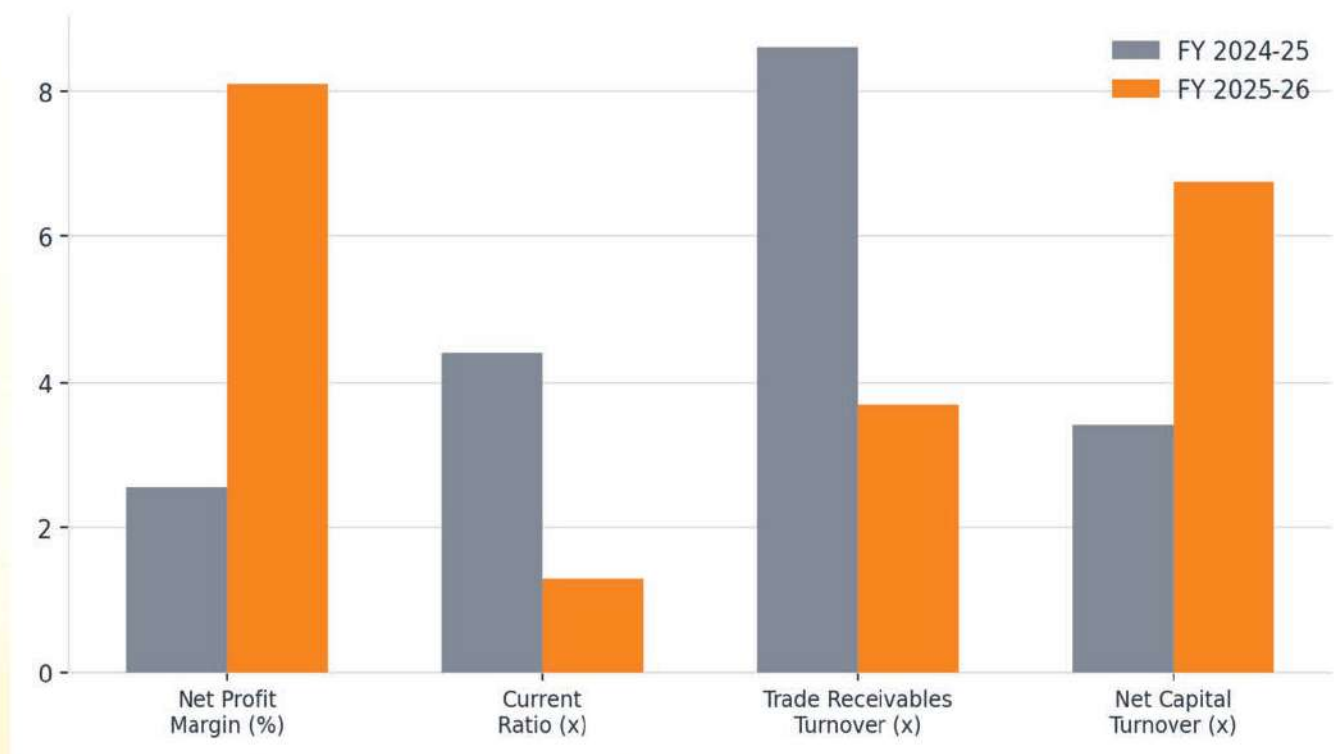
US Branch Revenue □
first year of operation

Key Financial Ratios — Significant Changes (25% or more)

The table below sets out the key financial ratios of the Company for FY 2025-26 as compared to FY 2024-25, together with explanations for variances exceeding 25%, as required under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Particulars	2025-26	2024-25	% Change	Reason for variance > 25%
Debtors Turnover	3.69	8.59	-57.02%	Improvement in recovering trade receivables, reducing the trade receivables turnover ratio when compared to FY 2024-25.
Debt to Equity Ratio	0	0	0.00%	The Company does not have any debt in FY 2025-26; no closing debt balance in FY 2024-25 either.
Interest Coverage Ratio	0	82.66	-100%	The Company does not have any debt in FY 2025-26; no closing debt balance in FY 2024-25 either.
Current Ratio	1.30	4.40	-70.34%	Current Liabilities increased substantially in FY 2025-26 compared to FY 2024-25.
Operating Profit Margin	0.11	0.06	88.86%	Significant increase in Revenue and profits in FY 2025-26 compared to FY 2024-25.
Net Profit Margin	8.09%	2.56%	215.35%	Significant increase in Revenue and profits in FY 2025-26 compared to FY 2024-25.
Return on Net Worth	0.03	0.09	-70.04%	80.20 Lakh equity shares issued during the year towards acquisition of subsidiaries, reducing the return on equity ratio compared with FY 2024-25.

Standalone — Key Financial Ratios: FY 2024-25 vs FY 2025-26



Material Development in Human Resources

There were no significant developments in human resources requiring separate disclosure during the year. As a result of the year's acquisitions, the Company's newly integrated management team brought a wholly new cohort of employees across the Group's Singapore and US entities.

Risk Management Framework

The Board of Directors, assisted by the Audit Committee, oversees the Company's risk management framework, which is designed to identify, assess, monitor and mitigate risks that could affect the achievement of the Company's business objectives. The Company's risk management mechanism is commensurate with its size, scale and the complexity of its now-international operations, and the Board is of the view that there are no elements of risk which, in its opinion, threaten the existence of the Company.

Risk Category	Description	Mitigation Approach
Currency & Cross-Border Risk	Exposure to foreign exchange movements on revenue, receivables and payables denominated in SGD, USD and other currencies following international expansion	Continuous monitoring of foreign currency exposure; evaluation of appropriate hedging strategies as international operations scale further
Regulatory & Cross-Border Compliance Risk	Complexity of complying with overseas investment regulations (FEMA), RBI reporting and multi-jurisdiction corporate law across India, Singapore and the US	Strengthened internal processes for KYC coordination with overseas investor shareholders and their bankers; engagement of professional advisors in each jurisdiction
Integration Risk	Risk of delay or shortfall in realising operational synergies from the NX Global and Nexus Innovate acquisitions	Structured integration plan focused on shared technology platforms, delivery frameworks and a common engineering culture across Group entities
Client Concentration & Market Risk	Dependence on key clients and sectors; sensitivity to enterprise IT budget cycles in the US and other markets	Diversification of client base and geography through international expansion; sector-wide service portfolio spanning multiple industries
Talent & Attrition Risk	Global shortage of skilled technology talent, particularly in AI, cloud and cybersecurity, and competition for niche skills	Investment in continuous upskilling; competitive, performance-linked engagement models; structured familiarisation and onboarding programmes
Technology & Cybersecurity Risk	Rapid pace of technological change and rising cybersecurity threats across client and internal systems	Ongoing investment in R&D and technology absorption; Zero Trust security principles and SOC-based monitoring applied to the Company's own service delivery
Credit & Receivables Risk	Risk of delayed collection from clients, particularly export and US Branch receivables	Active receivables management; the Debtors Turnover ratio improved during the year, reflecting stronger collection discipline

The Company's Internal Control System, together with its Internal Auditors, Statutory Auditors and Audit Committee, provides ongoing assurance over the design and operating effectiveness of these mitigation measures. A more detailed discussion of specific opportunities and threats facing the Company's business appears in the Management Discussion & Analysis section of this report.

By the order of the board
Hypersoft Technologies Limited

NARRA PURNA BABU
Chairman & Managing Director
DIN: 10674419

Date: 17.08.2026
Place: Singapore

NOTICE

NOTICE IS HEREBY GIVEN THAT THE 43rd ANNUAL GENERAL MEETING OF THE MEMBERS OF M/s. HYPERSOFT TECHNOLOGIES LIMITED WILL BE HELD ON MONDAY, 28th DAY OF SEPTEMBER 2026 AT 5:30 P.M. THROUGH VIDEO CONFERENCE (VC) FACILITY/ OTHER AUDIO-VISUAL MEANS (OAVM) TO TRANSACT THE FOLLOWING BUSINESS

Ordinary Business:

1. To receive, consider and adopt the Audited Standalone and Consolidated Financial Statements of the Company for the financial year ended March 31, 2026, together with the reports of the Board of Directors and the Auditors' thereon.
2. To re-appoint Mrs. Naga Malleswari Narra, Director who retires by rotation and being eligible, offers herself for re-appointment

Special Business:

3. **Reclassification of Mr. Sudhakara Varma Yarramraju, Promoter of the Company, from the 'Promoter' category to the 'Public' category**

To consider and if thought fit to pass with or without modification(s) the following resolution as an ordinary resolution:

"RESOLVED THAT pursuant to Regulation 31A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("SEBI LODR Regulations"), and based on the no-objection granted by BSE Limited vide its letter No. LIST/COMP/SJ/169/2026-27 dated August 10, 2026, the consent of the Members of the Company be and is hereby accorded for reclassification of the status of Mr. Sudhakara Varma Yarramraju, presently classified as a 'Promoter' of the Company and holding 9,81,155 equity shares constituting 1.16% of the paid-up equity share capital of the Company, from the 'Promoter' category to the 'Public' category.

RESOLVED FURTHER THAT upon such reclassification, Mr. Sudhakara Varma Yarramraju shall be governed by all the provisions of the SEBI LODR Regulations and other applicable laws, as may be applicable to public shareholders of the Company, from time to time.

RESOLVED FURTHER THAT the Board of Directors of the Company (including any Committee thereof) be and is hereby authorised to take all such steps and give such directions as may be necessary, to give effect to this resolution."

By the Order of the Board of Directors
For Hypersoft Technologies Limited

Manohar Reddy Pandi
Company Secretary
ICSI M No. A35524

Place: Hyderabad
Date: 17.08.2026

NOTES FOR MEMBERS' ATTENTION:

1. The statement pursuant to Section 102(1) of the Companies Act, 2013 and the Rules made there under in respect of the special business set out in the notice, Secretarial Standard on General Meetings (SS-2), wherever applicable, and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, (Listing Regulations) wherever applicable, is annexed hereto.
2. Pursuant to General Circular Nos. 14/2020 and 17/2020 dated April 8, 2020 and April 13, 2020 respectively, read with other relevant circulars, including General Circular No. 09/2024 dated September 19, 2024 and General Circular No. 03/2025 dated September 22, 2025, issued by the Ministry of Corporate Affairs ("MCA"), and Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated October 3, 2024 issued by the Securities and Exchange Board of India ("SEBI") (hereinafter collectively referred to as "the Circulars"), companies are permitted to hold general meetings through Video Conferencing ("VC")/Other Audio-Visual Means ("OAVM"), without the physical presence of the Members at a common venue, until further orders. In compliance with the aforesaid Circulars, the Annual General Meeting ("AGM") of the Members of the Company is being held through VC/OAVM. The Registered Office of the Company shall be deemed to be the venue for the AGM.
3. The VC/OAVM facility for Members to join the meeting, shall be kept open 30 minutes before the start of the AGM and shall be closed on expiry of 15 minutes after closure of the AGM. Members can attend the AGM through VC/OAVM by following the instructions mentioned in this Notice.
4. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015, as amended ("SEBI Listing Regulations"), read with aforesaid circulars, the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with Central Depository Services Limited (CDSL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-voting system as well as voting during the AGM will be provided by Central Depository Services Limited (CDSL). The detailed instructions for e-voting and attending the AGM through VC/OAVM are given as a separate attachment to this notice.
5. The relevant details, pursuant to Regulations and 36(3) of the SEBI Listing Regulations and Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India, in respect of Director seeking re-appointment (as set out in item nos. 2) at this AGM is provided as an Annexure to this Notice.
6. Pursuant to the provisions of the Act, a member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his/her behalf and the proxy need not be a Member of the Company. Since this AGM is being held pursuant to the aforesaid

Circulars through VC/OAVM, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for the AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice.

7. As per Regulation 40 of SEBI Listing Regulations, securities of listed companies can be transferred only in dematerialized form with effect from, April 1, 2019, except in case of request received for transmission or transposition of securities. In view of this and to eliminate all risks associated with physical shares and for ease of portfolio management, Members holding shares in physical form are requested to consider converting their holdings to dematerialized form. Members can contact the Company or Company's Registrars and Transfer Agents, CIL Securities Limited ("CIL") for updating their KYC or any other assistance to enable dematerialization of their shares.
8. SEBI vide its Circular No. SEBI/HO/ MIRSD/POD-1/P/ CIR/2024/37 dated May 7, 2024, has prescribed common and simplified norms for processing investor service requests by RTAs and norms for furnishing PAN, KYC (contact details, bank details and specimen signature), and nomination details.

As per the said Circular, it is mandatory for the members holding securities in physical form to, inter alia, furnish PAN, KYC, and nomination details. Physical folios wherein the said details are not available would be eligible for lodging grievance or any service request only after registering the required details. Any payments including dividend in respect of such folios shall only be made electronically with effect from April 1, 2024 upon registering the required details. Accordingly, the members are advised to register/update their details with the RTA or DPs, in compliance with the aforesaid SEBI guidelines for smooth processing of their service requests

9. In compliance with the aforesaid circulars, Notice of the Copy of Annual Report for the financial year 2025-26 is being sent only through electronic mode to those Members whose email addresses are registered with the Company/ Depositories. Members may note that the Notice of the AGM and the for the financial year 2025-26 will also be available on the Company's website www.hypersoftindia.com, websites of the Stock Exchange i.e. BSE Limited at www.bseindia.com at www.evotingindia.com. Members whose email IDs are not registered with the Company/Depositories are requested to follow the process provided for registration of email IDs with the depositories for procuring user ID and password and registration of email IDs for e-voting for the resolutions set out in this Notice.
10. In line with the circulars, the Company is providing VC/OAVM facility to its members to attend the AGM. The facility for attending the AGM virtually will be made available for 100 members on first come first served basis. This will not include large members, promoters, institutional investors, directors, key managerial personnel, the chairpersons of the audit committee, nomination and remuneration committee, shareholders / investors grievance committee auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.
11. Corporate members whose authorized representatives are intending to attend the meeting are requested to send to the Company at info@hypersoftindia.com a certified copy of the board resolution authorizing such representative to attend the AGM through VC/OAVM and cast their votes through e-voting.
12. Members attending the AGM through VC/OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
13. The statutory registers including register of directors and key managerial personnel and their shareholding, the register of contracts or arrangements in which directors are interested maintained under the Companies Act, 2013 and all other documents referred to in the notice will be available for inspection in electronic mode. Members who wish to inspect the register are requested to write to the company by sending e-mail to info@hypersoftindia.com
14. In accordance with the aforesaid Circulars, the notice of the AGM along with the annual report for the financial year 2025-26 has been sent only through electronic mode to the members who have registered their e-mail addresses with the company/depository participants. Members may note that the notice of AGM and annual report are also available on the company's website: www.hypersoftindia.com. The notice of AGM and annual report will also be available on the website of Stock Exchange (www.bseindia.com)
15. In accordance with the Circulars, members who have not registered their e-mail address may register their e-mail address with our Depository Registrars & Share Transfer Agents M/s. CIL Securities Ltd or with their depository participant or send their consent at info@hypersoftindia.com along with their folio no./DP ID client ID and valid e-mail address for registration.
16. Members, desiring any information relating to the Financials from the Management or from the Statutory Auditors, are requested to write to the Company at an early date.
17. Members are requested to intimate immediately, any change in their address to their depository participants with whom they are maintaining their DEMAT accounts. If the shares are held in physical form, change in address has to be intimated to the Company's Registrar and Share transfer agent (RTA), M/s. CIL Securities Ltd, Regd. Office: 214, Raghava Ratna Towers, Chirag Ali Lane, Hyderabad -500001, Telangana.
18. The Register of Members and Share Transfer Books of the Company in respect of Equity Shares will remain closed from Tuesday, September 22, 2026 to Monday, September 28, 2026 both the days inclusive.
19. Since the AGM will be held through VC/OAVM, the route map is not annexed in this notice.
20. Members who need assistance before or during the AGM, can contact Mr. Manohar Reddy Pandi, Email Id: info@hypersoftindia.com Phone No. 8143858084.
21. M/s. CIL Securities Ltd, Regd. Office: 214, Raghava Ratna Towers, Chirag Ali Lane, Hyderabad -500001, Telangana is the Share Transfer Agent (STA) of the Company. All communications in respect of share transfers and changes in the address of the members may be communicated to them.

22. Members holding shares in the same name under different Ledger Folios are requested to apply for Consolidation of such Folios and send the relevant share certificates to the Share Transfer Agent/Company.
23. The Company has appointed Mr. P Surya Prakash, Company Secretary in practice (Membership No. FCS 9072), M/s SPP & Associates, Company Secretaries, Hyderabad as scrutinizer for conducting the e-voting process for the Annual General Meeting in a fair and transparent manner.

THE INTRUCTIONS OF SHAREHOLDERS FOR E-VOTING AND JOINING VIRTUAL MEETINGS ARE AS UNDER:

Step 1 : Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

Step 2: Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

- i) The voting period begins on Friday, September 25, 2026 at 09.00 AM and ends on Sunday, September 27, 2026 at 05.00 PM During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of 21 September 2026 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- iii) Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

Step 1: Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

- iv) In terms of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Pursuant to abovesaid SEBI Circular, Login method for e-Voting and joining virtual meetings for Individual shareholders holding securities in Demat mode CDSL/NSDL is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL Depository	Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login to Easi / Easiest are requested to visit cdsi website www.cdslindia.com and click on login icon & My Easi New (Token) Tab. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly. If the user is not registered for Easi/Easiest, option to register is available at cdsi website www.cdslindia.com and click on login & My Easi New (Token) Tab and then click on registration option. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders holding securities in demat mode with NSDL Depository	If you are already registered for NSDL IdeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IdeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Dr. S.K. If the user is not registered for IdeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for

	IdeAS “Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp Dr. S.K. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID, 8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
Individual Shareholders (holding securities in demat mode) login through their Depository Participants (DP)	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

Important note: Members who are unable to retrieve User ID / Password are advised to use Forget User ID and Forget Password option available at above mentioned website. Dr. S.K. Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. CDSL and NSDL

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 21 09911
Individual Shareholders holding securities in Demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at : 022 – 4886 7000 and 022 – 2499 7000

Step 2 : Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

v) Login method for e-Voting and joining virtual meetings for Physical shareholders and shareholders other than individual holding in Demat form.

- 1) The shareholders should log on to the e-voting website www.evotingindia.com.
- 2) Click on “Shareholders” module.
- 3) Now enter your User ID
 - a) For CDSL: 16 digits beneficiary ID,
 - b) For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c) Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
- 4) Next enter the Image Verification as displayed and Click on Login.
- 5) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.
- 6) If you are a first-time user follow the steps given below:

	For Physical shareholders and other than individual shareholders holding shares in Demat.
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.
Dividend Bank Details OR Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field.

vi) After entering these details appropriately, click on “SUBMIT” tab.

- vii) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- viii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- ix) Click on the EVSN for the relevant <HYPERSOFT TECHNOLOGIES LIMITED> on which you choose to vote.
- x) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- xi) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- xii) After selecting the resolution, you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- xiii) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- xiv) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.
- xv) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- xvi) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.
- xvii) Additional Facility for Non – Individual Shareholders and Custodians –For Remote Voting only.
 - Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the "Corporates" module.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
 - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
 - The list of accounts linked in the login will be mapped automatically & can be delink in case of any wrong mapping.
 - It is Mandatory that, a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
 - Alternatively Non Individual shareholders are required mandatory to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; info@hypersoftindia.com, if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE AGM THROUGH VC/OAVM & E-VOTING DURING MEETING ARE AS UNDER:

- 1) The procedure for attending meeting & e-Voting on the day of the AGM is same as the instructions mentioned above for e-voting.
- 2) The link for VC/OAVM to attend meeting will be available where the EVSN of Company will be displayed after successful login as per the instructions mentioned above for e-voting.
- 3) Shareholders who have voted through Remote e-Voting will be eligible to attend the meeting. However, they will not be eligible to vote at the AGM.
- 4) Shareholders are encouraged to join the Meeting through Laptops / Ipads for better experience.
- 5) Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
- 6) Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
- 7) Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance atleast 5 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at Company email id info@hypersoftindia.com The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance 7 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at info@hypersoftindia.com. These queries will be replied to by the company suitably by email.
- 8) Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.
- 9) Only those shareholders, who are present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available during the AGM.
- 10) If any Votes are cast by the shareholders through the e-voting available during the AGM and if the same shareholders have not

participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders may be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.

PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/DEPOSITORIES.

1. For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to Company at info@hypersoftindia.com /RTA email id rta@cilsecurities.com.
2. For Demat shareholders -, Please update your email id & mobile no. with your respective Depository Participant (DP)
3. For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

If you have any queries or issues regarding attending AGM & e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 21 09911

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL,) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call toll free no. 1800 21 09911.

EXPLANATORY STATEMENT AS REQUIRED UNDER SECTION 102 OF THE COMPANIES ACT, 2013 ("ACT")

ITEM No. 3

The Company had received a letter dated May 22, 2026 from Mr. Sudhakara Varma Yarramraju, a Promoter of the Company, requesting reclassification of his status from the 'Promoter' category to the 'Public' category in terms of Regulation 31A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("SEBI LODR Regulations"), along with the requisite declarations, undertakings and confirmations.

The Board of Directors of the Company, at its meeting held on Monday, June 1, 2026, after examining the request letter, declarations, undertakings and other documents submitted by Mr. Sudhakara Varma Yarramraju, and upon being satisfied that he fulfils the conditions prescribed under Regulation 31A of the SEBI LODR Regulations, approved and recommended the said reclassification, subject to the approval of BSE Limited ("BSE"/"Exchange"), the Members of the Company and such other statutory/regulatory approvals as may be required.

In this regard, the Board, based on the information, declarations and undertakings furnished by Mr. Sudhakara Varma Yarramraju, recorded its satisfaction that he satisfies all the conditions prescribed under Regulation 31A of the SEBI LODR Regulations for reclassification from the 'Promoter' category to the 'Public' category, including that he does not exercise control over, or hold any key managerial/board position in, the Company, does not possess any special rights, is not a wilful defaulter or fugitive economic offender, has no role in the management or day-to-day affairs of the Company, and has no pecuniary or other arrangement that would enable him to exercise control over the Company after reclassification.

Pursuant to the aforesaid Board approval, the Company submitted an application dated June 5, 2026 to BSE seeking its no-objection for the proposed reclassification of Mr. Sudhakara Varma Yarramraju from the 'Promoter' category to the 'Public' category. BSE, vide its letter No. LIST/COMP/SJ/169/2026-27 dated August 10, 2026, has granted its no-objection to the said reclassification, subject to the Company ensuring compliance with subsequent relevant disclosures of material events in accordance with the applicable provisions of Regulation 31A of the SEBI LODR Regulations.

The details of Mr. Sudhakara Varma Yarramraju's shareholding in the Company as on the date of the application submitted to BSE are as under:

Sl.No.	Name of the Promoter seeking reclassification	No. of Shares held	% of Holding
1.	Sudhakara Varma Yarramraju (Promoter)	9,81,155	1.16%

In terms of Regulation 31A(3) of the SEBI LODR Regulations, having obtained the no-objection of the Stock Exchange, the reclassification of status of Mr. Sudhakara Varma Yarramraju from 'Promoter' category to 'Public' category is now placed before the Members of the Company for their approval by way of an Ordinary Resolution. Upon such reclassification being approved by the Members and consequent actions, if any, being completed, Mr. Sudhakara Varma Yarramraju shall cease to be classified as a 'Promoter' of the Company and shall be classified as a 'Public' shareholder of the Company.

As required under Regulation 31A(3)(b) of the SEBI LODR Regulations, Mr. Sudhakara Varma Yarramraju, being the Promoter seeking reclassification, and persons forming part of the 'Promoter and Promoter Group' of the Company, shall not vote to approve this resolution.

None of the Directors, Key Managerial Personnel of the Company and their relatives, except Mr. Sudhakara Varma Yarramraju to the extent of his shareholding, if any, and to the extent of any relationship inter-se, is in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 3 of the Notice.

The Board of Directors recommends the Ordinary Resolution set out at Item No. 3 of the Notice for approval of the Members.

By the Order of the Board of Directors
For Hypersoft Technologies Limited

Manohar Reddy Pandi
Company Secretary
ICSI M No. A35524

Place: Hyderabad
Date: 17.08.2026

Details of Directors seeking appointment/re-appointment pursuant to Regulation 36 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard-2 on General Meetings.

Particulars	Mrs. Naga Malleswari Narra
Director Identification Number (DIN)	10819020
Age	47
Qualification	Bachelor of Pharmacy
Date of first appointment on the Board of the Company	November 14, 2024
Nature of expertise in specific functional areas	She has rich experience in the field of administration and general corporate functioning and Human Resource Management
Remuneration last drawn (Sitting fee and Commission for FY 2024-25)	Not applicable
Remuneration proposed to be paid	Nil
Number of Board meetings of the Company attended during the financial year 2024-25	10
Directorships held in other Indian Public Limited Companies	Nil
Memberships / Chairmanships of Committees of Board of other Indian Public Limited Companies in which he/she is a Director.	Nil
Listed entities from which the person has resigned in the past three years as Director	Nil
Number of shares held in the Company including as a beneficial owner	Nil
Relationship with other Directors and Key Managerial Personnel of the Company	Mrs. Narra Naga Malleswari is Spouse of Mr. Narra Purna Babu, Managing Director of the Company

By the Order of the Board of Directors
For Hypersoft Technologies Limited

Manohar Reddy Pandi
 Company Secretary
 ICSI M No. A35524

Place: Hyderabad
 Date: 17.08.2026

DIRECTORS' REPORT

Dear Shareholders,

Your directors are happy to present 43rd Annual Report and the Financial Results for the financial year ended on 31st March 2026.

1. Financial Results

(Rs. In Lakhs)

Particulars	Standalone		Consolidated	
	2025-2026	2024-2025	2025-2026	*2024-2025
Income from operations	3,614.03	804.75	7,206.69	-
Other Income	27.31	5.99	27.49	-
Total Income	3,641.34	810.73	7,234.18	-
Total Expenditure excluding depreciation	3,234.65	762.75	6,703.08	-
Depreciation	0.40	0.67	0.40	-
Total Expenditure	3,235.05	763.42	6,703.48	-
Net Profit / (Loss) before Tax & Exceptional Items	406.29	47.32	530.70	-
Exceptional Items (Exp)	-	-	-	-
Net Profit / (Loss) before Taxation	406.29	47.32	530.70	-
Current Tax Deferred Tax				
Deferred Tax	113.79	12.52	121.72	-
Other Comprehensive Income	0.19	7.85	0.20	-
Net Profit / (Loss) after Taxation	292.30	20.64	408.78	-

*As this is the first year of consolidation, comparative consolidated financial statements for the previous year are not available.

Standalone

During the year under review, your Company made a Turnover of Rs. 3,614.03 Lakhs as against Rs. 804.75 Lakhs for the previous year and had earned a profit of Rs. 292.30 Lakhs as against a profit of Rs. 20.64 Lakhs for the previous year.

Consolidated

During the year under review, your Company made a Turnover of Rs. 7,206.69 Lakhs and had earned a profit of Rs. 408.78 Lakhs.

2. Change in the nature of business

There were no changes in the nature of business of the Company

3. Deposits

The Company has not accepted any deposits from the public during the year in pursuant to Section 73 of the Companies Act, 2013.

4. Dividend

With a view to conserve resources for the future growth and expansion plans of the Company, your directors do not recommend any dividend on the equity shares of the Company for the financial year ended 31st March, 2026.

5. Credit Rating:

Since the Company has not availed any loans, borrowings or other credit facilities requiring credit rating during the financial year, the provisions relating to obtaining/disclosure of Credit Rating are not applicable to the Company.

6. Details of changes in the office of Directors and Key Managerial Personnel of the Company during the FY 2025-26

Mr. Narra Purna Babu, Managing Director, Mrs. Naga Malleswari Narra, Non-Executive Director, Mrs. Manjula Aleti and Mr. Ramesh Babu Kommineni, Independent Directors of the Company, all appointed as Additional Directors with effect from November 14, 2024 were regularised as Directors of the Company by the Members at the 42nd Annual General Meeting of the Company held on September 27, 2025.

There were no other changes in the office of Directors and Key Managerial Personnel of the Company during the FY 2025-26

7. Number of meetings of the Board

The Board of Directors met Ten (10) times during this financial year on 29th May 2025, 13th August 2025, 1st September 2025, 12th November 2025, 21st November 2025, 22nd December 2025, 2nd February 2026, 13th February 2026, 27th February, 2026 and 16th March 2026.

8. Extract of Annual Return

As required pursuant to section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies (Management and Administration) Rules, 2014, Company shall place a copy of the annual return on the website of the company, and the weblink of the same is mentioned below: [annual-return-2025-26.pdf](#)

9. Policy on directors' appointment and remuneration

The current policy is to have an appropriate mix of executive and independent directors to maintain the independence of the Board

and they demark their functions of governance and management. As on March 31, 2026, the Board consists of 4 (four) members, one of whom is executive, three are non-executive and out of which two are independent directors. The Board periodically evaluates the need for a change in its composition and size. The policy of the Company on directors' appointment and remuneration, including criteria for determining qualifications, positive attributes, independence of a director and other matters provided under Sub-Section (3) of Section 178 of the Companies Act, 2013 was adopted by the Board. We affirm that the remuneration paid to the directors is as per the terms laid out in the nomination and remuneration policy of the Company.

10. Disclosure Under Rule 8(5)(iii) of the Companies (Accounts) Rules, 2014

Issue of Equity Shares with Differential Rights, Sweat Equity and ESOP

a) Issue of equity shares with differential voting rights:

The Company has not issued any equity shares with differential rights as to dividend, voting or otherwise during the year under review.

b) Issue of sweat equity shares:

The Company has not issued any sweat equity shares during the year under review.

c) Issue of employee stock options (ESOP):

The Company has not granted any employee stock options during the year under review, and there is no ESOP scheme in operation.

d) Provision of money by the Company for purchase of its own shares by employees or by trustees for the benefit of employees: Not Applicable.

11. Declaration given by Independent Directors

The Company has received necessary declaration from each independent director under Section 149(7) of the Companies Act, 2013, that they meet the criteria of independence laid down in Section 149(6) of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirement), Regulations 2015.

12. Meeting of Independent Directors:

During the year under review, the Independent Directors met on 16.03.2026 inter alia, to discuss

- Evaluation of the performance of Non-Independent Directors and the Board of Directors as a whole;
- Evaluation of the performance of the Chairman of the Company, taking into account the views of the Executive and Non-Executive Directors.
- Evaluation of the quality, content and timelines of flow of information between the Management and the Board that is necessary for the Board to effectively and reasonably perform its duties.
- All the Independent Directors were present at the Meeting.

13. Directors' Responsibility Statement

In accordance with the provisions of the section 134(c) of the Companies Act, 2013 and based on the information provided by the management your directors state that:

- a. In the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures.
- b. The directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit of the Company for that period.
- c. The directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013, for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities.
- d. The directors had prepared the annual accounts on a going concern basis.
- e. The directors had laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and were operating effectively.
- f. The directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

14. Contracts and arrangements with Related Parties under Section 188

All contracts/arrangements/transactions entered into by the Company during the financial year with related parties were in the ordinary course of business and on an arm's length basis. During the year under review, the Company has not entered into any contract, arrangement or transaction with related parties under Section 188 (1) of the Companies Act, 2013

15. Particulars of loans, guarantees or investments under Section 186

Pursuant to Section 186(4) of the Companies Act, 2013, particulars of investments made by the Company during the year are provided in notes to the financial statements forming part of this Annual Report. The Company has not given any loan, nor provided any guarantee or security, covered under the provisions of Section 186 during the year.

16. Energy Conservation, Technology Absorption, Foreign Exchange Earnings and Outgo:

Information required under section 134(3)(m) read with Rule, 8 of the Companies (Accounts) Rules, 2014, of the Companies Act, 2013 is provided as Annexure-I

17. Committees of the Board:

Details of Committees of the Board, their composition and attendance are provided in the Corporate Governance annexed as part of this report

18. Development and Implementation of Risk Management Policy for the Company Including Identification therein of elements of risk, if any, which in the opinion of the Board may threaten the existence of the Company:

The Company has risk management mechanism in place which mitigates the risk at appropriate situations and there are no elements of risk, which in the opinion of Board of Directors may threaten the existence of the Company. A detailed description of the risks & threats has been disclosed in the Management Discussion Analysis Report forming part of the Annual Report.

19. Material Changes during the Financial Year 2025-2026:

During the year under review, the Company undertook two significant strategic acquisitions through preferential allotment of equity shares for consideration other than cash (share swap arrangements), pursuant to which it acquired international IT and business consulting entities and expanded its group structure with step-down subsidiaries.

i. Acquisition of NX Global Pte. Ltd

The Board of Directors, at its meeting held on 13th August, 2025, approved a preferential allotment of 1,20,00,000 (One Crore Twenty Lakh) Equity Shares of face value Rs. 10/- each, aggregating Rs. 12,00,00,000/-, in consideration for the purchase of 4,80,00,000 shares of NX Global Pte. Ltd. The shares were issued by way of share swap to Narra Purna Babu (Acquirer/Promoter), Piyush Bhandari, Valueforge Innovations Pte. Ltd., Vertexiq Pte. Ltd., Voyager Partners Global Management Advisors Pte. Ltd., and Nikesh Ballapu.

Pursuant to this allotment, NX Global Pte. Ltd. became a wholly owned subsidiary of the Company, and consequently Mindgate Solutions Pte. Ltd. and Mindgate Solutions LLC (wholly owned subsidiaries of NX Global Pte. Ltd.) became step-down subsidiaries of the Company.

ii. Acquisition of Nexus Innovate Pte. Ltd.

The Board of Directors, at its meeting held on 27th February, 2026, pursuant to in-principle approval received from BSE Limited (Letter No. LOD/PREF/TT/FIP/1750/2025-26 dated 23rd February, 2026), approved a further preferential allotment of 6,82,00,000 (Six Crore Eighty-Two Lakh) Equity Shares of face value Rs. 10/- each at an issue price of Rs. 29.25/- per share, aggregating Rs. 1,99,48,50,000/-, in consideration for the purchase of 6,82,00,000 shares of Nexus Innovate Pte. Ltd. The shares were issued by way of share swap to Narra Purna Babu (Promoter), Cyberpath Systems Pte. Ltd., Quantum Path Solutions Pte. Ltd., and Quotrix Solutions Pte. Ltd.

Pursuant to this allotment, Nexus Innovate Pte. Ltd. became a wholly owned subsidiary of the Company, and Nexus Innovate LLC (a wholly owned subsidiary of Nexus Innovate Pte. Ltd.) became a step-down subsidiary of the Company.

Impact on Capital Structure

As a cumulative effect of the above two preferential allotments, the paid-up equity share capital of the Company increased from Rs. 4,25,17,000 (42,51,700 shares) at the beginning of the year to Rs. 8,44,51,700 divided into 8,44,51,700 Equity Shares of Rs. 10/- each by the end of the transactions, with the Promoter shareholding at 59.24% and public shareholding at 40.76% post the second allotment.

Strategic Rationale

Both acquisitions were undertaken to establish and strengthen the Company's international footprint across the USA, Singapore and Asia-Pacific regions, diversify its IT and business consulting service portfolio, achieve operational synergies through shared technology platforms and delivery frameworks, and build a dedicated Offshore Delivery Center and Global Capability Center. There was no change in the control or management of the Company as a result of either preferential issue.

Except for the above, there are no other material changes and commitments affecting the financial position of the Company occurred during the financial year

20. Detail of Subsidiaries, Associate Companies and Joint Ventures

Pursuant to Section 129(3) of the Companies Act, 2013 read with Rule 5 of the Companies (Accounts) Rules, 2014, a statement containing salient features of the financial statements of the Company's subsidiaries in Form AOC-I is annexed to this Report as Annexure-II

During the year under review, NX Global Pte. Ltd. became a wholly owned subsidiary of the Company with effect from 13th August, 2025, and consequently Mindgate Solutions Pte Ltd and Mindgate Solutions LLC, being wholly owned subsidiaries of NX Global Pte. Ltd., became step-down subsidiaries of the Company. Further, Nexus Innovate Pte. Ltd. became a wholly owned subsidiary of the Company with effect from 27th February, 2026, and consequently Nexus Innovate LLC, being a wholly owned subsidiary of Nexus Innovate Pte. Ltd., became a step-down subsidiary of the Company.

The above companies became subsidiaries/step-down subsidiaries of the Company pursuant to acquisition of their respective holding companies through share swap arrangements approved by the Board on 13th August, 2025 and 27th February, 2026 respectively.

The Company does not have any associate company or joint venture within the meaning of Section 2(6) of the Companies Act, 2013. No company ceased to be a subsidiary, associate company or joint venture of the Company during the year under review.

21. Annual Evaluation of Board's Performance

The Nomination and Remuneration Committee of the Company approved an Evaluation Policy, which was adopted by the Board of Directors. The policy provides for evaluation of the Board, the Committees of the Board and individual Directors, including the Chairman of the Board. The Policy provides that evaluation of the performance of the Board and Committees of Board shall be carried out on an annual basis.

The Evaluation process of performance focused on various aspects of the Board and Committees functioning such as composition of the Board and Committees, experience and competencies, performance of specific duties and obligations, governance issues etc. A separate exercise was carried out to evaluate the performance of individual Directors on parameters such as attendance, contribution and independent judgement.

The performance evaluation of the Independent Directors was carried out by the entire Board, excluding the Director being evaluated. The performance evaluation of Managing Director and Non-Executive Director was carried out by the Independent Directors, who also reviewed the performance of the Board as a whole. The Nomination and Remuneration Committee (NRC) also reviewed the performance of the Board, its committees and of the Directors.

The Chairman of the Board provided feedback to the Directors on an individual basis, as appropriate. Significant highlights, learning and action points with respect to the evaluation were presented to the Board.

22. Transfers to reserves

The Company has not transferred any amount to the reserves in the financial year.

23. Listing Fee:

Your Company's shares are listed on the BSE Limited and the listing fees for Financial Year 2026-27 is paid.

24. Auditors

M/s. Anant Rao & Mallik, Chartered Accountants, bearing Firm Registration Number 006266S were appointed as Statutory Auditors for consecutive period of 5 years from the conclusion of 42nd Annual General Meeting of the Company till the conclusion of 47th Annual General Meeting of the Company.

There are no observations, qualifications and remarks in the auditor's report for financial year ended 31st March 2026

25. Internal Auditors:

The Board of Directors based on the recommendation of the Audit Committee have appointed M/s. KMH & CO Chartered Accountants as Internal Auditors of the Company for the FY 2026-27.

26. Maintenance of Cost Records:

Company is not required to maintain cost records as specified by the Central Government under sub-section (1) of section 148 of the Companies Act, 2013

27. Details in respect of Frauds Reported by Auditors under Section 143

The auditors of the company have not reported any fraud under sub-section (12) of Section 143 of the Companies Act, 2013 whether reportable to the Central Government or otherwise and hence no details are furnished in this regard.

28. Particulars of Employees:

The information required pursuant to Section 197 read with Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 in respect of employees of the Company is herewith annexed as "Annexure -III" to this report.

29. Secretarial Auditors & Secretarial Audit Report:

Pursuant to provisions of Section 204 of the Companies Act, 2013, read with Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 the Board has appointed M/s SPP & Associates, Practicing Company Secretaries, to conduct Secretarial Audit for a period of 5 years commencing from the conclusion of 42nd Annual General Meeting of the Company till the conclusion of 47th Annual General Meeting of the Company.

The Secretarial Audit Report, pursuant to Section 204(1) of the Companies Act, 2013, for the financial year ended 31st March, 2026 is given in "Annexure-IV" attached hereto and forms part of this Report.

During the year under review following qualifications given by Secretarial Auditors and the response of the Board for the same:

- During the period under report Company has submitted details of investor Complaints for the quarter ended 31st December, 2025 by oversight by delay as informed by the Company and the fine of Rs. 2360 was paid to BSE Limited
By over sight and technical issue it was inadvertently missed filing and filed with a delay and the fine imposed by BSE Limited was also paid.
- During the Financial Year 2025-26, the Company made overseas direct investment/financial commitment exceeding 400% of its net worth on two occasions, without obtaining prior approval of the Reserve Bank of India ("RBI") — namely, acquisition of 4,80,00,000 equity shares of NX Global Pte. Ltd., Singapore, on 13th August 2025, and acquisition of 6,82,00,000 equity shares

of Nexus Innovate Pte. Ltd., Singapore, on 27th February 2026 by way of share swap. As the said investments exceeded the limit permissible under the Automatic Route in terms of the Foreign Exchange Management (Overseas Investment) Rules/Regulations, 2022, the Company has filed applications for post-facto approval of the aforesaid Overseas Direct Investments with RBI through the Authorised Dealer Bank on 27th May 2026 and 1st June 2026, respectively, both of which are pending disposal as on the date of this Report.

Further, in respect of the corresponding allotment of equity shares of the Company to the shareholders of the aforesaid overseas entities under the said share swap arrangements — being 1,20,00,000 equity shares allotted on 13th August 2025 (pursuant to the NX Global Pte. Ltd. acquisition) and 6,82,00,000 equity shares allotted on 27th February 2026 (pursuant to the Nexus Innovate Pte. Ltd. acquisition) — Form FCGPR was filed with delay on 21st May 2026 and 30th May 2026, respectively. The applicable Late Submission Fee (LSF) for such delay has been paid, and both Forms FCGPR have been taken on record by RBI vide acknowledgement dated 1st June 2026.

The Board is of the view that the aforesaid overseas acquisitions were undertaken in the best interests of the Company as part of its strategy to expand its international presence, diversify its revenue base and gain access to the Singapore and United States markets. Both acquisitions were structured entirely by way of share swap, with consideration discharged through issue of equity shares of the Company and without any cash outflow or outward remittance of foreign exchange.

The transactions enabled the Company to acquire 100% ownership of the respective overseas entities and their operating subsidiaries, including a revenue-generating business in the United States, thereby providing immediate international market access and opportunities for revenue diversification.

Accordingly, the Board considers the transactions to be commercially and strategically justified and in the long-term interests of the Company and its stakeholders. The Company has also taken appropriate steps for regulatory regularization and completion of the applicable reporting requirements.

The delay in submission of the reporting for ODI reporting and FCGPR reporting were purely because of technical issues and delay in getting the KYC confirmations for the Banks associated with the overseas investor shareholders. The Management has taken steps to contain these kinds of delays by implementing strict internal policies and systems in place.

30. Corporate Governance

Pursuant to the preferential allotment of equity shares made by the Company on 13th August, 2025, the paid-up share capital of the Company increased to more than ₹10 Crore, consequent to which the Corporate Governance provisions under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 became applicable to the Company. The Company has complied with the same within the prescribed timeline.

A Report on Corporate Governance, along with the Certificate from M/s. SPP and Associates, Company Secretaries, confirming compliance with the conditions of Corporate Governance as stipulated under Regulation 34 read with Schedule V of the said Regulations, is annexed as Annexure-V and forms part of this Annual Report.

31. Material changes and commitments, if any, affecting the financial position of the company which have occurred between the end of the financial year of the company to which the financial statements relate and the date of the report:

There are no significant material changes and commitments affecting the financial position of the Company between 31st March 2026 and the date of this report:

32. Corporate Social Responsibility

The provisions of Section 135 of the Companies Act, 2013 read with the Companies (Corporate Social Responsibility Policy) Rules, 2014 relating to Corporate Social Responsibility are not applicable to the Company, as the Company does not meet the thresholds prescribed under Section 135(1) of the Act during the immediately preceding financial year.

Accordingly, the Company was not required to constitute a CSR Committee or formulate a CSR Policy during the year under review, and no disclosures under Rule 8 of the Companies (Corporate Social Responsibility Policy) Rules, 2014 are applicable.

33. Significant and material orders

There are no significant and material orders passed by the regulators or courts or tribunals impacting the going concern status and Company's operations in future.

34. Secretarial Standards

The Company is in compliance of Secretarial Standards during the financial year 2025-2026.

35. DETAILS IN RESPECT OF ADEQUACY OF INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO THE FINANCIAL STATEMENTS

The Company has in place proper and adequate internal control systems commensurate with the nature of its business, size and complexity of its operations. Internal control systems comprising policies and procedures designed and implemented to ensure reliability of financial reporting, timely feedback on achievement of operational and strategic goals, compliance with policies, procedure, applicable laws and regulations, and that all assets and resources acquired are used optimally.

36. Whistle Blower Policy/ Vigil Mechanism

To create enduring value for all stakeholders and ensure the highest level of honesty, integrity and ethical behavior in all its operations,

the Company has formulated a Whistle Blower Policy/Vigil Mechanism that governs the actions of its employees. This Whistleblower Policy/Vigil Mechanism aspires to encourage all employees to report suspected or actual occurrence(s) of illegal, unethical or inappropriate events (behaviors or practices) that affect Company's interest / image.

A copy of the Policy is available on the website of the Company.

37. Disclosures Under Sexual Harassment of Women at Workplace (Prevention, Prohibition & Redressal) Act, 2013

The Company has zero tolerance for sexual harassment at workplace and has adopted a policy on prevention, prohibition and redressal of sexual harassment at workplace in line with the provisions of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and the rules there under for prevention and redressal of complaints of sexual harassment at workplace. Internal Complaints Committee (ICC) has been set up to redress complaints received regarding sexual harassment and the Company has complied with provisions relating to the constitution of Internal Complaints Committee under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

The Internal Committee (IC) as provided in the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal), Act, 2013 is duly constituted by the Company to redress complaints received regarding sexual harassment.

The details of the complaints received during the financial year and status of the same is given below:

a)	Number of complaints at the beginning of the financial year	Nil
	Number of complaints received during the financial year	Nil
b)	Number of complaints disposed-off during the financial year	Nil

There was no case which was pending for more than 90 days.

38. Number of Employees as on the Closure of Financial Year

- i. Female: 24
- ii. Male: 24
- iii. Others: NIL

39. Disclosures with respect to demat suspense account/unclaimed suspense account:

The company does not have any shares in the demat suspense account or unclaimed suspense account and hence the question of making any disclosure in this regard does not arise.

40. Insolvency Proceedings:

There is no application made by the Company or any proceedings initiated against the Company under Insolvency and Bankruptcy Code, 2016 (31 of 2016) during the financial year.

41. Details of difference between valuation amount on one time settlement and valuation while availing loan from banks and financial institutions

During the year under review, there was no incident of one-time settlement of loans taken from Banks and Financial Institutions. Hence, the disclosure under this heading is not applicable to the Company.

42. Statement of compliance with Maternity Benefit Act 1961

The Company affirms that it has duly complied with all provisions of the Maternity Benefit Act, 1961, and has extended all statutory benefits to eligible women employees during the year.

43. The details of difference between amount of the valuation done at the time of one time settlement and the valuation done while taking loan from the banks or financial institutions along with the reasons thereof

The Company has not entered into any One Time Settlement (OTS) with any bank or financial institution during the financial year under review. Accordingly, the provisions relating to disclosure of the difference between the valuation undertaken at the time of OTS and the valuation undertaken while availing loans from banks or financial institutions, along with the reasons for such difference, are not applicable to the Company.

44. Appreciation:

Your directors place on record their appreciation of the continued assistance and co- operation extended by the shareholders, customers, bankers and the dedicated employees and the business associates.

By the order of the board
Hypersoft Technologies Limited

NARRA PURNA BABU
Chairman & Managing Director
DIN: 10674419

Date: 17.08.2026
Place: Singapore

Conservation of Energy & Technology Absorption, Foreign Exchange Earnings and Outgo:

A. Conservation of Energy:

- a. **Energy Conservation measures taken:** Your Company's operations are software oriented and not energy intensive. Adequate measures have been taken to conserve energy wherever possible by using energy-efficient computers and equipment.
- b. **Additional investments and proposals, if any, being implemented for reduction of consumption of energy:** NA
- c. **Impact of the measures (a) and (b) above for energy consumption and consequent impact on the cost of production of goods:**
As energy conservation is very meager and energy cost forms a small part of total costs, the impact of costs is not material.

B. Technology Absorption:

Research and Development (R & D):

a. Specific areas in which R & D carried out by the Company:

The Company continues to focus and invest in R & D activities for developing and improving the quality and enhancing the benefits of its software products. The Company is a product-oriented Company and the continuous development of new products, and the existing products is an ongoing exercise.

b. Benefits derived as a result of the R & D:

Research and development of new products & processes will continue to be of importance to your Company. Products although have a longer gestation, are of higher benefit to the Company and its profitability in the long run.

c. Future plan of Action:

The Company continues to strive for development and innovation of new products and improving the existing ones in order to meet the changing requirements and to cater to customer needs.

d. Expenditure on R & D: NIL

Adaptation and Innovation:

As a result of new partnerships, the Company now has absorbed new technologies and will result in better adaptation to Indian customer needs.

Foreign Exchange Earnings & Outgo:

Particulars	2025-2026 (Rs. in Lakhs)	2024-2025 (Rs. in Lakhs)
Foreign Exchange Earnings	1,220.97	211.65
Foreign Exchange Outgo:	Nil	Nil

By the order of the board
Hypersoft Technologies Limited

NARRA PURNA BABU
Chairman & Managing Director
DIN: 10674419

Date: 17.08.2026
Place: Singapore

FORM AOC – 1

STATEMENT CONTAINING SALIENT FEATURES OF THE FINANCIAL STATEMENT OF SUBSIDIARIES / ASSOCIATE COMPANIES / JOINT VENTURES.

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

PART A: SUBSIDIARIES

(₹ in Lakhs)

Sr.No.	Particulars	Details	Details
1	Name of the subsidiary	NX Global Pte Ltd	Nexus Innovate Pte Ltd
2	Reporting period for the subsidiary concerned, if different from the holding company's reporting period	January 2025 to December 2025	January 2025 to December 2025
3	Reporting currency and Exchange rate as on the last date of the relevant Financial year in the case of foreign subsidiaries	INR/SGD = 74.56	INR/SGD = 74.56
4	Share Capital (in Rs.)	404.86	101.69
5	Reserves & Surplus	42.94	393.52
6	Total Assets	594.09	3,007.36
7	Total Liabilities (in Rs.)	146.29	2,512.14
8	Investments (in Rs.)	320.61	-
9	Turnover (in Rs.) (exchange rate = Rs.69.46)	63.56	498.45
10	Profit / Loss before taxation (in Rs.)	9.30	146.98
11	Tax Expense Net of Deferred Tax Asset	-	-
12	Profit/Loss after taxation	9.30	146.98
13	Proposed Dividend	0.00	0.00
14	% of Shareholding	100%	100%

PART B: ASSOCIATE AND JOINT VENTURES: NOT APPLICABLE

As per our report of even date

For and on behalf of the Board of Directors

For M/s. Anant Rao & Mallik.

Chartered Accountants,
Firm Regn. No. 006266S

Sd/-
V Anant Rao
Partner
Membership No. 022644
Place: Hyderabad
Date: 13th May, 2026

Sd/-
Narra Purna Babu
Managing Director
DIN: 10674419
Place: Singapore
Date: 13th May, 2026

Sd/-
Narra Naga Malleswari
Director
DIN: 10819020
Place: Singapore
Date: 13th May, 2026

Sd/-
Manohar Reddy Pandi
Company Secretary
M.No. 35524
Place: Hyderabad
Date: 13th May, 2026

Sd/-
Koduru Lakshman
Chief Financial Officer
Place: Hyderabad
Date: 13th May, 2026

Statement of Disclosure of Remuneration under Section 197 of Companies Act, 2013 and Rule 5(1) of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

1. The ratio of the remuneration of each director to the median remuneration of the employees of the company for the financial year 2025-2026 and Percentage increase in remuneration of each director and KMP in the financial year 2025-2026

Sl. No.	Name of Director	Designation	Ratio of remuneration of each Director to median remuneration of Employees	% increase in Remuneration in the Financial Year 2025-2026
1.	Mr. Narra Purna Babu	Managing Director	NA	NA
2	Mr. Lakshman Koduru	Chief Financial Officer	1.67	42.85
3	Mr. Manohar Reddy Pandi	Company Secretary	2.33	66.66

2. The percentage increase in the median remuneration of employees in the financial year 2025-2026: Nil
3. There are 48 permanent employees on the rolls of company as on 31st March, 2026.
4. Average percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration; Nil
5. There are no employees who are in receipt of remuneration more than Rs. One Crore and Two Lakh per annum or Rs. Eight Lakhs and Fifty Thousand per month.
6. Disclosures relating to remuneration and other details as required under Section 197(12) of the Act read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 forms part of this Report. As per the provisions of the second proviso to Section 136(1) of the Act, the Annual Report excluding the aforesaid information is being sent to the members of the Company. Any member interested in obtaining such information may address their email to info@hypersoftindia.com
7. It is hereby affirmed that the remuneration paid is as per the remuneration policy of the Company.

By the order of the board
Hypersoft Technologies Limited

NARRA PURNA BABU
 Chairman & Managing Director
 DIN: 10674419

Date: 17.08.2026
 Place: Singapore

FORM No. MR-3

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED MARCH 31, 2026

[Pursuant to section 204(1) of the Companies Act, 2013 and Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To
The Members
HYPERSOFT TECHNOLOGIES PRIVATE LIMITED
Unit 117, 1st Floor Techno-1 Sy. No. 86, 87(P), 88(P), 88/1,
Raidurg, Serilingampally Mandal, Ranga Reddy,
Madhapur, Hyderabad, Shaikpet, Telangana, India, 500081

We have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **M/s. Hypersoft Technologies Limited** (hereinafter called the Company). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on our 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, we hereby report that in our 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.

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

- (i) The Companies Act, 2013 (the Act) and the rules made thereunder;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder (Applicable to the Company during the Audit Period);
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'): -
 - a. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.
 - b. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
 - c. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018; (Applicable to the Company during the Audit Period).
 - d. The Securities and Exchange Board of India (Shared Based Employee Benefits and Sweat Equity) Regulations 2021 (Not applicable to the Company during the Audit Period);
 - e. Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021 (Not applicable to the Company during the Audit Period);
 - f. The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client.
 - g. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021; (Not applicable to the company during the Audit Report); and
 - h. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 (Not applicable to the Company during the Audit Period).
 - i. The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- (vi) We 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 Stock Exchanges

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

We further report that

The Board of Directors of the Company is duly constituted with a 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.

Adequate notice is given to all the Directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

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

We further report that there are adequate systems and processes in the Company commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations, and guidelines except the following:

1. ***During the period under review, the Company has submitted details of investor Complaints with delay for the quarter ended 31st December, 2025 by oversight and the fine of Rs. 2360/- was paid to BSE Limited***
2. ***During the Financial Year 2025-26, the Company made an overseas direct investment/financial commitment exceeding 400% of its net worth on two occasions — through acquisition of 4,80,00,000 equity shares of NX Global Pte. Ltd., Singapore, on 13th August 2025, and 6,82,00,000 equity shares of Nexus Innovate Pte. Ltd., Singapore, on 27th February 2026 — by way of share swap, without obtaining prior approval of the Reserve Bank of India, since such investments exceeded the limit permissible under the Automatic Route in terms of the Foreign Exchange Management (Overseas Investment) Rules/Regulations, 2022. The Company has since filed applications for post-facto approval of the said Overseas Direct Investments with the Reserve Bank of India through the Authorised Dealer Bank on 27th May 2026 and 1st June 2026 respectively, which are pending disposal as on the date of this Report.***

Further, in respect of the corresponding allotment of equity shares of the Company to the shareholders of the aforesaid overseas entities under the share swap arrangement — being 1,20,00,000 equity shares allotted on 13th August 2025 (in relation to the NX Global Pte. Ltd. acquisition) and 6,82,00,000 equity shares allotted on 27th February 2026 (in relation to the Nexus Innovate Pte. Ltd. acquisition) — Form FCGPR was filed with delay on 21st May 2026 and 30th May 2026 respectively, and the Late Submission Fee (LSF) for such delay has been paid. The said Forms FCGPR have been taken on record by the Reserve Bank of India vide acknowledgement dated 1st June 2026.

We further report that the Company is engaged in the business of Computer programming, consultancy and related activities as such there are no specific industry laws which are applicable to the Company.

We further report that during the Audit period the Company has below specific events/ actions having a major bearing on the Company's affairs in pursuance of the above referred laws, rules, regulations, guidelines and standards, etc:

We report that during the audit period the company undertook two significant strategic acquisitions through preferential allotment of equity shares for consideration other than cash (share swap arrangement), pursuant to which it acquired international IT and business consulting entities and expanded its group structure with step-down subsidiaries.

i. Acquisition of NX Global Pte. Ltd

The Board of Directors, at its meeting held on 13th August, 2025, approved a preferential allotment of 1,20,00,000 (One Crore Twenty Lakh) Equity Shares of face value Rs. 10/- each, aggregating Rs. 12,00,00,000/-, in consideration for the purchase of 4,80,00,000 shares of NX Global Pte. Ltd. The shares were issued by way of share swap to Narra Purna Babu (Acquirer/Promoter), Piyush Bhandari, Valueforge Innovations Pte. Ltd., Vertexiq Pte. Ltd., Voyager Partners Global Management Advisors Pte. Ltd., and Nikesh Ballapu.

Pursuant to this allotment, NX Global Pte. Ltd. became a wholly owned subsidiary of the Company, and consequently Mindgate Solutions Pte. Ltd. and Mindgate Solutions LLC (wholly owned subsidiaries of NX Global Pte. Ltd.) became step-down subsidiaries of the Company.

ii. Acquisition of Nexus Innovate Pte. Ltd.

The Board of Directors, at its meeting held on 27th February, 2026, pursuant to in-principle approval received from BSE Limited (Letter No. LOD/PREF/TT/FIP/1750/2025-26 dated 23rd February, 2026), approved a further preferential allotment of 6,82,00,000 (Six Crore Eighty-Two Lakh) Equity Shares of face value Rs. 10/- each at an issue price of Rs. 29.25/- per share, aggregating Rs. 1,99,48,50,000/-, in consideration for the purchase of 6,82,00,000 shares of Nexus Innovate Pte. Ltd. The shares were issued by way of share swap to Narra Purna Babu (Promoter), Cyberpath Systems Pte. Ltd., Quantum Path Solutions Pte. Ltd., and Quotrix Solutions Pte. Ltd.

Pursuant to this allotment, Nexus Innovate Pte. Ltd. became a wholly owned subsidiary of the Company, and Nexus Innovate LLC (a wholly owned subsidiary of Nexus Innovate Pte. Ltd.) became a step-down subsidiary of the Company.

Impact on Capital Structure

As a cumulative effect of the above two preferential allotments, the paid-up equity share capital of the Company increased from Rs. 4,25,17,000 (42,51,700 shares) at the beginning of the year to Rs. 8,44,51,700 divided into 8,44,51,700 Equity Shares of Rs. 10/- each by the end of the transactions, with the Promoter shareholding at 59.24% and public shareholding at 40.76% post the second allotment.

For SPP & Associates
Company Secretaries

Sd/-
Surya Prakash Perumalla
Company Secretary in Practice
FCS No. 9072; CP No.11142
FRN: S2023TS899200
UDIN: F009072H001128278

Date : 17.08.2026
Place : Hyderabad

To
The Members
Hypersoft Technologies Limited
Unit 117, 1st Floor Techno-1 Sy. No. 86, 87(P), 88(P), 88/1,
Raidurg, Serilingampally Mandal, Ranga Reddy,
Madhapur, Hyderabad, Shaikpet, Telangana, India, 500081

Our report of even date is to be read along with this letter:

1. Maintenance of secretarial records is the responsibility of the management of Hypersoft Technologies Limited, ("the Company"). Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We 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. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of the financial records and books of accounts of the Company.
4. Wherever required, we have obtained the management representation about the compliance of laws, rules and regulations and happening of events etc.
5. The compliance of the provisions of corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedures on test basis.
6. The secretarial audit report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

For SPP & Associates
Company Secretaries

Sd/-
Surya Prakash Perumalla
Company Secretary in Practice
FCS No. 9072; CP No.11142
FRN: S2023TS899200
UDIN: F009072H001128278

Date: : 17.08.2026
Place : Hyderabad

DECLARATION OF COMPLIANCE OF CODE OF CONDUCT:

Hypersoft Technologies Limited has adopted a Code of Business Conduct and Ethics (the Code) which applies to all the employees and Directors of the Company. Under the Code, it is the responsibility of all the employees and directors to familiarize themselves with the code and comply with its standards.

I hereby certify that the Board of Directors and Senior Management Personnel of the Company have affirmed compliance with the Code of Conduct of the Company for the year 2025-26.

By the order of the board
Hypersoft Technologies Limited

NARRA PURNA BABU
Chairman & Managing Director
DIN: 10674419

Date: 17.08.2026
Place: Singapore

CORPORATE GOVERNANCE REPORT

1. COMPANY'S GOVERNANCE PHILOSOPHY

At Hypersoft Technologies Limited ("the Company"), corporate governance is founded on the principles of integrity, transparency, accountability, fairness, responsibility and ethical conduct. The Company believes that sound corporate governance is an essential element for building trust, strengthening stakeholder relationships and creating sustainable long-term value.

The Company's governance philosophy is guided by the belief that responsible and transparent management practices, coupled with effective oversight by the Board of Directors ("Board"), are fundamental to the conduct of its business. The Company strives to conduct its affairs in a manner that promotes ethical business practices, responsible decision-making and protection of the interests of all stakeholders.

The Board provides strategic direction and oversight to the Management and ensures that the Company's affairs are conducted in accordance with applicable laws, regulations and established governance principles. The Board is supported by various Committees, which function in accordance with clearly defined terms of reference and assist the Board in effectively discharging its statutory, fiduciary and oversight responsibilities.

The Company has established an appropriate governance framework comprising Board Committees, policies and codes, internal financial controls, risk management processes, compliance and monitoring mechanisms, and management reporting systems. These mechanisms are intended to provide an effective framework for oversight, accountability, informed decision-making and management of risks associated with the Company's operations.

The Company remains committed to maintaining high standards of corporate governance and ethical business conduct. The Management is responsible for implementing the policies and decisions of the Board and ensuring that appropriate systems and processes are in place for effective execution, monitoring and reporting.

The Company recognises that corporate governance is an ongoing process. Accordingly, its governance practices and mechanisms are periodically reviewed and strengthened, taking into consideration applicable statutory and regulatory requirements, evolving business needs, emerging risks and stakeholder expectations. The Company endeavours to continually enhance its governance framework to ensure that it remains effective, relevant and aligned with the principles of responsible and sustainable business conduct.

2. BOARD OF DIRECTORS

Composition of the Board

The Board of Directors ("Board") comprises a optimal mix of Executive and Independent Directors, ensuring an appropriate balance of executive expertise, independent judgment and effective oversight. The composition of the Board is in conformity with the applicable provisions of the Companies Act, 2013 and Regulation 17 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), as amended from time to time.

As on March 31, 2026, the Board comprised Four Directors, comprising Three Non Executive Directors including the two Independent Directors and an Executive Director

Changes in Board Composition during the Financial Year

During the Financial Year 2025-26, there were no changes in the Board Composition.

Table: Board Composition as on March 31, 2026

Name of the Director	Category of Director	No. of Board Meetings attended during the year	No. of other Directorships of Indian Public Ltd Co.*	No. of Committees where chairperson or member**		Directorship in other listed entities and category	Whether attended Last AGM
				Chairperson	Member		
Narra Purna Babu	Chairman and Managing Director	10	-	-	-	-	Y
Narra Naga Malleswari	Non Executive-Director	10	-	-	-	-	Y
Manjula Aleti	Non Executive-Independent Director	10	1	1	1	Cambridge Technology Enterprises Limited-Independent Director	Y
Ramesh Babu Kommineni	Non Executive-Independent Director	10	-	-	-	-	Y

*Other directorships exclude directorships in private limited companies, foreign companies and companies registered under Section 8 of the Companies Act, 2013, but include deemed public companies.

**Only membership in Audit Committee and Stakeholders Relationship Committee is taken into consideration, excluding Hypersoft Technologies Limited

Interse Relationship between the Directors:

Mr. Narra Purna Babu, Managing Director, and Mrs. Naga Malleswari Narra, Non-Executive Director, are related to each other as spouses, within the meaning of Section 2(77) of the Companies Act, 2013 read with Rule 4 of the Companies (Specification of Definitions Details) Rules, 2014.

Except as stated above, none of the other Directors/Key Managerial Personnel of the Company are related to each other.

Shareholding of Non-Executive Directors

Name of the Director	Category	Number of Equity Shares Held
Narra Naga Malleswari	Non Executive- Director	Nil
Manjula Aleti	Non Executive- Independent Director	Nil
Ramesh Babu Kommineni	Non Executive- Independent Director	Nil

Number of Board Meetings

During the Financial Year 2025-26, the Board of Directors met ten (10) times on 29th May 2025, 13th August 2025, 1st September 2025, 12th November 2025, 21st November 2025, 22nd December 2025, 2nd February 2026, 13th February 2026, 27th February, 2026 and 16th March 2026.

The necessary quorum was present at all the meetings. The maximum interval between any two consecutive meetings did not exceed 120 days, as prescribed under Section 173(1) of the Companies Act, 2013 and Regulation 17(2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The attendance of the Directors at the Board Meetings and the Annual General Meeting held during the Financial Year is provided below.

Independent Directors

The Company has adopted the criteria of independence as stipulated under the Companies Act, 2013 and the SEBI Listing Regulations. The Company has received declarations from all the Independent Directors confirming that they meet the criteria of independence prescribed under the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. In terms of Regulation 25(8) of the SEBI Listing Regulations, the Independent Directors have also confirmed that they are not aware of any circumstance or situation which exists or may reasonably be anticipated that could impair or impact their ability to discharge their duties.

Based on the declarations received, the Board is of the opinion that all the Independent Directors fulfil the conditions of independence specified under the Companies Act, 2013 and the SEBI Listing Regulations and possess the requisite integrity, expertise and experience (including proficiency, wherever applicable). The Independent Directors are independent of the Management.

Familiarisation Programme for Independent Directors

The Company has put in place a structured Familiarisation Programme for Independent Directors to enable them to gain a comprehensive understanding of the Company's business, industry dynamics, operations, business model, strategic priorities, regulatory environment and governance framework.

The programme is designed to familiarise Independent Directors with their roles, rights and responsibilities and to provide them with relevant information and updates to facilitate effective discharge of their duties and informed participation in the deliberations of the Board and its Committees.

The Company periodically provides updates to the Independent Directors on significant developments in the business, changes in the regulatory and statutory framework, and other matters relevant to the Company's operations and governance.

The details of the Familiarisation Programme imparted to the Independent Directors are available on the Company's website and may be accessed at: familiarisation-programme.pdf

Separate Meeting of Independent Directors

Pursuant to Schedule IV to the Companies Act, 2013 and the Rules made thereunder and Regulation 25 of the SEBI Listing Regulations a separate meeting of the Independent Directors was held on March 16, 2026, without the presence of the Non-Independent Directors and members of the Management.

All the Independent Directors were present at the meeting. The Independent Directors, inter alia, reviewed the performance of the Non-Independent Directors and the Board as a whole, reviewed the performance of the Chairman, and assessed the quality, quantity and timeliness of the flow of information between the Management and the Board.

Board Skills, Expertise and Competencies

The Board possesses an appropriate mix of skills, expertise and competencies required to provide strategic direction and effective oversight of the Company's business and affairs. Having regard to the nature and scale of the Company's operations, the Board has identified the following core skills, expertise and competencies relevant to the Company's business and industry.

The following matrix sets out the core skills, expertise and competencies identified by the Board and those available among the Directors;

Core Skills / Expertise / Competencies	Narra Purna Babu	Narra Naga Malleswari	Manjula Aleti	Ramesh Babu Kommineni
Strategy & Leadership	Yes	Yes	Yes	Yes
Industry Knowledge	Yes			
Finance	Yes	Yes	Yes	Yes
Risk Management	Yes		Yes	
Governance	Yes	Yes	Yes	
Operations	Yes			Yes

COMMITTEES OF THE BOARD

To strengthen its governance framework, the Board has constituted three Committees the Audit Committee, the Nomination and Remuneration Committee, and the Stakeholders' Relationship Committee, each entrusted with specific oversight responsibilities as mandated under the Companies Act, 2013 and the SEBI Listing Regulations. The constitution of these Committees, appointment of their members, and the terms governing their functioning rest solely with the Board of Directors.

The composition of each Committee, along with the number of meetings held during the year and the attendance of members thereat, is set out below:

3. AUDIT COMMITTEE

The Company has a qualified and independent audit committee which consists of two Non Executive Independent Directors and one Non executive Director, who shall provide assistance to the Board of Directors in fulfilling its responsibilities. The Chairman of the Audit Committee is a Non-executive and Independent Director.

The composition of the Audit committee is in accordance with the requirements of the Regulations under Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and also Section 177 of the Companies Act, 2013 and Rule 6 and 7 of Companies (Meetings of Board and its Powers) Rules, 2014.

The Audit Committee meets regularly as required and exercises its powers in accordance with the framework defined by the Board. The terms of reference of the Audit Committee are as set out by the Board which is in accordance with the aforesaid provisions.

During the year under review, 8(eight) meetings of the Committee were held on 29th May, 2025, 13th August, 2025, 1st September, 2025, 12th November 2025, 21st November, 2025, 22nd December, 2025, 13th February, 2026 and 16th March, 2026. The gap between two meetings did not exceed one hundred and twenty days. The composition of the Audit Committee and the details of meetings attended by each of the members are given below:

Name	Designation	Category	No. of Meetings Attended
Mrs. Manjula Aleti	Chairman	Non-Executive, Independent Director	8
Mr. Ramesh Babu Kommineni	Member	Non-Executive, Independent Director	8
Mrs. Narra Naga Malleswari	Member	Non-Executive, Director	7

The terms of reference of the Audit Committee are as under:

- Overview of Company's financial reporting process and disclosure of its financial information to ensure that the financial statements are accurate, sufficient and credible;
- Recommending to the Board, the appointment, re-appointment and if required, the replacement or removal of auditors and fixation of audit fee;
- Approval of payment to statutory auditors for any other services rendered by them;
- Reviewing, with the management, the annual financial statements before submission to the Board for approval, with particular reference to:
 - Matters required to be included in the Director's Responsibility Statement to be included in the Board's report in terms of clause (c) of sub-section 3 of Section 134 of the Companies Act, 2013;
 - Changes, if any, in accounting policies and practices and reasons for the same;
 - Major accounting entries involving estimates based on the exercise of judgment by management;
 - Significant adjustments made in the financial statements arising out of audit finding;
 - Compliance with listing and other legal requirements relating to financial statements;
 - Disclosure of any related party transactions;
 - Review of draft Auditors Report, in particular qualifications / remarks / observations made by the Auditors on the financial statements;
 - Management Discussion and Analysis of financial conditions and results of operations;
- Review of Statement of significant related party transactions submitted by the management;
- Review of management letters/letters of internal control weaknesses issued by the statutory auditors;
- Review of internal audit reports relating to internal control weaknesses;

8. Review of appointment, removal and terms of remuneration of the Internal Auditor;
9. Review of the financial statements of subsidiary Companies;
10. Reviewing, with the management, the quarterly financial statements before submission to the Board for approval;
11. Reviewing, with the management, the statement of uses / application of funds raised through an issue (public issue, rights issue, preferential issue, etc.), the statement of funds utilized for purposes other than those stated in the offer document / prospectus / notice and the report submitted by the monitoring agency monitoring the utilisation of proceeds of a public or rights issue, and making appropriate recommendations to the board to take up steps in this matter;
12. Review and monitor the auditor's independence, performance, and effectiveness of audit process;
13. Approval or any subsequent modification of transactions of the Company with related parties;
14. Scrutiny of inter-corporate loans and investments;
15. Valuation of undertakings or assets of the Company, wherever necessary;
16. Evaluation of internal financial controls and risk management systems;
17. Reviewing, with the management, performance of statutory and internal auditors, adequacy of the internal control systems;
18. Reviewing the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit;
19. Discussion with internal auditors of any significant findings and follow up there on;
20. Reviewing the risk management policies, practices and the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the Board;
21. Discussion with statutory auditors before the audit commences, about the nature and scope of audit as well as post audit discussion to ascertain any area of concerns;
22. To look into the reasons for substantial defaults in the payment to the shareholders (in case of non-payment of declared dividends) and creditors;
23. To review the functioning of the Whistle Blower Mechanism and addressing the complaint if any by resolving ;
24. Approval of appointment / reappointment, remuneration of Chief Financial Officer (or any other person heading the finance function or discharging that function) after assessing the qualifications, experience & background, etc. of the candidate;
25. Carrying out any other function as may be mentioned in the terms of reference of the Audit Committee. The Audit Committee discharges its functions and obligations on regular basis and on the occurrence of the events;
26. reviewing the utilization of loans and/ or advances from/investment by the holding company in the subsidiary exceeding rupees ₹100 crore or 10% of the asset size of the subsidiary, whichever is lower including existing loans / advances / investments existing as on the date of coming into force of this provision.
27. Consider and comment on rationale, cost benefits and impact of schemes involving merger, demerger, amalgamation etc., on the Company and its shareholders.

4. NOMINATION AND REMUNERATION COMMITTEE

The Nomination and Remuneration Committee of the Company has been constituted in accordance with the provisions of Section 178 of the Companies Act, 2013 and in terms of Regulation 19 of the Listing Regulations which comprises the requisite number of Independent Directors.

During the year under review, the committee met once on 12th November, 2025. The composition of the Nomination and Remuneration Committee and the details of meetings attended by each of the members are given below:

Name	Designation	Category	No. of Meetings Attended
Mr. Ramesh Babu Kommineni	Chairman	Non-Executive, Independent Director	1
Mrs. Narra Naga Malleswari	Member	Non-Executive Director	1
Mrs. Manjula Aleti	Member	Non-Executive, Independent Director	1

The terms of reference of the Nomination and Remuneration Committee are as under:

1. Formulation of the criteria for determining qualifications, positive attributes and independence of a director and recommend to the board of directors a policy relating to, the remuneration of the directors, key managerial personnel and other employees;
2. For every appointment of an independent director, the Nomination and Remuneration Committee shall evaluate the balance of skills, knowledge and experience on the Board and on the basis of such evaluation, prepare a description of the role and capabilities required of an independent director. The person recommended to the Board for appointment as an independent director shall have the capabilities identified in such description. For the purpose of identifying suitable candidates, the Committee may:
 - a. use the services of an external agency, if required;

- b. consider candidates from a wide range of backgrounds, having due regard to diversity; and
- c. consider the time commitments of the candidates.
3. Formulation of criteria for evaluation of Independent Directors and the Board. Devising a policy on Board diversity;
4. Identifying 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 for the reappointment and removal;
5. To recommend/review remuneration of Key Managerial Personnel based on their performance and defined assessment criteria;
6. To decide on the elements of remuneration package of all the Key Managerial Personnel i.e. salary, benefits, bonus, stock options, pensions, etc.;
7. Recommendation of fee / compensation if any, to be paid to Non-Executive Directors, including Independent Directors of the Board;
8. Payment / revision of remuneration payable to Managerial Personnel;
9. While approving the remuneration, the committee shall take into account financial position of the Company, trend in the industry, qualification, experience and past performance of the appointee;
10. The Committee shall be in a position to bring about objectivity in determining the remuneration package while striking the balance between the interest of the Company and shareholders;
11. Any other functions / powers / duties as may be entrusted by the Board from time to time.

The Company has adopted a Policy relating to the remuneration for Directors, Key Managerial Personnel and other employees of the Company which is disclosed on the website of the Company at the link: [criteria-payments-to-non-executive-directors.pdf](#)

The committee under the guidance of the Board has formulated the criteria and framework for the performance evaluation of every Director of the Board including independent Directors and identified the ongoing training and education programs to ensure that the independent Directors are provided with adequate information regarding the business, the industry and their legal responsibilities and duties.

Performance Evaluation Criteria for Independent Directors

Independent Directors are evaluated based on below mentioned criteria:

- a. their general understanding of the Company's business dynamics;
- b. their contribution in the Board Meetings and guidance to the Board;
- c. professional ethics, integrity and values;
- d. willingness to devote sufficient time and energy in carrying out their duties and responsibilities effectively.

The Nomination and Remuneration Committee also has laid down criteria for performance evaluation of all the Directors on the Board and recommended the same for evaluating the performance of each and every Director.

5. STAKEHOLDERS' RELATIONSHIP COMMITTEE

The Stakeholders' Relationship Committee has been formed in compliance of Regulations under Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and pursuant to Section 178(5) of the Companies Act, 2013. The Committee consists of two Non Executive Independent Directors and one Non executive Director,. The Chairman of the Committee is a Non-Executive and Independent Director.

During the year under review, the Committee met one time on 12th November, 2025. The composition of the Stakeholders' Relationship Committee and the details of Meetings attended by each of the Members are given below:

Name	Designation	Category	No. of Meetings Attended
Mr. Ramesh Babu Kommineni	Chairman	Non-Executive, Independent Director	1
Mrs. Narra Naga Malleswari	Member	Non-Executive Director	1
Mrs. Manjula Aleti	Member	Non-Executive, Independent Director	1

Mr. Manohar Reddy Pandi, the Company Secretary is the Secretary to Stakeholders' Relationship Committee and is the "Compliance Officer" pursuant to the requirements of the Listing Regulations. The Committee reviews the security transfers/transmissions, process of dematerialization and the investors' grievances and the systems dealing with these issues.

Details of status of the references / complaints received and replied / resolved during the year are given in the following statements:

Description	No. of Complaints Received	No. of Complaints Resolved	Pending Complaints
Non Receipt of Share Certificates after transfer etc.	Nil	Nil	Nil
Non Receipt of Dividend Warrant	Nil	Nil	Nil
Query regarding demat credit	Nil	Nil	Nil
Non receipt of Bonus	Nil	Nil	Nil
Miscellaneous correspondence	Nil	Nil	Nil
Total	Nil	Nil	Nil

The terms of reference of the Stakeholders' Relationship Committee are as under:

1. Resolving the grievance of the security holders of the Company including complaints related to transfer/transmission of shares, non-receipt of annual report, non-receipt of declared dividends, issue of new/duplicate certificates, general meetings etc.;
2. Review of measures taken for effective exercise of voting rights by shareholders;
3. Review of adherence to the service standards adopted by the Company in respect of various services being rendered by the Registrar & Share Transfer Agent;
4. Review of the various measures and initiatives taken by the Company for reducing the quantum of unclaimed dividends and ensuring timely receipt of dividend warrants/annual reports/statutory notices by the shareholders of the company.

PARTICULARS OF SENIOR MANAGEMENT INCLUDING THE CHANGES THEREIN SINCE THE CLOSE OF THE PREVIOUS FINANCIAL YEAR

The Board of Directors, has identified the Senior Management Personnel(s) [SMP(s)] pursuant to the provisions of Regulation 16(1)(d) of the Listing Regulations. The details of SMP's as at 31st March, 2026 are as follows:

Sr. No.	Name of SMP(s)	Designation	Changes if any, during the financial year (Yes / No)	Nature of Change
1.	Mr. Lakshman Koduru	Chief Financial Officer	No	-
2.	Mr. Manohar Reddy Pandi	Company Secretary and Compliance Officer	No	-

6. REMUNERATION OF DIRECTORS

a. All pecuniary relationship or transactions of the non-executive directors

The Company has no pecuniary relationship or transaction with its Non-Executive Directors including Independent Directors are entitled to payment of sitting fee for the Board meetings attended by them.

b. Criteria of making payments to non-executive directors

The criteria of making payments to the Independent Directors are disclosed in the Policy and the same is available on criteria-payments-to-non-executive-directors.pdf

c. Disclosures with respect to remuneration in addition to disclosures required under the Companies Act, 2013

i. All elements of remuneration package of individual directors summarized under major groups, such as salary, benefits, bonuses, Stock options, pension etc:

Particulars	Salary, Allowances & Perquisites	Benefits	Commission	Sitting Fees	Loans from the Company
Mr. Narra Purna Babu	-	-	-	-	-
Total	-	-	-	-	-

Remuneration paid to Non-Executive Directors for the Year 2025-26

(Amount in ₹)

Sr.No.	Name of Director	Sitting Fees Paid
1.	Mrs.Manjula Aleti	55555
2.	Mr. Ramesh Babu Kommeneni	55555
3.	Mrs. Narra Naga Malleswari	-

ii. Details of fixed component and performance linked incentives, along with the performance criteria: Not Applicable.

iii. Service contracts, notice period, severance fees: The Company does not have any service contract with the Directors of the Company.

iv. Stock option details, if any and whether issued at a discount as well as the period over which accrued and over which is exercisable: The Company has not granted any Stock options during the year.

The remuneration payable to the Directors is determined in accordance with the Nomination and Remuneration Policy of the Company, based on the recommendations of the Nomination and Remuneration Committee and approved by the Board of Directors and the shareholders, wherever required. The Nomination and Remuneration Policy is available on the website of the Company at nomination-and-remuneration-policy.pdf

The Independent Directors are paid sitting fees for attending the meetings of the Board and its Committees, together with reimbursement of expenses incurred in connection therewith, if any. Except for the payment of sitting fees and reimbursement of expenses, the Independent Directors had no other pecuniary relationship or transaction with the Company during the Financial Year 2025-26.

7. GENERAL BODY MEETINGS

The details of the Annual General Meetings ("AGM") held during the last three financial years are as follows:

AGM	Date	Time	Deemed Venue
42nd	September 27, 2025	3:00 PM	Deemed venue being Registered Office of the Company through Video Conferencing / Other Audio Visual Means

41st	September 27, 2024	3:00 PM	Deemed venue being Registered Office of the Company through Video Conferencing / Other Audio Visual Means
40th	September 26, 2023	3:00 PM	Deemed venue being Registered Office of the Company through Video Conferencing / Other Audio Visual Means

Special Resolutions passed at the last three Annual General Meetings

AGM	Particulars of Special Resolution(s)
42nd	1. Regularisation of appointment of Mr. Ramesh Babu Kommineni (DIN: 10811021) as Independent Director for 5 years, w.e.f. 14th November 2024 to 13th November 2029 2. Regularisation of appointment of Ms. Manjula Aleti (DIN: 07563104) as Independent Director for 5 years, w.e.f. 14th November 2024 to 13th November 2029
41st	1. Appointment of Mr. Umesh Chandra Lunker (DIN: 01446435) as Independent Director for a term of 5 years, w.e.f. 21st May 2024
40th	1. Re-appointment of Mr. Feroz Russi Bhote (DIN: 00156590) as Managing Director for 3 years, w.e.f. 15th February 2023 to 14th February 2026 2. Re-appointment of Mr. Joydip Lahiri (DIN: 07385700) as Independent Director for 5 years, w.e.f. 27th May 2023 to 26th May 2028

All the resolutions placed before the Members at the above Annual General Meetings were approved with the requisite majority.

- a. **Special Resolutions passed through postal ballot and details of voting pattern:** Not Applicable
- b. **No Special Resolution is proposed to be passed through the postal ballot**
- c. **Procedure followed for Postal Ballot/E-voting:** Not Applicable

8. MEANS OF COMMUNICATION
a. Quarterly Results:-

The quarterly, half-yearly and annual results of the Company were normally published by the Company in the newspapers within 48 hours from the conclusion of the Board meeting.

Annual reports with Audited Financial Statements are sent to the shareholders through permitted mode and are displayed on the Company's website at Hypersoft

b. Newspapers wherein results normally published:-

The Company publishes its quarterly, half-yearly and annual results in Business Standard (in English) and any one of Hypersoft (in regional language) dailies.

c. Any website, where displayed:-

The results are displayed on the Company's website at Hypersoft

d. Whether it is also displays official news releases:- NA

e. Presentations made to institutional investors or to the analysts:-

Any presentation made to the institutional investors or/and analysts are also posted on the Company's website and were intimated to the Stock Exchanges.

f. Green Initiative

In support of the Green Initiative of the Ministry of Corporate Affairs, the Company sends the Annual Report, notices and other communications to Members through electronic mode whose e-mail addresses are registered with their Depository Participants or with the Registrar and Share Transfer Agent, in accordance with the applicable statutory provisions and MCA Circulars.

9. GENERAL INFORMATION TO SHAREHOLDERS

a	Annual General Meeting - Date, Time and Venue	28 th September, 2026 at 05:30 PM through Video Conference ("VC") / Other Audio Visual Means ("OAVM")
b	Date of Book Closure	The share transfer books and the Register of Members will be closed on Tuesday, 22 nd September, 2026 to Monday, 28 th September, 2026 (both days inclusive)
c	Financial year	1 st April to 31 st March
d	Dividend Payment Date	Not Applicable
e	Name and address of stock exchanges	BSE Limited, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai - 400 001.
f	Listing fees	The Company has paid the annual listing fees for the year 2026-27 to BSE Limited
g	ISIN Code	INE039D01014

h	Registrar and Share Transfer Agents	CIL Securities Limited, "214, RaghavaRatna Towers, Chirag Ali Lane, Abids, Hyderabad, Telangana, 500001. Email: advisors@cilsecurities.com
i	Share Transfer System	As per SEBI Circulars, the securities of listed companies can be transferred only in dematerialised form and hence, the members are advised to dematerialise the shares held for any transfer of shares.
j	Outstanding GDRs/ADRs/ Warrants or any Convertible Instruments	As on 31 st March, 2026, the Company did not have any outstanding GDRs/ADRs/Warrants or any Convertible Instruments.
k	List of all credit ratings obtained by the entity along with any revisions thereto during the relevant financial year, for all debt instruments of such entity or any fixed deposit programme or any scheme or proposal of the listed entity involving mobilization of funds, whether in India or abroad	Not applicable
l	Plant Locations	Not Applicable
m	Address for the correspondence	Mr. Manohar Reddy Pandi Company Secretary and Compliance Officer, Hypersoft Technologies Limited, Unit 117, 1st Floor Techno-1 Sy. No. 86, 87(P), 88(P), 88/1, Raidurg, Serilingampally Mandal, Ranga Reddy, Madhapur, Hyderabad, Shaikpet, Telangana, India, 500081. Email: info@hypersoftindia.com

n. Distribution of Shareholding as at 31st March, 2026 (on Face Value)

Nominal Value	Number	% of total	In ₹	% of the total
Upto 5000	1345	81.07	943750	0.11
5001 – 10000	100	6.03	849470	0.10
10001-20000	47	2.83	738950	0.09
20001-30000	46	2.77	1134030	0.13
30001-40000	18	1.08	655660	0.08
40001-50000	24	1.45	1169700	0.14
50001-100000	35	2.11	2809670	0.33
100001 and above	44	2.65	836215770	99.02
Total	1659	100.00	844517000	100.00

o. Dematerialization of Shares and Liquidity

As on 31st March, 2026, 83810000 Equity Shares of 10/- each representing 99.24% of the total number of shares are in dematerialized form. There were no pending transfers as on 31st March, 2026.

p. Commodity Price Risk or Foreign Exchange Risk and Hedging activities

The Company does not deal in commodities, and accordingly, there is no exposure to commodity price risk during the year under review.

With the expansion of the Company's international operations, including the establishment of a US Branch and export of services during the year, the Company is exposed to foreign exchange risk arising from transactions and balances denominated in foreign currencies. During the year, the Company recognised a foreign exchange gain of ₹16.13 Lakhs on realisation of trade receivables and an unrealised foreign exchange gain of ₹10.48 Lakhs on remeasurement of trade receivables denominated in foreign currency.

The Company has not entered into any derivative contracts or hedging instruments (such as forward contracts, options, or swaps) during the year under review to hedge its foreign exchange exposure. The Company continues to monitor its foreign currency exposure and will evaluate appropriate hedging strategies as its international operations scale further.

10. OTHER DISCLOSURES

a. The particulars of transactions between the Company and its related parties are set out at Notes to financial statements. However, these transactions are not material and are not likely to have any conflict with the Company's interest as the transactions were entered with wholly owned subsidiary companies of the Company

b. **details of non-compliance by the listed entity, penalties, strictures imposed on the listed entity by stock exchange(s) or the board or any statutory authority, on any matter related to capital markets, during the last three years;**

details of non-compliance, penalties or strictures imposed on the Company by stock exchange(s), SEBI, or any statutory authority on any matter related to capital markets during the last three years are given below:

Sr. No.	Financial Year	Authority	Nature of Action	Details of Violation / Non-Compliance	Amount
1	2024-25	BSE Ltd	Fine imposed	Delay in filing of Annual Report under Regulation 34 of SEBI (LODR) Regulations, 2015, due to technical issues faced on the BSE Listing Centre portal	Rs. 9,440/-
2	2024-25	BSE Ltd	Fine imposed	Delay of one (1) day in filing application for promoter reclassification under Regulation 31A(3)(a) of SEBI (LODR) Regulations, 2015, pursuant to an open offer	Rs. 5,900/-
3	2025-26	BSE Ltd	Fine imposed	Delay in submission of the statement on shareholder complaints under Regulation 13(3) of SEBI (LODR) Regulations, 2015, for the quarter ended 31st December 2025	Rs. 2,360/-

- c. The Whistle Blower (Vigil) mechanism provides a channel to the employees to report to the management concerns about unethical behaviour, actual or suspected fraud or violation of the Codes of Conduct or policy and also provides for adequate safeguards against victimization of employees by giving them direct access to the Chairman of the Audit Committee in exceptional cases. No person has been denied access to the Chairman of the Audit Committee.

The Policy covers malpractices and events which have taken place / suspected to have taken place, issue or abuse of authority, fraud or suspected fraud, violation of Company rules, manipulations, negligence causing danger to public health and safety, misappropriation of monies, and other matters or activity on account of which the interest of the Company is affected and formally reported by whistle blowers concerning its employees. The Whistle Blower Policy of the Company is also posted on the website of the Company at [whistle-blower-policy.pdf](#)

- d. The Company has complied with the mandatory requirements of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. Company has not complied with the discretionary requirements under Regulation 27(1) of SEBI Listing Regulations
- e. The Company has formulated a policy pursuant to provisions of Chapter IV of SEBI Listing Regulations to determine material subsidiaries. The policy is posted on the website of the Company and the web link for the same is: [policy-for-determining-material-subsiidaries.pdf](#)
- f. The Policy on Related Party Transactions is hosted in the website of the Company at the link: [policy-on-related-party-transactions.pdf](#)
- g. Details of utilization of funds raised through preferential allotment or qualified institutions placement as specified under Regulation 32 (7A): Not Applicable

h. Commodity price risk and Commodity hedging activities

The Company is engaged in the business of software development, IT and business consulting services, and does not deal in any physical commodities. Accordingly, the Company is not exposed to any commodity price risk, and the disclosure requirements relating to commodity price risk and commodity hedging activities are not applicable to the Company.

- i. A certificate from a company secretary in practice that none of the directors on the Board of the Company have been debarred or disqualified from being appointed or continuing as directors of companies by the Board/Ministry of Corporate Affairs or any such statutory authority has been enclosed as separately to this report as Annexure
- j. Where the board had not accepted any recommendation of any committee of the board which is mandatorily required, in the relevant financial year:

There are no such instances during the year and the Board considered and accepted the recommendations of all the Committees.

- k. Total fees for all services paid by the listed entity and its subsidiaries, on a consolidated basis, to the statutory auditor and all entities in the network firm/network entity of which the statutory auditor is a part: ₹3.00 Lakhs.
- l. Disclosures in relation to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013

The Company has adopted a Policy on Prevention, Prohibition and Redressal of Sexual Harassment at workplace as per the provisions of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and the Rules made thereunder. The policy aims to provide protection to Employees at the workplace and prevent and redress complaints of sexual harassment and for matters connected or incidental thereto, with the objective of providing a safe working environment, where Employees feel secure. The Company has formed an internal compliance committee to monitor and address any complaints under these provisions.

- number of complaints filed during the financial year: Nil
 - number of complaints disposed of during the financial year: Nil
 - number of complaints pending as on end of the financial year: Nil
- m. Disclosure by listed entity and its subsidiaries of 'Loans and advances in the nature of loans to firms/companies in which directors are interested by name and amount':
Company has not given any loan to Material Subsidiary Companies
- o. Details of material subsidiaries of the Company including the date and place of incorporation and the name and date of appointment of the statutory auditors of such subsidiaries. - Not Applicable during the Financial Year 2025-26

11. There are no instances of non-compliance of any requirement of the Corporate Governance Report of sub-para (2) to (10) of the Part C of Schedule V to the Listing Regulations.
12. **The extent to which the discretionary requirements as specified in Part E of Schedule II have been adopted:** Nil
13. The Company has complied with all the requirements specified in Regulation 17 to 27 and clauses (b) to (i) of sub-regulation (2) of regulation 46 of Listing Regulations.

CODE OF CONDUCT FOR THE BOARD & SENIOR MANAGEMENT PERSONNEL

The Company has laid down a Code of Conduct which has been effectively adopted by the Board Members and Senior Management Personnel of the Company.

COMPLIANCE CERTIFICATE FROM AUDITORS

Certificate from Secretarial Auditors of the Company M/s. SPP and Associates, Company Secretaries confirming compliance with the conditions of Corporate Governance as stipulated Chapter IV of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 is annexed herewith

PROHIBITION OF INSIDER TRADING

As required under the SEBI (Prohibition of Insider Trading) Regulations, 2015, your Company has framed Code of Conduct for Prevention of Insider Trading and Code of Corporate Disclosure Practices and Policy for Procedure of Inquiry In Case of Leak of Unpublished Price Sensitive Information ("UPSI"). For details, please refer to the Company's website at code-of-conduct-prevention-of-insider-trading.pdf

CEO/CFO CERTIFICATION

Mr. Narra Purna Babu Managing Director and Mr. Lakshman Koduru CFO has issued certificate under Regulation 17(8) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, which is annexed and forms part of this report

DISCLOSURE WITH RESPECT TO DEMAT SUSPENSE ACCOUNT / UNCLAIMED SUSPENSE ACCOUNT

In compliance with Para F of Schedule V to the Listing Regulations, there are no outstanding shares credited / lying in the demat suspense account / unclaimed suspense account as on 31st March, 2026.

DISCLOSURE OF CERTAIN TYPES OF AGREEMENTS BINDING LISTED ENTITIES

There are no agreements that require disclosure under clause 5A of paragraph A of Part A of Schedule III of the Listing Regulations.

DETAILS OF UNPAID / UNCLAIMED DIVIDEND

The Company has not declared any dividend since its incorporation, and accordingly there is no unpaid or unclaimed dividend as on the date of this report. The provisions of Section 124 and Section 125 of the Companies Act, 2013 relating to transfer of unpaid/unclaimed dividend to the Unpaid Dividend Account and subsequent transfer to the Investor Education and Protection Fund (IEPF), and Regulation 34(3) read with Schedule V Part C of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, are therefore Not Applicable to the Company for the year under review.

For and on behalf of the Company

Date: 17.08.2026
Place: Singapore

NARRA PURNA BABU
Chairman & Managing Director

Annexure to Corporate Governance Report (i)

CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS

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

To

The Members

Hypersoft Technologies Limited

Unit 117, 1st Floor Techno-1 Sy. No. 86, 87(P), 88(P), 88/1,
Raidurg, Serilingampally Mandal, Ranga Reddy, Madhapur,
Hyderabad, Shaikpet, Telangana, India, 500081

We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of Hypersoft Technologies Limited, having CIN (Corporate Identification Number) L62010TG1983PLC003912 and having registered office at Unit 117, 1st Floor Techno-1 Sy. No. 86, 87(P), 88(P), 88/1, Raidurg, Serilingampally Mandal, Ranga Reddy, Madhapur, Hyderabad, Shaikpet, Telangana, India, 500081 (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 Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In our opinion and to the best of our information and according to the verifications (including Director Identification Number (DIN) status at the portal (www.mca.gov.in) as considered necessary and explanations furnished to us by the Company and 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 31st March, 2026 have been debarred or disqualified from being appointed or continuing as Directors of Companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs or any such other Statutory Authority::

S.No	Name of Director	DIN	Date of appointment	Date of cessation
1	Naga Malleswari Narra	10819020	14-11-2024	-
2	Manjula Aleti	07563104	14-11-2024	-
3	Narra Purna Babu	10674419	14-11-2024	-
4	Ramesh Babu Kommineni	10811021	14-11-2024	-

Ensuring the eligibility for 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.

For SPP & Associates
Company Secretaries

Sd/-

Surya Prakash Perumalla
Company Secretary In Practice
FCS No. 9072; CP No.11142
FRN: S2023TS899200
Peer Certificate number: 2622/2022
UDIN: F009072H001128201

Date : 17.08.2026

Place: Hyderabad

Annexure to Corporate Governance Report (ii)**CERTIFICATE ON CORPORATE GOVERNANCE ISSUED BY PRACTICING COMPANY SECRETARIES**

To
The Members,
Hypersoft Technologies Limited

We have examined the compliance of conditions of Corporate Governance by Hypersoft Technologies Limited ('the Company') for the year ended 31st March, 2026 (Effective 12th February 2026 till 31st March 2026, since the effective date of applicability was from 12th February 2026) as per the relevant provisions of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations') as referred to in Regulation 15 (2) of the Listing Regulations

The compliance of conditions of Corporate Governance as stipulated under the listing regulations is the responsibility of the Company's Management including the preparation and maintenance of all the relevant records and documents. This responsibility includes the design, implementation and maintenance of internal control and procedures to ensure the compliance with the conditions of Corporate Governance stipulated in the Listing Regulations. Our examination was limited to procedures and implementation thereof, adopted by the Company for ensuring the Compliance of the Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

In our opinion and to the best of our information and according to the explanations given to us, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the abovementioned Listing Regulations.

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

For SPP & Associates
Company Secretaries

Sd/-
Surya Prakash Perumalla
Company Secretary In Practice
FCS No. 9072; CP No.11142
FRN: S2023TS899200
Peer Certificate number: 2622/2022
UDIN: F009072H001128564

Date : 17.08.2026
Place: Hyderabad

Annexure to Corporate Governance Report (iii) CEO /CFO CERTIFICATION

[Pursuant to Regulation 17 (8) under Chapter IV of Securities Exchange board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015]

We, Narra Purna Babu, Managing Director and Koduru Lakshman, Chief Financial Officer of the Company responsible for the finance function hereby certify that:

- a. We have reviewed the financial statements and the cash flow statement for the year 2025-26 and that to the best of our knowledge and belief:
 - i. These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
 - ii. These statements together present a true and fair view of the company's affairs and are in compliance with existing accounting standards, applicable laws and regulation.
- b. There are, to the best of our knowledge and belief, no transactions entered into by the company during the year 2025-26, which are fraudulent, illegal or violative of the company's code of conduct.
- c. We accept responsibility for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of internal control systems of the company pertaining to financial reporting and have disclosed to the auditors and the Audit Committee, deficiencies in the design or operation of such internal controls, if any, of which we are aware and the steps we have taken or propose to take to rectify these deficiencies.
- e. We have indicated to the auditors and the Audit committee :
 - i. significant changes in internal control over financial reporting during the year 2025-26;
 - ii. significant changes in accounting policies during the year 2025-26 and that the same have been disclosed in the notes to the financial statements;
 - iii. There were 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 company's internal control system over financial reporting.

Narra Purna Babu
Managing Director
DIN: 10674419

Date: 13th May, 2026
Place: Singapore

Koduru Lakshman
Chief Financial Officer

Date: 13th May, 2026
Place: Hyderabad

INDEPENDENT AUDITORS' REPORT

The Members
HYPERSOFT TECHNOLOGIES LIMITED
 Hyderabad

Report on the Standalone Ind AS Financial Statements

Opinion

We have audited the accompanying Standalone Ind AS Financial Statements of HYPERSOFT TECHNOLOGIES LIMITED ("the Company"), which comprise the Balance Sheet as at 31st March, 2026, Statement of Profit & Loss (including other comprehensive income), the statement of cash flows and the statement of changes in equity for the year then ended and a summary of material accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Standalone Ind AS Financial Statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India including the Ind AS,

- in the case of Balance Sheet of the State of affairs of the Company as at 31st March, 2026 ;
- In the case of Statement of Profit & Loss (including other comprehensive Income), of the Profit for the year ended on that date.
- In the case of Cash Flow Statement, of the cash flows of the Company for the year ended on that date.
- In the case of Statement of Changes in Equity for the year ended on that date.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Standalone Ind AS Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the Standalone Ind AS Financial Statements under the provisions of the Companies Act, 2013 and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key Audit Matters

Key Audit Matters are those matters that, in our professional judgment, were of most significance in our audit of the standalone financial statements of the current period. These matters were addressed in the context of our audit of the Standalone Financial Statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined the matters described below to be the key audit matters to be communicated in our report :

Sl.No.	Key Audit Matter	Auditor's Response
1	Revenue recognition, measurement, presentation and disclosures Critical estimates to determine revenues and liability for obligations in the contracts. These estimates have a high inherent uncertainty as it requires consideration of progress of the contracts, efforts incurred till date, efforts required to complete the remaining contract performance obligations.	Our audit procedures involved review of the agreements / contracts with customers – continuing and new contracts, testing of the operating effectiveness of the internal control relating to identification of the distinct performance obligations and determination of the transaction price. We carried out a combination of procedures involving inquiry and observation, inspection of evidence in respect of operation of these controls. Selected a sample of continuing and new contracts and performed the following procedures : a) Read, analysed and identified the distinct performance obligations in these contracts. b) Performed analytical procedures for reasonableness of revenues disclosed and the remaining performance obligations to be satisfied in the subsequent years. Our procedures did not identify any material exceptions.
2	Investments in Subsidiary Companies During the financial year, the Company has made investment in two subsidiaries which are carried at cost Rs. 21,148.50 lakhs in accordance with Ind AS 27 – Separate Financial Statements. The Company has entered into swap arrangements towards the acquisition of the two subsidiaries. These investments are material to the financial statements. The assessment involves significant management judgment relating to future business projections, valuation models, and key assumptions. Accordingly, this area has been identified as a key audit matter.	Principal Audit Procedures We assessed the accounting treatment of the investments in subsidiaries with reference to Ind AS 27 and the Company's stated accounting policies. In respect of the investments made during the year, we reviewed relevant approvals, supporting documents, and the timing of recognition. We also evaluated the adequacy of the disclosures made in the financial statements. Our procedures did not identify any material exceptions.

Management's Responsibility for the Standalone Ind AS Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these Standalone Ind AS Financial Statements that give a true and fair view of the financial position, financial performance including other comprehensive income, cash flows and changes in equity of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.

This responsibility also includes 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; 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 Standalone Ind AS Financial Statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

Auditor's Responsibility for the Audit of Standalone Ind AS Financial Statements

Our responsibility is to express an opinion on these Standalone Ind AS Financial Statements based on our audit.

We have taken into account the provisions of the Act, the Indian accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made thereunder.

We conducted our audit of the Standalone Ind AS Financial Statements in accordance with the Standards on Auditing specified under Section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the Standalone Ind AS Financial Statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the Standalone Ind AS Financial Statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the Standalone Ind AS Financial Statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the Standalone Ind AS Financial Statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors as well as evaluating the overall presentation of the Standalone Ind AS Financial Statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Standalone Ind AS Financial Statements.

Report on other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 issued by the Government of India in terms of sub-section (11) of section 143 of the Companies Act, 2013, we enclose in the "Annexure A", hereto a statement on the matters specified in paragraphs 3 and 4 of the said Order.
2. As required by Section 143 (3) of the Act, we further report that :
 - i. 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.
 - ii. 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.
 - iii. The Balance Sheet, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Cash Flows and the Statement of Changes in Equity dealt with by this Report are in agreement with the books of account.
 - iv. In our opinion, the aforesaid Standalone Ind AS Financial Statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
 - v. On the basis of the written representations received from the Directors as on 31st March, 2026 taken on record by the Board of Directors, none of the Directors is disqualified as on 31st March, 2026 from being appointed as a Director in terms of Section 164 (2) of the Act.
 - vi. With respect to the adequacy of the internal financial controls over financial reporting of the company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B".
 - vii. 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 :

- a. Provision relating to Impact of pending litigations on its financial position in its Financial Statements – NIL ;
- b. Provision relating to Material Foreseeable Losses on Long-Term Contracts – Not Applicable. The company neither entered into any derivative contract during the year nor have any outstanding derivative contract at the year end.
- c. The provision relating to transferring any amounts to the Investor Education and Protection Fund is not applicable to the company during the year.
- d. Based on our audit procedures which we considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the various matters mentioned in `Disclosures of other Statutory Information' annexed to the Notes to accounts, contain any material mis-statement.
- e. The company has not declared or paid any dividend during the year in contravention of the provisions of section 123 of the Companies Act, 2013.
- f. Proviso to Rule 3(1) of the Companies (Accounts) Rules, 2014 and Reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014 - Based on our examination, which included test checks, we state that the company is presently using Tally software which has a feature of recording audit trail (Edit Log) facility for the financial year ended 31-03-2026. The same has been enabled and operated throughout the year for all the relevant transactions in the software. From our examination, we did not come across any instance of the audit trail facility being tampered.

For ANANT RAO & MALLIK
Chartered Accountants
Firm Regn. No. 006266S

V. ANANT RAO
Partner
M. No. : 022644
UDIN : 26022644HZABTQ3926

Date : 13-05-2026
Place : Hyderabad

"ANNEXURE - A" to the Auditor's Report

Statement referred to in our report of even date to the members of HYPERSOFT TECHNOLOGIES LIMITED on the Standalone Ind AS Financial Statements for the year ended 31st March, 2026 :

i) With respect to its Property, Plant and Equipment :

- a. The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment.
 - b. The Company has maintained proper records showing full particulars of Intangible Assets.
 - c. According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Property, Plant and Equipment have physically verified by the management, at random, during the year and no material discrepancies were noticed on such verification.
 - d. According to the information and explanations given to us and on the basis of our examination of the records of the Company, the company does not hold any immovable properties.
 - e. The Company has not revalued its Property, Plant and Equipment and the Intangible Assets during the year.
 - f. According to the information and explanations given to us and on the basis of our examination of the records of the Company, no proceedings have been initiated or are pending against the company under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and the rules made thereunder.
- ii. The company does not have any inventories. Hence, the clause 3(ii) of the said Order is not applicable to the company.
- iii. (a) According to the information and explanations given to us and on the basis of our examination of the records of the company, the company had not provided any guarantee or security or granted any loans or advances in the nature of loans to companies, firms or LLP's or any other parties during the year.
- (b) According to the information and explanations given to us and on the basis of our examination of the records of the company, the company had made investments in subsidiaries during FY 2025-26 - an amount of Rs. 1,200.00 Lacs into NX Global Pte Ltd., Singapore and Rs. 19,948.50 Lacs into Nexus Innovate Pte Ltd., Singapore. These investments are made through swap agreements.
- (c) The Company has not granted loans and advances in the nature of loans to companies, firms, Limited Liability Partnerships or any other parties. Accordingly, the requirement to report on clause 3(iii)(c) to 3(iii)(f) of the Order is not applicable to the Company and hence not commented upon.
- iv. In our opinion and according to the information and explanations given to us, company has complied with the provisions of section 185 and Section 186 of Companies Act, 2013, wherever applicable.
- v. The Company has not accepted any deposits from the public and hence the directives issued by the Reserve Bank of India and the provisions of Sections 73 to 76 or any other relevant provisions of the Act and the Companies (Acceptance of Deposit) Rules, 2015 with regard to the deposits accepted from the public are not applicable.
- vi. The Central Government has not prescribed maintenance of Cost Records under sub – section (1) of section 148 of the Companies Act, 2013.

vii. With respect to Statutory Dues :

- a. According to the information and explanations given to us, and the records of the company examined by us, the company is generally regular in depositing the undisputed Statutory Dues including the Income Tax, GST, Duty of Customs, Cess or Provident Fund, ESI and other material statutory dues as applicable to it, with the appropriate authorities and there were no undisputed statutory dues outstanding as at 31-03-2026 for a period exceeding six months from the date they became payable.
 - b. According to the information and explanations given to us, and the records examined by us, the company is not having any disputed liabilities relating to statutory dues as mentioned in clause (a) above as at the year end.
- viii. On the basis of our examination of records and according to the information and explanations given to us, the Company does not have any transactions which are referred to in clause 3(viii) of the said Order.
- ix. According to the information and explanations given to us and the records examined by us, the company has not availed any loans or other borrowings from banks / financial institutions. Hence, the provisions of clause 3(ix) of the said Order are not applicable.
- x. (a) On the basis of our examination of records and according to the information and explanations given to us, the Company has not raised any money by way of initial public offer / further public offer (including debt instruments) during the year.
- (b) According to the information and explanation given to us and based on our examination of the records of the company, during the year, the Company has made preferential allotment of equity shares aggregating to 802 Lakh Equity Shares, comprising of 120 Lakh equity shares issued at Face Value of Rs.10 each and 682 Lakh equity shares issued at Rs. 29.25 per share for consideration other than cash pursuant to a share swap agreement for acquisition of shares in subsidiaries. In our opinion, the requirements of Section 42 and 62 of Companies Act, 2013 have been complied with and since the aforesaid shares were issued for consideration other than cash, the question of utilisation of funds does not arise.
- xi. In our opinion and according to the information and explanations given to us, no fraud by the Company or on the Company by its officers / employees has been noticed or reported during the year that causes the Standalone Ind AS Financial Statements to be materially misstated.

- xii. The Company is not a Nidhi Company. Therefore, clause 3(xii) of the said order is not applicable to the Company.
- xiii. According to the information and explanations given to us and based on our examination of the records of the Company, transactions with the related parties are in compliance with sections 177 and 188 of the Act, where applicable and details of such transactions have been disclosed in the Standalone Ind AS Financial Statements as required by the applicable accounting standards.
- xiv. According to the information and explanations given to us and based on or examination of the records of the Company, the company is in the process of setting up an internal audit system commensurate with the size and nature of its business.
- xv. On the basis of our examination of records and according to the information and explanations given to us, the Company has not entered into any non-cash transactions with directors or persons connected with them during the year under the provisions of section 192 of the Act. Therefore, clause 3(xv) of the said order is not applicable to the Company.
- xvi. On the basis of our examination of records and according to the information and explanations given to us, the Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934.
- xvii. The Company has not incurred cash losses during the in the Financial Year 2025-26 and during the immediate preceding Financial year 2024-25.
- xviii. There has been no resignation by the Statutory Auditors of the company during the year and as such provisions of clause (xviii) of paragraph 3 of the said order is not applicable to the Company.
- 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. According to the information and explanations given to us and based on our examination of the records of the Company, the company does not have any other than ongoing projects and as such the provisions of clause 3(xx) (a) and (b) of the said order are not applicable to the Company.
- xxi. According to the information and explanations given to us and based on our examination of the records of the Company, the Company does not have subsidiary companies to which provisions of Companies (Auditor's Report) Order (CARO) is applicable. As such, the provision of clause 3(xxi) of the said Order is not applicable to the Company.

For ANANT RAO & MALLIK
Chartered Accountants
Firm Regn. No. 0062665

V. ANANT RAO
Partner
M. No. : 022644
UDIN : 26022644HZABTQ3926

Date : 13-05-2026
Place : Hyderabad

ANNEXURE "B" TO THE INDEPENDENT AUDITORS REPORT**Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act") :**

We have audited the internal financial controls over financial reporting of HYPERSOFT TECHNOLOGIES LIMITED ("the Company") as of March 31, 2026 in conjunction with our audit of the Standalone Ind AS Financial Statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls :

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India. 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 Companies Act, 2013.

Auditors' Responsibility :

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on Auditing, to the extent applicable to an audit of internal financial controls, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting were 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 system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the Standalone Ind AS 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 system over financial reporting.

Meaning of Internal Financial Controls Over Financial Reporting :

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of Standalone Ind AS Financial Statements for external purposes in accordance with generally accepted accounting principles.

A company's internal financial control over financial reporting includes those policies and procedures that :

- a) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company ;
- b) provide reasonable assurance that transactions are recorded as necessary to permit preparation of Standalone Ind As 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
- c) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the Standalone Ind AS financial statements.

Inherent Limitations of Internal Financial Controls over Financial Reporting :

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

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2026, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For ANANT RAO & MALLIK
Chartered Accountants
Firm Regn. No. 0062665

V. ANANT RAO
Partner
M. No. : 022644
UDIN : 26022644HZABTQ3926

Date : 13-05-2026
Place : Hyderabad

STANDALONE BALANCE SHEET AS AT 31-03-2026

Particulars	Notes	As at 31-03-2026	As at 31-03-2025
		Rs.in Lakhs	Rs.in Lakhs
I. ASSETS			
(1) Non-Current Assets :			
(a) Property, Plant and Equipment	2	3.02	3.24
(b) Other Intangible Assets	2	0.25	0.22
(c) Financial Assets :		-	-
(i) Investments	3.1	21,148.50	-
(ii) Other Financial Assets	3.2	0.63	2.87
(d) Deferred Tax Assets (Net)	4	-	-
Total Non-Current Assets		21,152.40	6.33
(2) Current Assets :			
(a) Financial Assets :			
i) Trade Receivables	5	1,777.67	179.62
ii) Cash and Cash Equivalents	6	92.28	45.84
iii) Other Bank balances	7	4.25	4.04
iv) Other Financial Assets	8	-	-
(b) Current Tax Assets	9	82.67	28.24
(c) Other Current Assets	10	334.82	47.65
Total Current Assets		2,291.69	305.39
Total Assets		23,444.09	311.72
II. EQUITY AND LIABILITIES			
(1) Equity :			
(a) Equity Share Capital	11	8,469.22	449.22
(b) Other Equity	12	13,214.95	(206.95)
Total Equity		21,684.17	242.27
(2) Liabilities :			
Non-Current Liabilities :			
(a) Provisions	13	2.85	-
(b) Deferred Tax Liabilities (Net)	14	0.61	0.03
Total Non-Current Liabilities		3.46	0.03
Current Liabilities :			
(a) Financial Liabilities :			
i) Short Terms Borrowings	15	-	(0.00)
ii) Trade Payables	16		
a) MSME Enterprises		-	1.70
b) Others		1,574.62	4.75
iii) Other Liabilities	17	-	7.83
(b) Other Current Liabilities	18	63.44	52.09
(c) Short Term Provisions	19	118.40	3.05
Total Current Liabilities		1,756.46	69.43
Total Liabilities		1,759.92	69.46
Total Equity & Liabilities		23,444.09	311.72
Material Accounting Policies	1		
Other notes to the financial statements	2-38		

for ANANT RAO & MALLIK
 Chartered Accountants
 FRN : 006266S

V ANANT RAO
 Partner
 Membership No : 022644
 UDIN : 26022644HZABTQ3926

Date : 13-05-2026

For and on Behalf of Board

NARRA PURNA BABU
 Managing Director
 DIN : 10674419
 Singapore

MANOHAR REDDY PANDI
 Company Secretary
 Hyderabad

NAGA MALLESWARI NARRA
 Director
 DIN : 10819020
 Singapore

LAKSHMAN KODURU
 Chief Financial Officer
 Hyderabad

STATEMENT OF PROFIT & LOSS FOR THE YEAR ENDED 31-03-2026

PARTICULARS	Notes	2025-26	2024-25
		Rs.in Lakhs	Rs.in Lakhs
I Income From Operations :			
a) Revenue from Operations	20	3,614.03	804.75
b) Other Non-Operating Income	21	27.31	5.99
Total Income from Operations		3,641.34	810.74
II Expenditure :			
a) Cost of Input Services	22	2,768.05	684.85
b) Employee Benefit Expenses	23	332.79	46.67
c) Finance Costs	24	0.73	0.59
d) Depreciation and Amortization expenses	25	0.40	0.67
e) Other Administrative Expenses	26	133.08	30.64
Total Expenditure		3,235.05	763.42
III Profit / (Loss) before Exceptional Items & Taxes	(I-II)	406.29	47.32
IV Exceptional Items		-	-
- Profit / (Loss) on Sale of Assets / Write Down in Inventories		-	-
V Profit / (Loss) before Tax	(III-IV)	406.29	47.32
VI Tax Expense :			
a. Current Tax		113.79	12.52
b. Income Tax - Earlier Years		-	7.85
c. Mat Credit Entitlement		-	-
d. Deferred Tax		0.19	6.31
VII Profit / (Loss) after Tax	(V-VI)	292.30	20.64
VIII Other Comprehensive Income :			
Items should not be reclassified to profit or loss		-	-
Remeasurement of the net defined benefit liability /asset, net		-	-
Foreign Translation Reserve - US Branch		1.49	-
Income tax relating to these items		(0.39)	-
Other comprehensive income for the year net of tax		1.10	-
Total Comprehensive Income for the year	(VII+VIII)	293.40	20.64
VIII Earnings per Equity Share :	28		
Basic earnings per share		1.76	0.49
Diluted earnings per share		0.35	0.49
Material Accounting Policies	1		
Other notes to the financial statements	2-38		

for ANANT RAO & MALLIK
Chartered Accountants
FRN : 006266S

V ANANT RAO
Partner
Membership No : 022644
UDIN: 26022644HZABTQ3926

Date : 13-05-2026

For and on Behalf of Board

NARRA PURNA BABU
Managing Director
DIN : 10674419
Singapore

MANOHAR REDDY PANDI
Company Secretary
Hyderabad

NAGA MALLESWARI NARRA
Director
DIN : 10819020
Singapore

LAKSHMAN KODURU
Chief Financial Officer
Hyderabad

STANDALONE CASH FLOW STATEMENT FOR THE YEAR ENDED 31-03-2026

S.No.	Particulars	2025-26	2024-25
		Rs.in Lakhs	Rs.in Lakhs
A.	Cash Flow from Operating Activities		
	Net Profit / (Loss) before Tax	406.29	47.32
	Adjustments for:		
	Depreciation	0.40	0.67
	Finance Cost	0.73	0.59
	Interest Income	(0.69)	(5.72)
	OCI Item - Foreign Translation Reserve - US Branch	1.49	-
	Operating Profit / (Loss) before Working Capital Changes	408.22	42.85
	Increase / (Decrease) in Long term Provisions	2.85	(37.92)
	Increase / (Decrease) in Other Financial Liabilities	(7.83)	6.11
	Increase / (Decrease) in Trade Payables	1,568.17	4.94
	Increase / (Decrease) in Other Current Liabilities	11.36	46.44
	Increase / (Decrease) in Short Term Provisions	115.34	(5.83)
	Decrease / (Increase) in Trade Receivables	(1,598.05)	(171.93)
	Decrease / (Increase) in Other Financial Assets	2.24	0.20
	Decrease / (Increase) in Other Current Assets	(341.60)	170.19
	Cash generated from Operating Activities	160.69	55.04
	Income Tax Paid	(113.79)	(20.37)
	Net Cash Flow from Operating Activities	46.90	34.67
B.	Cash Flow from Investing Activities :		
	Acquisition of Property, Plant Equipment	(0.21)	(0.49)
	Interest received	0.69	5.72
	Investments in Subsidiary Company	(21,148.50)	-
	Changes in Investment in Fixed Deposits	(0.21)	-
	Net Cash Flow from Investing Activities	(21,148.24)	5.23
C.	Cash Flow from Financing Activities :		
	Increase / (Decrease) in Short Term Borrowings	0.00	(1.60)
	Equity Shares Issued (incl. Premium)	21,148.50	-
	Finance Costs	(0.73)	(0.59)
	Net Cash Flow from Financing Activities	21,147.77	(2.18)
	Net Increase/(decrease) in Cash and Cash Equivalents (A+B+C)	46.44	37.72
	Opening Cash and Cash Equivalents	45.84	8.12
	Closing Cash and Cash Equivalents	92.28	45.84

Notes:

- The above Cash Flow Statement has been prepared under the 'Indirect Method' as set out in the Indian Accounting Standard 7 (Ind AS 7) 'Cash Flow Statements' notified by the Central Govt under Companies (Indian Accounting Standards) Rules, 2015.
- Previous year figures have been regrouped / rearranged, wherever necessary to conform to the current period classification.

for ANANT RAO & MALLIK
Chartered Accountants
FRN : 006266S

V ANANT RAO
Partner
Membership No : 022644
UDIN : 26022644HZABTQ3926

Date : 13-05-2026

For and on Behalf of Board

NARRA PURNA BABU
Managing Director
DIN : 10674419
Singapore

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Company Secretary
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NAGA MALLESWARI NARRA
Director
DIN : 10819020
Singapore

LAKSHMAN KODURU
Chief Financial Officer
Hyderabad

Statement of Changes in Equity for the year ended 31 March 2026

(All amounts in Indian Rupees in Lakhs, except share data and where otherwise stated)

Note 11 : Equity Share Capital :

Particulars	Balance at the beginning of the reporting period 01-04-2025	Changes in Equity Share Capital during the year	Balance at the end of the reporting period 31-03-2026
8,44,51,700 (42,51,700) Equity Shares of Rs. 10/- each & Forfeited Shares 9,61,900 of Rs.2.50	449.22	8,020.00	8,469.22
Previous Year (2024-25)	01-04-2024		31-03-2025
42,51,700 Equity Shares of Rs. 10/- each & Forfeited Shares 9,61,900 of Rs.2.50	449.22	-	449.22

Note 12 : Other Equity

PARTICULARS	As at 31/03/2026	As at 31/03/2025
Capital Reserve	37.88	37.88
Revaluation Surplus	-	-
Securities Premium	13,161.25	32.75
Retained earnings	64.85	(227.45)
Other items of other comprehensive Income	(49.03)	(50.13)
Total reserves and surplus	13,214.95	(206.95)
(a) Capital reserve		
Opening balance	37.88	37.88
Additions during the year	-	-
Deductions/Adjustments during the year	-	-
Closing balance	37.88	37.88
(b) Revaluation reserve		
Opening balance	-	-
Additions during the year	-	-
Deductions/Adjustments during the year	-	-
Closing balance	-	-
(c) Securities Premium		
Opening balance	32.75	32.75
Additions during the year	13,128.50	-
Deductions/Adjustments during the year	-	-
Closing balance	13,161.25	32.75
(d) Retained earnings		
Opening balance	(227.45)	(248.09)
Net profit for the period	292.30	20.64
Transfer from Revaluation Reserve	-	-
Closing balance	64.85	(227.45)
(e) Other items of other comprehensive Income		
Opening balance	(50.13)	(50.13)
Remeasurements of post-employment benefit obligation, net of tax through Other Comprehensive Income	-	-
Foreign Currency Translation Reserve - US Branch - Net of Taxes	1.10	-
Closing balance	(49.03)	(50.63)

MATERIAL ACCOUNTING POLICIES (FY 2025-26)

Corporate Information

The accompanying financial statements comprise the financial statements of HYPERSOFT TECHNOLOGIES LIMITED (the Company). The Company is a public limited Company domiciled in India and is incorporated under the provisions of the Companies Act applicable in India. The registered office of the Company is located at Hyderabad, Telangana, India.

Basis of preparation of Financial Statements

These Standalone financial statements are prepared in accordance with Indian Accounting Standard (Ind AS), under the historical cost convention on accrual basis, except for certain financial instruments which are measured at fair values, the provisions of the Companies Act, 2013 ("the Act") and guidelines issued by the Securities and Exchange Board of India (SEBI). The Ind AS are prescribed under Section 133 of the Act read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 and relevant amendment rules issued thereafter.

Accounting policies have been consistently applied, except where a newly-issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in the accounting policy hitherto in use.

As the year-end figures are taken from the source and rounded to the nearest digits, the figures reported for the previous quarters might not always add up to the year-end figures reported in this statement.

Use of Estimates, Assumptions And Judgements

The preparation of the standalone financial statements in conformity with Ind AS requires the management to make estimates, judgements and assumptions that affect the reported amounts of assets and liabilities, the disclosure of contingent assets and liabilities on the date of the standalone financial statements and the reported amounts of revenues and expenses for the year reported. Actual results could differ from those estimates. Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the year in which the estimates are revised and future periods are affected.

Key source of estimation of uncertainty as at the date of standalone financial statements, which may cause a material adjustment to the carrying amounts of assets and liabilities within the next financial year, is in respect of the following :

- **Revenue recognition**

The Company's contracts with customers include promises to transfer multiple services to a customer. Revenues from customer contracts are considered for recognition and measurement when the contract has been approved, in writing, by the parties to the contract, the parties to contract are committed to perform their respective obligations under the contract, and the contract is legally enforceable. The Company assesses the services promised in a contract and identifies distinct performance obligations in the contract. Identification of distinct performance obligations to determine the deliverables and the ability of the customer to benefit independently from such deliverables, and allocation of transaction price to these distinct performance obligations involves significant judgment.

The Company uses the percentage-of-completion method in accounting for its fixed-price contracts. Use of the percentage-of completion method requires the Company to estimate the efforts or costs expended to date as a proportion of the total efforts or costs to be expended.

Efforts or costs expended have been used to measure progress towards completion as there is a direct relationship between input and productivity. Provisions for estimated losses, if any, on uncompleted contracts are recorded in the period in which such losses become probable based on the expected contract estimates at the reporting date.

- **Impairment of non-financial assets**

The Company assesses whether indicators of impairment exist for its property, plant and equipment at each reporting date. Where such indicators exist, or when annual impairment testing is required, the recoverable amount of the asset or CGU is determined.

This requires management to make significant judgements and estimates regarding future cash flows, discount rates, and growth assumptions. These estimates are inherently uncertain and could materially affect the recoverable amount, and therefore the impairment charge, if any.

The Company tests goodwill and intangible assets with indefinite useful lives for impairment at least annually and whenever indicators of impairment exist. Determining whether an impairment loss should be recognised requires an estimation of the recoverable amount of the CGU to which the asset is allocated.

The recoverable amount is determined based on a value-in-use calculation which uses cash flow projections based on financial forecasts approved by management. These projections require the use of significant estimates and assumptions, including future revenue growth, operating margins, terminal growth rates, and discount rates.

Changes in these assumptions could materially impact the recoverable amount and the impairment charge. The Company performs sensitivity analyses on the key assumptions to assess the impact of possible changes.

- **Income Taxes**

The Company's major tax jurisdictions is in India. Significant judgments are involved in determining the provision for income taxes and tax credits, including the amount expected to be paid or refunded.

In assessing the realizability of deferred income tax assets, Management considers whether some portion or all of the deferred income tax assets will not be realized. The ultimate realization of deferred income tax assets is dependent upon the generation of future taxable income during the periods in which the temporary differences become deductible. Management considers the scheduled reversals of deferred income tax liabilities, projected future taxable income and tax planning strategies in making this assessment. Based on the level of historical taxable income and projections for future taxable income over the periods in which the deferred income tax assets are deductible, the Management believes that the Company will realize the benefits of those deductible differences. The amount of the deferred income tax assets considered realizable, however, could be reduced in the near term if estimates of future taxable income during the carry forward period are reduced

- **Defined Benefit Plans**

The cost of the defined benefit gratuity plan and other post-employment benefits and the present value of the gratuity obligation are determined using actuarial valuations. An actuarial valuation involves making various assumptions that may differ from actual developments in the future.

- **Fair value measurement of financial instruments**

When the fair values of financial assets and financial liabilities recorded in the balance sheet cannot be measured based on quoted prices in active markets, their fair value is measured using internal valuation techniques. The inputs to these models are taken from observable markets where possible, but where this is not feasible, a degree of judgement is required in establishing fair values. Judgements include considerations of inputs such as liquidity risk, credit risk and volatility. Changes in assumptions about these factors could affect the reported fair value of financial instruments.

- **Intangible assets under development**

- The Company capitalizes intangible asset under development in accordance with the accounting policy. Initial capitalization of costs is based on management's judgement that technological and economic feasibility is confirmed. This is done when a product development project has reached a defined milestone according to an established project management model. In determining the amounts to be capitalized, management makes assumptions regarding the expected future cash generation, discount rates to be applied and the expected tenure of benefits.

Material Accounting Policies:

Revenue from operations

Revenue is recognised when control of goods or services is transferred to the customer, at an amount that reflects the consideration to which the Company expects to be entitled in exchange for those goods or services. Revenue is measured net of discounts, rebates, and applicable indirect taxes, including Goods and Services Tax (GST). GST collected on behalf of the government is not considered revenue of the Company.

The Company generates revenue primarily from software development services, implementation projects, and related support services. Revenue recognition is based on the type of contract:

- **Time-and-material contracts:** Revenue is recognised as the services are rendered, based on hours worked and contractual billing rates.
- **Fixed-price contracts:** Revenue is recognised over time using the percentage-of-completion method, determined based on the proportion of costs incurred to date relative to the estimated total costs of the contract. When it is probable that total contract costs will exceed total contract revenue, the expected loss is recognised immediately in profit or loss.
- Unbilled revenue represents revenue recognised by supply of goods or services but is yet to bill to the customers.
- Advances from customers are recorded as liabilities until performance obligations are satisfied and revenue is recognised.

Interest income is recognised using the effective interest method.

Dividend income is recognised when the Company's right to receive payment is established.

Property, Plant and Equipment and Intangible assets

Property, plant and equipment are stated at the cost of acquisition or construction less accumulated depreciation and write down for, impairment if any. Direct costs are capitalised until the assets are ready to be put to use. When significant parts of plant and equipment are required to be replaced at intervals, the Company depreciates them separately based on their specific useful lives.

All other repair and maintenance costs are recognised in the statement of profit or loss as incurred. Property, plant and equipment purchased in foreign currency are recorded at cost, based on the exchange rate on the date of purchase.

The Company identifies and determines cost of each component/ part of Property, plant and equipment separately, if the component/ part has a cost which is significant to the total cost of the Property, plant and equipment and has useful life that is materially different from that of the remaining asset.

Intangible assets purchased or acquired in business combination, are measured at cost or fair value as of the date of acquisition, as applicable, less accumulated amortisation and accumulated impairment, if any. The amortization period and the amortization method are reviewed at least at each financial year end. Internally developed intangible assets are stated at cost that can be measured reliably during the development phase and capitalised when it is probable that future economic benefits that are attributable to the assets will flow to the Company.

Gains or losses arising from de-recognition of Property, plant and equipment are measured as the difference between the net disposal proceeds and the carrying amount of Property, plant and equipment and are recognized in the statement of profit and loss when the Property, plant and equipment is derecognized.

Cost of assets not ready for use at the balance sheet date are disclosed under capital work-in-progress.

Depreciation and Amortisation

Depreciation on Property, plant and equipment is calculated on a straight-line basis using the rates arrived at, based on the useful lives estimated by the management. Intangible assets are amortised on a straight-line basis over the estimated useful economic life.

Impairment :

a. Financial Assets (Other Than At Fair Value)

The Company assesses at each date of balance sheet whether a financial asset or a group of financial assets is impaired. Ind AS 109 ('Financial Instruments') requires expected credit losses to be measured through a loss allowance. The Company recognises lifetime expected losses for all contract assets and / or all trade receivables that do not constitute a financing transaction. For all other financial assets, expected credit losses are measured at an amount equal to the 12-month expected credit losses or at an amount equal to the life time expected credit losses if the credit risk on the financial asset has increased significantly since initial recognition. The Company provides for impairment upon the occurrence of the triggering event. As per the policy, The Company provides for impairment of trade receivables (other than intercompany receivables) outstanding more than 180 days from the date they are due for payment.

b. Non-Financial Assets

Tangible and Intangible Assets

Property, plant and equipment and intangible assets with finite life are evaluated for recoverability whenever there is any indication that their carrying amounts may not be recoverable. If any such indication exists, the recoverable amount (i.e. higher of the fair value less cost to sell and the value-in-use) is determined on an individual asset basis unless the asset does not generate cash flows that are largely independent of those from other assets. In such cases, the recoverable amount is determined for the cash generating unit (CGU) to which the asset belongs.

If the recoverable amount of an asset (or CGU) is estimated to be less than its carrying amount, the carrying amount of the asset (or CGU) is reduced to its recoverable amount. An impairment loss is recognised in the statement of profit and loss.

Retirement And Other Employee Benefits

Gratuity, which is a defined benefit plan, is accrued based on an independent actuarial valuation, which is done based on project unit credit method as at the balance sheet date. The Company recognizes the net obligation of a defined benefit plan in its balance sheet as an asset or liability. Gains and losses through re-measurements of the net defined benefit liability/(asset) are recognized in other comprehensive income. In accordance with Ind AS, re-measurement gains and losses on defined benefit plans recognized in OCI are not to be subsequently reclassified to statement of profit and loss. As required under Ind AS compliant Schedule III, the Company transfers it immediately to retained earnings.

The cost of Short-term compensated absences is provided for based on estimates. Long term compensated absence costs are provided for based on actuarial valuation using the project unit credit method. The Company presents the entire leave as a current liability in the balance sheet, since it does not have an unconditional right to defer its settlement for 12 months after the reporting date.

Contributions payable to recognized provident funds, which are defined contribution schemes, are charged to the statement of profit and loss.

Foreign Currencies

Foreign currency transactions are recorded at exchange rates prevailing on the date of the transaction. Foreign currency denominated monetary assets and liabilities are restated into the functional currency using exchange rates prevailing on the balance sheet date.

Gains and losses arising on settlement and restatement of foreign currency denominated monetary assets and liabilities are included in the statement of profit and loss.

The Company's financial statements are presented in INR. The Company determines the functional currency as INR on the basis of primary economic environment in which the entity operates.

Income Taxes

Income tax expense comprises current tax expense and the net change in the deferred tax asset or liability during the year. Current and deferred tax are recognised in the statement of profit and loss, except when they relate to items that are recognised in other comprehensive income or directly in equity, in which case, the current and deferred tax are also recognised in other comprehensive income or directly in equity, respectively.

Current Income Tax

Current income tax for the current and prior periods are measured at the amount expected to be recovered from or paid to the taxation authorities based on the taxable income for that period. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted by the balance sheet date.

Deferred Income Tax

Deferred income tax is recognised using the balance sheet approach. Deferred tax is recognized on temporary differences at the balance sheet date between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes, except when the deferred income tax arises from the initial recognition of goodwill or an asset or liability in a transaction that is not a business combination and affects neither accounting nor taxable profit or loss at the time of the transaction.

Deferred income tax assets are recognized for all deductible temporary differences, carry forward of unused tax credits and unused tax losses, to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilized.

The carrying amount of deferred income tax assets is reviewed at each balance sheet date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred income tax asset to be utilized.

Deferred income taxes are not provided on the undistributed earnings of branches where it is expected that the earnings of the branch will not be distributed in the foreseeable future.

Deferred income tax assets and liabilities are measured at the tax rates that are expected to apply in the period when the asset is realized or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the balance sheet date.

Deferred tax assets include Minimum Alternative Tax ('MAT') paid in accordance with the tax laws in India, which is likely to give future economic benefits in the form of availability of set off against future income tax liability. Accordingly, MAT is recognized as deferred tax asset in the balance sheet when the asset can be measured reliably and it is probable that the future economic benefit associated with the asset will be realized.

Provisions and Contingent Liabilities

A provision is recognized when an enterprise has a present obligation (legal or constructive) as result of past event and it is probable that an outflow embodying economic benefits of resources will be required to settle a reliably assessable obligation. Provisions are determined based on best estimate required to settle each obligation at each balance sheet date. If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost.

Provisions for onerous contracts, i.e. contracts where the expected unavoidable costs of meeting obligations under a contract exceed the economic benefits expected to be received, are recognized when it is probable that an outflow of resources embodying economic benefits will be required to settle a present obligation as a result of an obligating event, based on a reliable estimate of such obligation.

A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the Company or a present obligation that is not recognized because it is not probable that an outflow of resources will be required to settle the obligation. A contingent liability also arises in extremely rare cases where there is a liability that cannot be recognized because it cannot be measured reliably. The Company does not recognize a contingent liability but discloses its existence in the standalone financial statements.

Financial Instruments

Financial assets and financial liabilities are recognized when the Company becomes a party to the contractual provisions of the instrument.

Financial assets are classified into amortized cost, fair value through profit or loss (FVTPL), or fair value through other comprehensive income (FVOCI) based on the business model for managing the assets and the contractual cash flow characteristics.

Trade receivables, cash and cash equivalents, and loans are subsequently measured at amortized cost using the effective interest method, less expected credit losses.

Financial liabilities are classified as measured at amortized cost or at FVTPL.

The Company applies the Expected Credit Loss (ECL) model for impairment of financial assets as per Ind AS 109. The ECL allowance reflects the credit risk inherent in the financial asset and is updated at each reporting date.

Fair value of financial instruments is determined based on quoted market prices or, in the absence of an active market, using valuation techniques including discounted cash flow models.

Gains and losses arising from changes in the fair value of financial instruments are recognized in the statement of profit and loss unless they are recorded in other comprehensive income.

Cash and Cash Equivalents

Cash and cash equivalents include cash on hand, demand deposits with banks, and other short-term highly liquid investments that are readily convertible to known amounts of cash and are subject to an insignificant risk of changes in value. These are held for the purpose of meeting short-term cash commitments rather than for investment or other purposes.

Cash and cash equivalents are measured at amortized cost, which approximates their fair value due to their short-term nature.

Trade Receivables and Expected Credit Loss

Trade receivables are amounts due from customers for services performed in the ordinary course of business. Trade receivables are initially recognized at fair value and subsequently measured at amortized cost using the effective interest method, less provision for expected credit losses (ECL).

The Company applies the Expected Credit Loss (ECL) model prescribed under Ind AS 109 for impairment of trade receivables. ECL is recognized based on the lifetime expected credit losses for all trade receivables, considering historical credit loss experience, current conditions, and forward-looking information.

The Company provides for impairment of trade receivables (other than inter-company receivables) which are outstanding for more than 180 days from the due date, based on specific identification and/or application of the ECL model. The provision is recognized as an expense in the statement of profit and loss.

The amount of the loss allowance is updated at each reporting date to reflect changes in credit risk since initial recognition. Trade receivables with significant balances and evidence of credit risk are assessed individually for impairment.

Events After the Reporting Period

Events after the reporting period are those events, both favourable and unfavourable, that occur between the end of the reporting period and the date when the financial statements are authorized for issue.

The Company identifies two types of events after the reporting period:

- **Adjusting events:** Those that provide evidence of conditions that existed at the end of the reporting period. The financial statements are adjusted to reflect such events.
- **Non-adjusting events:** Those that are indicative of conditions that arose after the reporting period. Such events are disclosed in the notes to the financial statements, if material.

The financial statements are adjusted for such events before authorization for issue.

Related Party Transactions:

The Company's related party comprises the Key Managerial Personnel (KMPs). Transactions, if any, with the KMPs are undertaken in the ordinary course of business. Details of the related party and a summary of related party transactions are disclosed in Note 30.

Earnings Per Share

The basic earnings per share is computed by dividing the net profit attributable to equity shareholders for the period by the weighted average number of equity shares outstanding during the period. The number of shares used in computing diluted earnings per share comprises the weighted average shares considered for deriving basic earnings per share, and also the weighted average number of equity shares which could be issued on the conversion of all dilutive potential equity shares. Dilutive potential equity shares are deemed converted as of the beginning of the period, unless they have been issued at a later date. The diluted potential equity shares have been arrived at, assuming that the proceeds receivable were based on shares having been issued at the average market value of the outstanding shares. In computing dilutive earnings per share, only potential equity shares that are dilutive and that would, if issued, either reduce future earnings per share or increase loss per share, are included.

Recent Pronouncements

Ministry of Corporate Affairs ("MCA") notifies new standards or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time.

In May 2025, MCA notifies the amendments to Ind AS 21 - Effects of Changes in Foreign Exchange Rates. These amendments aim to provide clearer guidance on assessing currency exchangeability and estimating exchange rates when currencies are not readily exchangeable. The amendments are effective for annual periods beginning on or after April 1, 2025. The Company has assessed that there is no significant impact on its financial statements.

In August 2025, MCA notifies the following amendments to:

- a) Ind AS-1 Presentation of Financial Statements, applicable w.e.f. April 1, 2025 – The amendment relates to classification of liabilities as current or non-current and non-current liabilities with covenants. In the context of classifying a liability as current, it removes the requirement of existence of a right to defer settlement for at least 12 months after the reporting date and instead requires that the said right should exist on the reporting date and have substance. The amendment also introduces guidance on classification of liabilities with covenants. The Company has no impact of these amendments in its classification criteria of current and non-current liabilities.
- b) Ind AS 7, Statement of Cash Flows and Ind AS 107, Financial Instruments: Disclosures, applicable w.e.f. April 1, 2025 – The amendment in Ind AS 7 requires to inform users of financial statements of the existence of supplier finance arrangements and explain the nature of the arrangements, the carrying amount of liabilities and the range of payment due dates. Ind AS 107 has been amended to add supplier finance arrangements as a factor that may cause concentration of liquidity risk. The Company has reviewed the amendment and based on its evaluation has determined that it does not have any significant impact in its financial statements.

- c) Ind AS 12, International Tax Reform – Pillar Two Model Rules applicable immediately - The amendments provide a temporary mandatory relief from deferred tax accounting for top-up tax and disclose that they have applied the relief. The Company has reviewed the amendment and based on its evaluation has determined that it does not have any significant impact in its financial statements.

Current Vs Non-Current Classification

The Company presents assets and liabilities in the balance sheet based on current / non-current classification.

An asset is treated as current when:

- It is expected to be realised or intended to be sold or consumed in normal operating cycle.
- It is held primarily for purpose of trading.
- It is expected to be realised within twelve months after the reporting period.
- Cash and cash equivalents unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

All other assets are classified as non-current.

A liability is treated as current when:

- It is expected to settle in the normal operating cycle.
- It is due to be settled within twelve months after the reporting date.
- There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period.

All other liabilities are classified as non-current.

Deferred tax assets and liabilities are classified as non-current.

Advance tax paid is classified as non-current assets.

Our Report Attached
for ANANT RAO & MALLIK
Chartered Accountants
FRN : 006266S

V ANANT RAO
Partner
Membership No : 022644
UDIN: 26022644HZABTQ3926

Date : 13-05-2026

For Hypersoft Technologies Limited

NARRA PURNA BABU
Managing Director
DIN : 10674419
Singapore

MANOHAR REDDY PANDI
Company Secretary
Hyderabad

NAGA MALLESWARI NARRA
Director
DIN : 10819020
Singapore

LAKSHMAN KODURU
Chief Financial Officer
Hyderabad

Note No. 2

PROPERTY, PLANT AND EQUIPMENT :

The Changes in the carrying value of Property, Plant and Equipment for the Period ended 31-03-2026 are as follows :

Tangible Assets								Intangible Assets	
Particulars	Computers and Peripherals	Plant & Machinery	Buildings	Motor Vehicles	Office Equipment	Furniture & Fittings	Total	Computer Software	Total
Rate on SLM	19%	9.50%		11.88%	19%	9.50%		9.50%	
Gross carrying value As At 1st April 2025	23.85	21.06	-	11.49	13.24	10.49	80.14	1.78	1.78
Additions	-	-	-	-	-	-	-	0.21	0.21
Deletions	-	-	-	-	-	-	-	-	-
Gross carrying value As At 31st March 2026	23.85	21.06	-	11.49	13.24	10.49	80.14	1.99	1.99
Accumulated Depreciation As At 1st April 2025	22.57	21.06	-	10.92	12.38	9.96	76.89	1.56	1.56
Depreciation	0.09	-	-	-	0.13	-	0.22	0.18	0.18
Accumulated Depreciation on Deletions	-	-	-	-	-	-	-	-	-
Accumulated Depreciation As At 31st March 2026	22.67	21.06	-	10.92	12.51	9.96	77.12	1.74	1.74
Carrying value as at 1st April 2025	1.28	-	-	0.57	0.87	0.52	3.24	0.22	0.22
Carrying value as at 31st March 2026	1.19	-	-	0.57	0.73	0.52	3.02	0.25	0.25

The Changes in the carrying value of Property, Plant and Equipment for the year ended 31-03-2025 are as follows :

Particulars	Computers and Peripherals	Plant & Machinery	Buildings	Motor Vehicles	Office Equipment	Furniture & Fittings	Total	Computer Software	Total
Rate on SLM	19%	9.50%		11.88%	19%	9.50%		9.50%	
Gross carrying value As At 1st April 2024	23.36	21.06	-	11.49	13.24	10.49	79.65	1.78	1.78
Additions	0.49	-	-	-	-	-	0.49	-	-
Deletions	-	-	-	-	-	-	-	-	-
Gross carrying value As At 31st March 2025	23.85	21.06	-	11.49	13.24	10.49	80.14	1.78	1.78
Accumulated Depreciation As At 1st April 2024	22.42	21.06	-	10.78	12.17	9.96	76.40	1.39	1.39
Depreciation	0.15	-	-	0.14	0.21	-	0.50	0.17	0.17
Accumulated Depreciation on Deletions	-	-	-	-	-	-	-	-	-
Accumulated Depreciation As At 31st March 2025	22.57	21.06	-	10.92	12.38	9.96	76.89	1.56	1.56
Carrying value as at 1st April 2024	0.94	-	-	0.71	1.08	0.52	3.25	-	-
Carrying value as at 31st March 2025	1.28	-	-	0.57	0.87	0.52	3.24	0.22	0.22

NOTES TO THE FINANCIAL STATEMENTS :

Particulars		31-03-2026 Rs. In Lakhs	31-03-2025 Rs. In Lakhs
3.1 Investments - Non Current :			
Investments in Foreign Wholly Owned Subsidiaries			
a) NX Global Pte Ltd		1,200.00	-
(4,80,00,000 shares were acquired having Face Value @ SGD \$ 0.011)			
The Company was acquired through swap agreement by issuing 1,20,00,000 shares @ Rs.10/-			
b) Nexus Innovate Pte Ltd		19,948.50	-
(6,82,00,000 shares were acquired having Face Value @ SGD \$ 0.002)			
The Company was acquired through swap agreement by issuing 6,82,00,000 shares @ Rs. 29.25/-			
Total		21,148.50	-
3.2 Other Financial Assets - Non Current :			
Security Deposits		0.63	2.87
Total		0.63	2.87
4 Deferred Tax Assets (Net) :			
a) On Time Difference of Gratuity		-	-
b) Depreciation		-	-
Total		-	-
5 Trade Receivables :			
Sundry Debtors		1,777.67	179.62
Total		1,777.67	179.62
Break-up of Trade Receivables details :			
a) Unsecured, considered good :			
For a period Exceeding 6 Months		22.80	-
For a period not exceeding 6 Months		1,754.87	179.62
b) Trade Receivables which have significant increase in credit risk		-	-
c) Trade Receivables - credit impaired		-	-
d) Trade Receivables from related parties		-	-
		1,777.67	179.62
Less : Allowance for expected credit losses		-	-
Total		1,777.67	179.62
Trade Receivables Due :			
Trade Receivables Ageing Schedule : (FY 2025-26)			
Particulars (Outstanding for the following periods from the due date of payment)			
Undisputed Trade Receivables	Considered Good	Considered Doubtful	
Less Than 6 Months	1,754.87	-	
6 Months - 1 year	22.80	-	
1 - 2 years	-	-	
2 - 3 years	-	-	
More Than 3 years	-	-	
Total (A)	1,777.67	-	
Disputed Trade Receivables	Considered Good	Considered Doubtful	
Less Than 6 Months	-	-	
6 Months - 1 year	-	-	
1 - 2 years	-	-	
2 - 3 years	-	-	
More Than 3 years	-	-	
Total (B)	-	-	
Total Trade Receivables Due (A+B)	1,777.67	-	

Trade Receivables Ageing Schedule: (FY 2024-25)

Particulars (Outstanding for the following periods from the due date of payment)

Undisputed Trade Receivables	Considered Good	Considered Doubtful
Less Than 6 Months	179.62	-
6 Months - 1 year	-	-
1 - 2 years	-	-
2 - 3 years	-	-
More Than 3 years	-	-
Total (A)	179.62	-
Disputed Trade Receivables	Considered Good	Considered Doubtful
Less Than 6 Months	-	-
6 Months - 1 year	-	-
1 - 2 years	-	-
2 - 3 years	-	-
More Than 3 years	-	-
Total (B)	-	-
Total Trade Receivables Due (A+B)	179.62	-

Particulars	31-03-2026 Rs. In Lakhs	31-03-2025 Rs. In Lakhs
6 Cash & Cash Equivalents :		
a) Balances with Banks :		
- Axis Bank - 09026	30.46	45.83
- HDFC Bank - 00478	0.27	-
- ICICI Bank - 00804	40.72	-
- JP Morgan Chase - 28011 (US Branch)	20.82	-
b) Cash on Hand	0.00	0.01
Total	92.28	45.84
7 Other Bank Balance		
Fixed Deposits with HDFC Bank Limited	4.25	4.04
(Deposits having maturity for more than 3 months but less than 12 months)		
Total	4.25	4.04
8 Other Financial Assets - Current		
a) Interest Accrued but not due	-	-
Total	-	-
9 Current Tax Assets - (Net)		
a) Balances with Government Authorities - Tax Deducted at Source	82.67	28.24
Total	82.67	28.24
10 Other Current Assets :		
a) GST - Input Tax Credits	164.27	47.33
b) Advances to Staff	5.00	0.32
c) Advance to Suppliers	165.55	-
Total	334.82	47.65

11 Share Capital :

11.1 Details of the Authorized, Issued, Subscribed and Paid up share capital have been depicted in the table below :

Particulars	31-03-2026 Rs. In Lakhs	31-03-2025 Rs. In Lakhs
SHARE CAPITAL		
AUTHORIZED CAPITAL		
10,70,00,000 (Prev. 60,00,000) Equity Shares of Rs. 10/- each.	10,700.00	600.00
ISSUED SUBSCRIBED & PAID UP CAPITAL		
8,44,51,700 (Prev. 42,51,700) Equity Shares of Rs. 10/- each, fully paid up	8,445.17	425.17
Add: Forfeited Shares	24.05	24.05
Total	8,469.22	449.22

- 11.2 The Company has only one class of equity shares having a per value of Rs. 10/- per share. Each holder of equity shares is entitled to one vote per share. The Company declares and pays dividends in Indian Rupees. The dividend proposed by the Board of Directors, if any, is subject to the approval of the shareholders in the ensuing Annual General Meeting. In the event of liquidation of the company, the holders of equity shares will be entitled to receive remaining assets of the company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders. Forfeited shares represents 9,61,900 equity shares of Rs.10/- each forfeited on 20th June, 1988 against which the company had received Rs. 2.50 per share.
- 11.3 a) During the five reporting periods immediately preceeding the reporting period, no shares have been issued for consideration other than cash.
- b) The company has not issued any bonus shares during the last 5 years.
- c) The company has not undertaken any buyback of shares during the last 5 years.

11.4 Reconciliation of Number of Shares :

Reconciliation of number of shares	31-03-2026	31-03-2025
Equity Shares :		
Opening balance	4,251,700	4,251,700
*Issued during the year	80,200,000	-
Closing Balance	84,451,700	4,251,700
	<u>84,451,700</u>	<u>4,251,700</u>

11.5 Details of Equity Shares held by shareholders holding more than 5% of the aggregate shares in the company.

Name of the Shareholders	31-03-2026		31-03-2025	
	No. of Shares	% age	No. of Shares	% age
1. Narra Purna Babu	4,90,48,430	58.08%	10,53,385	24.78%
2. Sudhakara Varma Yarramraju	9,81,155	1.16%	9,81,155	23.08%
3. Quotrix Solutions Pte Ltd.	1,30,00,000	15.39%	-	-
4. Cyberpath Systems Pte Ltd.	1,36,00,000	16.10%	-	-

11.6 Disclosure of Shareholding of Promoters : (FY 2025-26) :

Details of shares held by promoters at end of the year

Name of the Promoters at the end of the year	No. of Shares	% age	% Change during the year
a) Narra Purna Babu	4,90,48,430	58.08%	4556.27%
b) Sudhakara Varma Yarramraju	9,81,155	1.16%	Nil

Disclosure of Shareholding of Promoters : (FY 2024-25) :

Details of shares held by promoters at end of the year

Name of the Promoters at the end of the year	No. of Shares	% age	% Change during the year
a) Narra Purna Babu	10,53,385	24.78%	100.00%
b) Sudhakara Varma Yarramraju	9,81,155	23.08%	100.00%

Particulars	31-03-2026	31-03-2025
	Rs. In Lakhs	Rs. In Lakhs
13 Provisions:		
Employee Benefit Obligations :		
- Gratuity Payable	2.85	-
- Others	-	-
Total	<u>2.85</u>	<u>-</u>
14 Deferred Tax Liabilities (Net) :		
- Due to Depreciation difference	0.22	0.03
- Due to Foreign Currency Translation Reserve - US Branch	0.39	-
Total	<u>0.61</u>	<u>0.03</u>
15 Current Borrowings :		
Secured Loans :		
a) From Banks - Overdraft Account	-	(0.00)
b) Others	-	-
Total	<u>-</u>	<u>(0.00)</u>

		31-03-2026	31-03-2025
Particulars		Rs. In Lakhs	Rs. In Lakhs
16	Trade Payables :		
	Payable for Services	1,574.62	6.45
	Total	1,574.62	6.45
	Trade Payables due for Payment :		
	Trade Payables Ageing Schedule : (FY 2025-26)		
	Outstanding for the following periods from the due date of payment	MSME	Others
		Rs. In Lakhs	Rs. In Lakhs
	Less than 1 year	-	1,571.68
	1 - 2 years	-	2.94
	2 - 3 years	-	-
	More than 3 years	-	-
	Total	-	1,574.62
	Outstanding for the following periods from the due date of payment	Disputed Dues - MSME	Disputed Dues - Others
		Rs. In Lakhs	Rs. In Lakhs
	Less than 1 year	-	-
	1 - 2 years	-	-
	2 - 3 years	-	-
	More than 3 years	-	-
	Total	-	-
	Trade Payables Ageing Schedule : (FY 2024-25)		
	Outstanding for the following periods from the due date of payment	MSME	Others
		Rs. In Lakhs	Rs. In Lakhs
	Less than 1 year	1.70	4.75
	1 - 2 years	-	-
	2 - 3 years	-	-
	More than 3 years	-	-
	Total	1.70	4.75
	Outstanding for the following periods from the due date of payment	Disputed Dues - MSME	Disputed Dues - Others
		Rs. In Lakhs	Rs. In Lakhs
	Less than 1 year	-	-
	1 - 2 years	-	-
	2 - 3 years	-	-
	More than 3 years	-	-
	Total	-	-
		31-03-2026	31-03-2025
Particulars		Rs. In Lakhs	Rs. In Lakhs
17	Other Financial Liabilities :		
	Expenses Payable	-	7.83
	Total	-	7.83
18	Other Current Liabilities :		
	a) Advance from Customers	60.15	-
	b) Statutory Dues	-	52.09
	c) Employee Payables	3.30	-
	Total	63.45	52.09
19	Short Term Provisions :		
	a) Expenses Payable	2.85	2.70
	b) Provision for Income tax	113.79	-
	c) Provident Fund Payable	1.75	0.35
	d) Provision for Gratuity	0.01	-
	Total	118.40	3.05

Particulars		31-03-2026 Rs. In Lakhs	31-03-2025 Rs. In Lakhs
20	Revenue from Operations :		
a)	Export Sale of Services	1,411.97	360.61
b)	Domestic Sale of Services	663.18	444.14
c)	US Branch Sales	1,538.88	-
	Total	3,614.03	804.74
21	Other Non-Operating Income :		
a)	Interest on Fixed Deposits with Banks	0.69	5.72
b)	Other Income	-	0.27
c)	Foreign Exchange Gain on realisation from Trade Receivables	16.13	-
d)	Unrealised Forex Gains on remeasurement of Trade Receivables	10.49	-
	Total	27.31	5.99
22	Cost of Input Services :		
a)	Outsourced IT Related Services	1,275.88	684.85
b)	Outsourced IT Related Services - US Branch	1,492.17	-
	Total	2,768.05	684.85
23	Employee Benefits Expenses :		
a)	Directors Remuneration	-	1.50
b)	Salaries to Staff	243.76	30.38
c)	Staff Bonus	86.17	10.00
d)	Provident Fund Contribution	-	0.93
e)	Contribution to Gratuity	2.86	3.72
f)	Staff Welfare Expenses	-	0.14
	Total	332.79	46.67
24	Financial Costs :		
a)	Bank Charges	0.73	0.46
b)	Interest On Bank Overdraft	-	0.13
	Total	0.73	0.59
25	Depreciation & Amortization Expenses:		
a)	Depreciation on Tangible Assets	0.22	0.50
b)	Amortization on Intangible Assets	0.18	0.17
	Total	0.40	0.67
26	Other Administrative Expenses :		
a)	Office Expenses	0.66	0.75
b)	Repairs & Maintenance- Vehicles & Others	-	1.65
c)	Printing & Stationery	0.40	-
d)	Postage & Courier	1.06	-
e)	Communication Expenses	0.04	0.38
f)	Exchange Rate Fluctuations	-	3.54
g)	Unrealised loss on remeasurement of Trade Receivables	-	0.35
h)	Rates & Taxes	85.82	0.42
i)	Traveling & Conveyance Expenses	1.18	0.60
j)	Professional Charges	10.27	5.58
k)	Audit Fee	3.00	3.10
l)	Insurance	-	0.15
m)	Selling and Marketing Expenses	6.83	1.06
n)	Listing Fees	22.26	5.74
o)	Director's Sitting Fees	1.11	-
p)	Subscription & Membership Fees	-	0.31
q)	Bad Debts	0.45	6.65
r)	Miscellaneous Expenses	-	0.36
	Total	133.08	30.64
27	Contingent Liabilities :		
	FY 2025-26	NIL	
	FY 2024-25	NIL	

28 Earnings Per Share :

(Rs. In Lakhs)

Earnings per Shares in calculated by profit attributable to equity shareholders by the weighted average number of equity shares outstanding during the year as under:

Particulars	Current Year	Previous Year
(i) Profit/(Loss) for the year Attributable to equity shareholders	292.30	20.64
(ii) Weighted average number of equity Shareholders during the years (NOS)	16,570,455	4,251,700
(iii) Number of Equity Shares outstanding during the year	84,451,700	4,251,700
(iv) Basic Earning per share (Rs.)	1.76	0.49
(v) Diluted Earning per share (Rs.)	0.35	0.49
Nominal Value of Shares	10/-	10/-

29 Segment Reporting

The Company has only one segment i.e. Software. It has identified India and Global as geographic segments.

Revenue from Geographic Segments	As at March 31, 2026	As at March 31, 2025
India	663.18	444.14
Global	1,411.97	360.61
US Branch Sales	1,538.88	-
Total	3,614.04	804.74
Expenditure from Geographic Segments		
India	1,742.88	763.41
Global	-	-
US Branch Expenditure	1,492.17	-
Total	3,235.05	763.41
Assets from Geographic Segments		
India	642.12	164.47
Global	22,801.97	147.25
Total	23,444.09	311.72
Liabilities from Geographic Segments		
India	21,906.31	311.72
Global	1,537.78	-
Total	23,444.09	311.72

30 Related Party Disclosures :
Related Party Transactions for the period ended March 31, 2026

In accordance with the requirement of Ind AS - 24 on Related Party Disclosures, the names of related parties where control exists and/or with whom transactions have taken place during the year and description of relationships, as identified and certified by the management are :

a) Names of Related Parties and description of relationship :
i) Subsidiary Company

Amount (Rs. In Lakhs)

Name of the Company	Relation	Nature of Transaction	F.Y. 2025-26	F.Y. 2024-25
NX Global Pte Limited	Wholly Owned Subsidiary	Investments made	1,200.00	-
Mindgate Solutions LLC	Step - Subsidiary (Subsidiary of NX Global Pte Ltd.)	-	-	-
Mindgate Solutions Pte Limited	Step - Subsidiary (Subsidiary of NX Global Pte Ltd.)	Revenue - Services Provided	103.28	-
		Receipt towards Sale of Services	103.28	-
Nexus Innovate Pte Limited	Wholly Owned Subsidiary	Investments made - thru Equity Swap	19,948.50	-
		Revenue - Services Provided	176.23	-
		Receipt towards Sale of Services	151.52	-
Nexus Innovate LLC	Step - Subsidiary (Subsidiary of Nexus Innovate Pte Ltd.)	-	-	-

ii) Associate Company : NIL
iii) Joint Venture Firm : NIL

iv) Key Management Personnel :

Designation	Name	Nature of Transaction	FY 2025-26	FY 2024-25
Managing Director	Feroz Russi Bhote	Director Remuneration	-	1.50
Managing Director	Narra Purna Babu	-	-	-
Non-Executive Director	Naga Malleswari Narra	-	-	-
Independent Director	Ramesh Babu Kommineni	Sitting Fee	0.56	-
Independent Director	Manjula Aleti	Sitting Fee	0.56	-
CFO	Lakshman Koduru	Remuneration	3.18	-
Company Secretary	Manohar Reddy Pandi	Remuneration	9.10	2.24

v) Note on Key Managerial Personnel (KMP) Changes during the Year

In FY 2025-26 : There are no changes in the KMPs of the Company during the Financial Year ended as on 31st March 2026.

In FY 2024-25 : The following changes took place in the KMPs of the Company during the financial year ended 31st March 2025:

Name of the KMP	Designation	Nature of Change	Effective Date
Feroz Russi Bhote	Managing Director	Resigned	03/01/2025
Shilpa Agarwal	Company Secretary	Resigned	01/12/2024
S. Khudaventh	Chief Financial Officer	Resigned	13/11/2024
Umesh Chandra Lunker	Independent Director	Resigned	13/11/2024
Geeta Feroz Bhote	Director	Resigned	13/11/2024
Joydip Lahiri	Independent Director	Resigned	13/11/2024
Narra Purna Babu	Managing Director	Appointed	14/11/2024
Ramesh Babu Kommineni	Independent Director	Appointed	14/11/2024
Manjula Aleti	Independent Director	Appointed	14/11/2024
Naga Malleswari Narra	Director	Appointed	14/11/2024
Lakshman Koduru	Chief Financial Officer	Appointed	14/11/2024
Manohar Reddy Pandi	Company Secretary	Appointed	02/12/2024

There were no other changes in the composition of KMPs during the year.

During the FY 2024-25, there has been a change in management of the company.

vi) Other Directors and Relatives of Key Managerial Personnel :

- Ramesh Babu Kommineni - Independent Director
- Sridevi Kommineni - Spouse of Ramesh Babu Kommineni
- Manjula Aleti - Independent Director
- Adhitya Reddy Aleti - Spouse of Manjula Aleti

vii) Enterprises Controlled or significantly influenced by Key Management

Personnel or their Close Family Members	Name of Enterprise controlled / influenced
Name	
a) Narra Purna Babu	Nexus Innovate PTE. Ltd. - Director NX Global PTE. Ltd. - Director
b) Narra Naga Malleswari	NIL
c) Ramesh Babu Kommineni	Green Homes Infra - Partner Hilight Outdoor Advertising - Partner Sri Venkateswara Arts - Partner
d) Manjula Aleti	Care Corporate Compliances Pvt. Ltd. - Director KMC Infratech Limited - Director Cambridge Technology Enterprises Limited - Independent Director FA Software Services Pvt. Ltd. - Director Care Corporate Professional Services LLP - Designated Partner JRA and Associates LLP - Designated Partner Care Corporates India LLP - Designated Partner Care MAA Foundation - Director
e) Sridevi Kommineni	Saisera Infratech LLP - Designated Partner
f) Adhitya Reddy Aleti	Care Corporate Compliances Pvt. Ltd. - Managing Director Care MAA Foundation - Director

b) Related Party Transactions

(Rs. In Lakhs)

Particulars	Subsidiary Companies		Associate Companies		Joint Venture Firm		Key Management Personnel and Relatives		Enterprises Controlled or significantly influenced by Key Management Personnel or their close family members	
	2025-26	2024-25	2025-26	2024-25	2025-26	2024-25	2025-26	2024-25	2025-26	2024-25
Purchases of Goods / Materials	-	-	-	-	-	-	-	-	-	-
Sales of Goods / Materials	279.52	-	-	-	-	-	-	-	-	-
Expenses :										
Remuneration / Commission / Sitting Fee	-	-	-	-	-	-	9.10	3.74	-	-
Professional Fees										
Rent / Other expenses	-	-	-	-	-	-	-	-	-	-
Interest on Deposits	-	-	-	-	-	-	-	-	-	-
Interest on Loans & Advances / ICDs taken	-	-	-	-	-	-	-	-	-	-
Income :										
Sharing of Expenses	-	-	-	-	-	-	-	-	-	-
Interest on Loans & Advances / ICDs given	-	-	-	-	-	-	-	-	-	-
Other Receipts :										
Deposits Received	-	-	-	-	-	-	-	-	-	-
Loans & Advances / ICDs received	-	-	-	-	-	-	-	-	-	-
Receipt towards Sale of Services	254.80	-	-	-	-	-	-	-	-	-
Receipt of Loans & Advances / ICDs given	-	-	-	-	-	-	-	-	-	-
Other Payments :										
Reimbursement of expenses / (Reimbursement of expenses received)	-	-	-	-	-	-	-	-	-	-
Repayment of Deposits	-	-	-	-	-	-	-	-	-	-
Repayment of Loans & Advances / ICDs received	-	-	-	-	-	-	-	-	-	-
Loans & Advances / ICDs given	-	-	-	-	-	-	-	-	-	-
Balances Outstanding :										
Payables :										
Payables against Purchases / Sales	-	-	-	-	-	-	-	-	-	-
Deposits Payables	-	-	-	-	-	-	-	-	-	-
Loans & Advances / ICDs Payables	-	-	-	-	-	-	-	-	-	-
Receivables :										
Receivables against Purchases / Sales	24.71	-	-	-	-	-	-	-	-	-
Loans & Advances / ICDs Receivables	-	-	-	-	-	-	-	-	-	-
Investments Made (including Investment Advances)	21,148.50	-	-	-	-	-	-	-	-	-

Note : For Sale of Services by Parent Company to subsidiary companies have occurred prior to the acquisition of the company.

31	Dues to Micro, Small and Medium Enterprises outstanding for more than 45 days as at Balance Sheet date	Current Year	Previous Year
		-	66,520
	Particulars	2025-26 Rs. In Lakhs	2024-25 Rs. In Lakhs
32	Payments to Auditors :		
-	For Statutory Audit (for Audit & Taxation matters)	3.00	3.00

Note 33 : Additional Regulatory Information as per recent pronouncement of (MCA) notified Companies (Indian Accounting standards) Amendment Rules 2022 dated 23rd March 2022

33.1 Title Deeds of Immovable of property not held in the name of the company:

The Company does not hold any Immovable property whose title deeds are not held in the name of companies or jointly held with others.

33.2 Valuation of property, plant and Equipment

The Companies has not revalued its Property , Plant & Equipment during the period under reporting.

33.3 The company has not granted any loan or advance to its promoters, directors, KMP and other related parties as defined under Companies Act, 2013, either severally or jointly with any other person which are In the nature of loan.

33.4 Intangible Assets Under development:

- There are no Intangible Assets under development hence no aging schedule is applicable.
- There are no Intangible Assets under development, whose completion is overdue or has exceeded its cost compared to its original plan.

33.5 Details of Benami Property held

The company does not have any Benami Property where any proceedings has been initiated or pending against the company for holding any benami property.

33.6 Statement of Current Assets filed with Bank

The Company has not taken any borrowings from bank on the basis of security of current assets. Hence, the company has not submitted any quarterly returns and statements of current assets with the Bank.

33.7 Wilful Defaulters

The Company is not declared wilful defaulter by any bank or financial Institution or other lender.

33.8 Relationship with Struck off Companies

The company has not made any transaction with the companies struck off under section 248 of the Companies Act, 2013.

33.9 Registration of charges or satisfaction with the Registrar of Companies

The company does not have any charge or satisfaction which is yet to be registered with the Registrar of Companies beyond the statutory period.

33.10 Compliance with number layer of companies

The Company has two wholly owned subsidiaries and three Step-down Subsidiary in USA and has complied with the number of layers for its holding in downstream companies prescribed under clause (87) of Section 2 of the Companies Act, 2013 read with the Companies (Restriction on number of Layers) Rules, 2017.

33.11 Compliance with approved Scheme(s) of Arrangements

No Scheme of any arrangements has been approved by the competent authority in terms of Section 230 to 237 of the Companies Act, 2013.

33.12 Utilisation of Borrowed funds and share premium

- The company has not granted or loaned or invested funds to any other person or entity including foreign entity (intermediaries) with the understanding that the intermediary shall :
 - Directly or indirectly lend or invest in other person or entity identified in any manner whatsoever by or on behalf of the company (ultimate beneficiary).
 - Provide any guarantee, security or the like to on behalf of ultimate beneficiaries.
- The company has not received any fund from any person or entity including foreign entity (funding party) (whether recorded in writing or otherwise) that the company shall :
 - Directly or indirectly lend or invest in other person or entity identified in any manner whatsoever by or on behalf of the company (ultimate beneficiary).
 - Provide any guarantee, security or the like to on behalf of ultimate beneficiaries.

33.13 Undisclosed Income

The Company has no transaction which is not recorded in the books of account that has been surrendered or disclosed as income during the year in the tax assessment under the Income Tax Act, 1961.

33.14 Details of Crypto Currency or Virtual Currency

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

Note 34 : Analytical Ratios

Particulars	Numerator	Denominator	Ratio		Variance	Reasons for > 25 % variance
			As at 31-03-2026	As at 31-03-2025		
a) Current Ratio	Current Assets	Current Liabilities	1.30	4.40	(70.34)	The Current Liabilities have increased substantially in FY 2025-26 when compared to FY 2024-25.
b) Debt-Equity Ratio	Total Debt	Shareholders Equity	-	-	-	The company does not have any Debt in the Financial Year 2025-26, further the company has no closing debt balances in the FY 2024-25
c) Debt-Service Coverage Ratio	Earnings Available for Debt Service	Debt Service	-	82.66	(100.00)	The company does not have any Debt in the Financial Year 2025-26, further the company has no closing debt balances in the FY 2024-25
d) Return on Equity Ratio	Net Profit after Taxes	Average Shareholders Equity	0.03	0.09	(70.04)	During the FY 2025-26, Rs.80.20 lakh equity shares were issued during the year towards the acquisition of the subsidiaries, reducing the return on equity ratio as compared with FY 2024-25
e) Inventory Turnover Ratio	Sales	Inventory	-	-	-	The company does not have Inventories during FY 2025-26 and FY 2024-25
f) Trade Receivables Turnover Ratio	Net Credit Sales	Average Trade Receivables	3.69	8.59	(57.02)	During the FY 2025-26, there was an improvement in recovering trade receivables, reducing the trade receivables turnover ratio when compared to FY 2024-25.
g) Trade Payables Turnover Ratio	Purchases of Services and other Expenses	Average Trade Payables	3.50	172.06	(97.96)	During the FY 2025-26, closing balance trade payables have increased on account of opening of US Branch in last quarter, when compared to FY 2024-25.
h) Net Capital Turnover Ratio	Net Sales	Average Working Capital	6.75	3.41	97.99	There is an increase in Revenue from Operations during FY 2025-26 when compared to FY 2024-25.
i) Net Profit Ratio	Net Profit	Net Sales	8.09	2.56	215.35	During the FY 2025-26, the company has significantly increased its Revenue and profits when compared to FY 2024-25.
j) Return on Capital Employed	Earnings before Interest and Taxes	Capital Employed	1.88	19.77	(90.51)	Although the company has significantly increased its revenue and profit in FY 2025-26, the company has introduced Rs. 80.20 lakh equity shares, reducing its return on capital employed when compared to FY 2024-25.
k) Return on Investment	Income generated from Investments	Time Weighted Average Investments	-	-	-	
Average Working Capital = Current Assets - Current Liabilities			53,522,766	23,596,559		
Operating Profit Margin	EBIT	Revenue	0.11	0.06	88.86	

- 35 **Deferred Tax has been provided on the timing differences relating to Depreciation and Foreign Translation Reserve for translating US Branch accounts**
- 36 All figures are mentioned in Rs. In Lakhs
- 37 Previous year's figures have been regrouped wherever necessary.

Note 38 : Defined Benefit Plan - Gratuity

(Rs. In Lakhs)

The Company has a defined benefit gratuity plan. Every employee who has completed five years or more of service gets a gratuity on departure at 15 days salary for each completed year of service subject to a maximum of ₹20,00,000. The plan for the same is unfunded.

Particulars	Gratuity	
	As at March 31, 2026	As at March 31, 2025
Net Employee Benefit Expense recognized in the employee cost in Statement of Profit & Loss		
Current Service Cost	2.86	-
Interest Cost on benefit obligation	-	-
Expected Return on Plan Assets	-	-
Sub Total - (A)	2.86	-
Recognised in Other Comprehensive Income		
Net actuarial (gain) / loss recognized in the year		
i. Demographic Assumptions on obligation	-	-
ii. Financial Assumptions on obligation	-	-
iii. Experience Adjustments on obligation	-	-
iv. Financial Assumptions on Plan Assets	-	-
Sub Total - (B)	-	-
Net Benefit Expense - (A + B)	2.86	-
Balance Sheet		
Benefit Asset / (Liability)		
Present Value of Defined Benefit Obligation	2.86	-
Fair Value of Plan Assets	-	-
Assets / (Liability) recognized in the Balance Sheet	(2.86)	-
Change in the Present Value of the Defined Benefit Obligation		
Opening Defined Benefit Obligation	-	-
Benefit transferred in	-	-
Benefit transferred out	-	-
Benefits paid	-	-
Expenses Recognised in Statement of Profit and Loss		
Current Service Cost	2.86	-
Interest Cost on Benefit Obligation	-	-
Recognised in Other Comprehensive Income	-	-
Actuarial (gain) / loss on obligation	-	-
Closing Defined Benefit Obligation	2.86	-
Change in the Fair Value of Plan Assets		
Opening Fair Value of Plan Assets	-	-
Contributions by employer	-	-
Benefits Paid	-	-
Expenses Recognised in Statement of Profit and Loss	-	-
Expected return	-	-
Recognised in Other Comprehensive Income	-	-
Actuarial (gain) / loss on plan assets	-	-
Closing fair value of plan assets	-	-
Assumptions		
Discount Rate (%)	7.88%	-
Estimated Rate of Return on Plan Assets	-	-
Attrition Rate (%)	1%	-
Expected rate of salary increase (%)	3%	-
Expected Average Remaining Service (no. of years)	24.64	-

Signatures to Significant Accounting Policies and Notes To Accounts

NARRA PURNA BABU
Managing Director
DIN :10674419

NAGA MALLESWARI NARRA
Director
DIN :10819020

MANOHAR REDDY PANDI
Company Secretary

LAKSHMAN KODURU
Chief Financial Officer

INDEPENDENT AUDITORS' REPORT (CONSOLIDATED)

To
The Members
Hypersoft Technologies Limited
Hyderabad

Report on the Audit of the Consolidated Financial Statements

Opinion

We have audited the accompanying Consolidated Financial Statements of HYPERSOFT TECHNOLOGIES LIMITED ('the Company'), and its subsidiaries (the Company and its subsidiaries together referred to as 'the Group') which comprise the Consolidated Balance Sheet as at March 31, 2026, and the Consolidated Statement of Profit and Loss (including Other Comprehensive Income), the Consolidated Statement of Changes in Equity and the Consolidated Statement of Cash Flows for the year then ended, and a summary of material accounting policies and other explanatory information (hereinafter referred to as the "consolidated financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Consolidated Financial Statements, give the information required by the Companies Act, 2013 (the "Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards ("Ind AS") prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended and other accounting principles generally accepted in India :

- in the case of Consolidated Balance Sheet, of the state of affairs of the Company as at 31st March, 2026 ;
- in the case of Consolidated Statement of Profit and Loss, of the Profit for the year then ended ;
- in the case of Consolidated Cash Flow Statement, of the Cash Flows of the Company for the year ;
- in the case of Consolidated Statement of Changes in Equity, of the changes in Equity, for the year ended on that date.

Basis for Opinion

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

Key Audit Matters

Key Audit Matters are those matters that, in our professional judgment, were of most significance in our audit of the Consolidated Financial Statements of the current period. These matters were addressed in the context of our audit of the Consolidated Financial Statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined the matters described below to be the key audit matters to be communicated in our report.

Sl.No.	Key Audit Matter	Auditor's Response
1	Revenue recognition, measurement, presentation and disclosures Critical estimates to determine revenues and liability for obligations in the contracts. These estimates have a high inherent uncertainty as it requires consideration of progress of the contracts, efforts incurred till date, efforts required to complete the remaining contract performance obligations.	Our audit procedures involved review of the agreements / contracts with customers – continuing and new contracts, testing of the operating effectiveness of the internal control relating to identification of the distinct performance obligations and determination of the transaction price. We carried out a combination of procedures involving inquiry and observation, inspection of evidence in respect of operation of these controls. Selected a sample of continuing and new contracts and performed the following procedures : a) Read, analysed and identified the distinct performance obligations in these contracts. b) Performed analytical procedures for reasonableness of revenues disclosed and the remaining performance obligations to be satisfied in the subsequent years. Our procedures did not identify any material exceptions.
2	Investments in Subsidiary Companies During the financial year, the Company has made investment in two subsidiaries which are carried at cost Rs. 21,148.50 lakhs in accordance with Ind AS 27 – Separate Financial Statements. The Company has entered into swap arrangements towards the acquisition of the two subsidiaries. These investments are material to the financial statements. The assessment involves significant management judgment relating to future business projections, valuation models, and key assumptions. Accordingly, this area has been identified as a key audit matter.	Principal Audit Procedures We assessed the accounting treatment of the investments in subsidiaries with reference to Ind AS 27 and the Company's stated accounting policies. In respect of the investments made during the year, we reviewed relevant approvals, supporting documents, and the timing of recognition. We also evaluated the adequacy of the disclosures made in the financial statements. Our procedures did not identify any material exceptions.

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

The Company's Board of Directors is responsible for the preparation of the other information. The other information comprises the information included in the Management Discussion and Analysis, Board's Report including Annexures to Board's Report, Business Responsibility Report, Corporate Governance and Shareholder's Information, but does not include the Consolidated Financial Statements, Standalone Financial Statements and our auditor's report thereon.

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

In connection with our audit of the Consolidated Financial Statements, our responsibility is to read the other information and in doing so, consider whether the other information is materially inconsistent with the Consolidated Financial Statements or our knowledge obtained during the course of our 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 Responsibility for the Consolidated Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation and presentation of these Consolidated Financial Statements that give a true and fair view of the consolidated financial position, consolidated financial performance including other comprehensive income, consolidated changes in equity and consolidated cash flows of the Group in accordance with the Ind AS and other accounting principles generally accepted in India. The respective Boards of Directors of the companies included in the Group are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Group and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and 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, which have been used for the purpose of preparation of the consolidated financial statements by the Directors of the Company, as aforesaid.

In preparing the consolidated financial statements, the respective Boards of Directors of the companies included in the Group are responsible for assessing the ability of the respective entities to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the respective Boards of Directors either intend to liquidate their respective entities or to cease operations, or have no realistic alternative but to do so.

The respective Boards of Directors of the companies included in the Group are also responsible for overseeing the financial reporting process of the Group.

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

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

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

- Identify and assess the risks of material misstatement of the Consolidated 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 financial 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 and its subsidiary companies which are companies incorporated in India, has adequate internal financial controls system 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 the 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 ability of the Group to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the Consolidated Financial Statements, including the disclosures, and whether the Consolidated Financial Statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities within the Group to express an opinion on the Consolidated Financial Statements. We are responsible for the direction, supervision and performance of the audit of the financial statements of such entities included in the Consolidated Financial Statements of which we are the independent auditors.

Materiality is the magnitude of misstatements in the Consolidated Financial Statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the consolidated 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 Consolidated Financial Statements.

We communicate with those charged with governance of the Company and such other entities included in the Consolidated Financial Statements of which we are the independent auditors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

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

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

Other Matters

- a) We did not audit the financial statements / financial information of 2 subsidiaries and their 3 step-subsiidiaries, for the year ended on that date, as considered in the Consolidated Financial Statements.
- b) The Standalone Financial Statements of subsidiary companies of Hypersoft Technologies Limited., viz., NX Global Pte Ltd and Nexus Innovate Pte Ltd. and their 3 Step-subsiidiaries respectively, whose financial statements reflect Total Assets of Rs. 4,680.22 Lakhs, Total Revenues of Rs.. 3,592.84 Lakhs and Total Comprehensive Income amounting to Rs. 199.31 Lakhs for the year ended as on at March 31, 2026, as considered in the consolidated financial statements have been audited by other auditor whose reports have been furnished to us by the Management and our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of these subsidiary, and our report in terms of subsection (3) of Section 143 of the Act, in so far as it relates to the aforesaid subsidiary is based solely on the reports of the other auditors.

Our opinion on the Consolidated Financial Statements, and our report on Other Legal and Regulatory Requirements below, is not modified in respect of the above matters with respect to the reports of the other auditors.

Report on Other Legal and Regulatory Requirements

As required by Section 143(3) of the Act, based on our audit we report that :

- a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of aforesaid Consolidated Financial Statements.
- b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid Consolidated Financial Statements have been kept so far as it appears from our examination of those books and the reports of the other auditors, wherever obtained.
- c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss (including Other Comprehensive Income), Consolidated Statement of Changes in Equity and the Consolidated Statement of Cash Flows dealt with by this Report are in agreement with the relevant books of account maintained for the purpose of preparation of the Consolidated Financial Statements.
- d) In our opinion, the aforesaid Consolidated Financial Statements comply with the Indian Accounting Standards prescribed under Section 133 of the Act.
- e) On the basis of the written representations received from the Directors of the Company as on March 31, 2026 taken on record by the Board of Directors of the Company and its subsidiary incorporated in India and the reports of the statutory auditor of its subsidiary company incorporated in India, none of the directors of the Group companies incorporated in India is disqualified as on March 31, 2026 from being appointed as a director in terms of Section 164(2) of the Act.
- f) With respect to the adequacy of the internal financial controls over financial reporting and the operating effectiveness of such controls, refer to our separate report in 'Annexure A' which is based on the auditor's reports of the Company and its subsidiary company incorporated in India. Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the internal financial controls over financial reporting of those companies, for the reasons stated therein.
- 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 Auditor's) Rules, 2014, as amended, in our opinion and to the best of our information and according to the explanations given to us :
 - i) The consolidated financial statements disclose the impact of pending litigations on the consolidated financial position of the Group.
 - ii) Provision has been made in the Consolidated Financial Statements, as required under the applicable law or accounting standards, for material foreseeable losses, if any, on long-term contracts.

- iii) There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company and its subsidiary company incorporated in India.
- iv) Based on our audit procedures which we considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the various matters mentioned in 'Disclosures of other Statutory Information' annexed to the Notes to accounts, contain any material mis-statement ;
- v) The company has not declared or paid any dividend during the year in contravention of the provisions of section 123 of the Companies Act, 2013.

Proviso to Rule 3(1) of the Companies (Accounts) Rules, 2014 and Reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014 - Based on our examination, which included test checks, and that performed by the respective auditors of the subsidiaries, associates and joint ventures we state that :

1) In case of Holding Company :

Based on our examination, which included test checks, we state that the company is presently using Tally software which has a feature of recording audit trail (Edit Log) facility for the financial year ended 31-03-2026. The same has been enabled and operated throughout the year for all the relevant transactions in the software. From our examination, we did not come across any instance of the audit trail facility being tampered with and the said audit trail has been preserved by the company as per the statutory requirements for record retention.

For ANANT RAO & MALLIK
Chartered Accountants
Firm Regn. No. 006266S

V. ANANT RAO
Partner
M. No. : 022644
UDIN : 26022644YUURDL4091

Date : 13-05-2026
Place : Hyderabad

Annexure A to the Independent Auditors' Report**Report on the Internal Financial Controls Over Financial Reporting under Clause (i) of sub-section 3 of Section 143 of the Companies Act, 2013 ('the Act')**

In conjunction with our audit of the Consolidated Financial Statements of the Company as of and for the year ended March 31, 2026, we have audited the internal financial controls over financial reporting of Hypersoft Technologies Limited (hereinafter referred to as the "Company") and its subsidiary companies, which are companies incorporated in India, as of that date.

Management's Responsibility for Internal Financial Controls

The Boards of Directors of the Company and its subsidiary companies, which are companies incorporated in India, are responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the respective Companies considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India (the "ICAI"). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to the respective 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.

Auditor's Responsibility

Our responsibility is to express an opinion on the internal financial controls over financial reporting of the Company and its subsidiary companies, which are companies incorporated in India, based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") issued by the Institute of Chartered Accountants of India ("ICAI") and the Standards on Auditing, prescribed under Section 143(10) of the Companies Act, 2013, 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 over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk.

The procedures selected depend on the auditor's judgment, 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 internal financial controls system over financial reporting of the Company and its subsidiary companies, which are companies incorporated in India.

Meaning of Internal Financial Controls over Financial Reporting

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

Inherent Limitations of Internal Financial Controls over Financial Reporting

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

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the Company and its subsidiary companies, which are companies incorporated in India, have, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2026, based on the internal financial control over financial reporting criteria established by the respective companies considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the ICAI.

For ANANT RAO & MALLIK
Chartered Accountants
Firm Regn. No. 006266S

V. ANANT RAO
Partner
M. No. : 022644
UDIN : 26022644YUURDL4091

Date : 13-05-2026
Place : Hyderabad

Consolidated Balance Sheet for Year Ended as at 31st March 2026

Particulars		Notes	As at 31-03-2026 Rs.in Lakhs	As at 31-03-2025 Rs.in Lakhs
I. ASSETS				
(1) Non-Current Assets :				
(a) Property, Plant and Equipment	2		4.09	3.24
(b) Other Intangible Assets	2		0.25	0.22
(c) Goodwill	3		19,787.58	-
(d) Financial Assets :			-	-
(i) Investments			-	-
(ii) Other Financial Assets	4		736.93	2.87
(e) Deferred Tax Assets (Net)			-	-
Total Non-Current Assets			20,528.85	6.33
(2) Current Assets :				
(a) Financial Assets :				
i) Trade Receivables	5		7,000.62	179.62
ii) Cash and Cash Equivalents	6		124.43	45.84
iii) Other Bank balances	7		4.25	4.04
iv) Other Financial Assets	8		48.67	-
(b) Current Tax Assets	9		82.67	28.24
(c) Other Current Assets	10		334.82	47.65
Total Current Assets			7,595.46	305.39
Total Assets			28,124.31	311.72
II. EQUITY AND LIABILITIES				
(1) Equity :				
(a) Equity Share Capital	11		8,469.22	449.22
(b) Other Equity	12		13,414.26	(206.95)
Total Equity			21,883.48	242.27
(2) Liabilities :				
Non-Current Liabilities :				
(a) Provisions	13		3.78	-
(b) Deferred Tax Liabilities (Net)	14		29.71	0.03
Total Non-Current Liabilities			33.49	0.03
Current Liabilities :				
(a) Financial Liabilities :				
i) Short Terms Borrowings			-	-
ii) Trade Payables	15		-	1.70
a) MSME Enterprises			5,875.51	4.75
b) Others			22.88	7.83
iii) Other Liabilities	16		112.28	52.09
(b) Other Current Liabilities	17		196.67	3.05
(c) Short Term Provisions	18		6,207.34	69.42
Total Current Liabilities			6,240.83	69.45
Total Liabilities			28,124.31	311.72
Total Equity & Liabilities				
Material Accounting Policies	1			
Other notes to the financial statements	2-38			

for ANANT RAO & MALLIK
Chartered Accountants
FRN : 006266S

V ANANT RAO
Partner
Membership No : 022644
UDIN: 26022644YUURDL4091

Date : 13-05-2026

For and on Behalf of Board

NARRA PURNA BABU
Managing Director
DIN : 10674419
Singapore

MANOHAR REDDY PANDI
Company Secretary
Hyderabad

NAGA MALLESWARI NARRA
Director
DIN : 10819020
Singapore

LAKSHMAN KODURU
Chief Financial Officer
Hyderabad

Statement of Consolidated Profit & Loss for the Financial Year 2025-26

PARTICULARS	Notes	2025-26	2024-25
		Rs.in Lakhs	Rs.in Lakhs
I Income From Operations :			
a) Revenue from Operations	20	7,206.69	804.75
b) Other Non-Operating Income	21	27.49	5.99
Total Income from Operations	I	7,234.18	810.74
II Expenditure :			
a) Cost of Input Services	21	5,897.21	684.85
b) Purchases of Stock-In-Trade		-	-
c) Manufacturing & Operating Expenses		-	-
d) Changes in inventories		-	-
e) Employee Benefit Expenses	22	605.10	46.67
f) Finance Costs	23	3.23	0.59
g) Depreciation and Amortization expenses	24	0.49	0.67
h) Other Administrative Expenses	25	197.45	30.64
Total Expenditure	II	6,703.48	763.42
III Profit / (Loss) before Exceptional Items & Taxes	(I-II)	530.70	47.32
IV Exceptional Items		-	-
- Profit / (Loss) on Sale of Assets / Write Down in Inventories		-	-
V Profit / (Loss) before Tax	(III-IV)	530.70	47.32
VI Tax Expense :			
a. Current Tax		121.73	12.52
b. Income Tax - Earlier Years		-	7.85
c. Mat Credit Entitlement		-	-
d. Deferred Tax		0.19	6.31
Total Tax Expenses		121.92	26.68
VII Profit / (Loss) after Tax	(V-VI)	408.78	20.64
VIII Other Comprehensive Income :			
Items should not be reclassified to profit or loss		113.42	-
Remeasurement of the net defined benefit liability /asset, net		-	-
Income tax relating to these items		-29.49	-
Total OCI (Net of Taxes)		83.93	-
Total Comprehensive Income for the year	(VII+VIII)	492.71	20.64
VIII Earnings per Equity Share :			
Basic earnings per share		2.27	0.49
Diluted earnings per share		0.48	0.49
Material Accounting Policies	1		
Other notes to the financial statements	2-37		

for ANANT RAO & MALLIK
Chartered Accountants
FRN : 006266S

V ANANT RAO
Partner
Membership No : 022644
UDIN: 26022644YUURDL4091

Date : 13-05-2026

For and on Behalf of Board

NARRA PURNA BABU
Managing Director
DIN : 10674419
Singapore

MANOHAR REDDY PANDI
Company Secretary
Hyderabad

NAGA MALLESWARI NARRA
Director
DIN : 10819020
Singapore

LAKSHMAN KODURU
Chief Financial Officer
Hyderabad

CONSOLIDATED CASH FLOW STATEMENT FOR THE YEAR ENDED ON 31ST MARCH 2026

S.No.	Particulars	2025-26	2024-25
		Rs.in Lakhs	Rs.in Lakhs
A.	Cash Flow from Operating Activities		
	Net Profit / (Loss) before Tax	530.70	47.32
	Adjustments for:	-	-
	Depreciation	0.49	0.67
	Finance Cost	3.23	0.59
	Interest Income	(27.49)	(5.72)
	Loss on Sale of Assets	-	-
	Foreign Currency Translation difference	113.42	-
	Operating Profit / (Loss) before Working Capital Changes	620.35	42.85
	Increase / (Decrease) in Long term Provisions	3.78	(37.92)
	Increase / (Decrease) in Other Financial Liabilities	0.00	6.11
	Increase / (Decrease) in Trade Payables	5,869.06	4.94
	Increase / (Decrease) in Short Term Borrowings	0.00	-
	Increase / (Decrease) in Other Current Liabilities	75.24	46.44
	Increase / (Decrease) in Short Term Provisions	193.62	(5.83)
	Decrease / (Increase) in Trade Receivables	(6,821.00)	(171.93)
	Decrease / (Increase) in Other Financial Assets	(782.73)	0.20
	Decrease / (Increase) In Other Current Assets	(341.60)	170.19
	Cash generated from Operating Activities	(1,183.28)	55.04
	Income Tax Paid	(121.73)	(20.37)
	Net Cash Flow from Operating Activities	(1,305.01)	34.67
B.	Cash Flow from Investing Activities :		
	Acquisition of Property, Plant Equipment	(1.37)	(0.49)
	Interest received	27.49	5.72
	Investments in Subsidiary Company	(19,787.58)	-
	Changes in Investment in Fixed Deposits	(0.21)	-
	Net Cash Flow from Investing Activities	(19,761.67)	5.23
C.	Cash Flow from Financing Activities :		
	Increase / (Decrease) in Short Term Borrowings	-	(1.60)
	Equity Shares Issued (incl. Premium)	21,148.50	-
	Finance Costs	(3.23)	(0.59)
	Net Cash Flow from Financing Activities	21,145.27	(2.18)
	Net Increase/(decrease) in Cash and Cash Equivalents (A+B+C)	78.59	37.72
	Opening Cash and Cash Equivalents	45.84	8.12
	Closing Cash and Cash Equivalents	124.43	45.84

Notes:

- The above Cash Flow Statement has been prepared under the 'Indirect Method' as set out in the Indian Accounting Standard 7 (Ind AS 7) 'Cash Flow Statements' notified by the Central Govt under Companies (Indian Accounting Standards) Rules, 2015.
- Previous year figures have been regrouped / rearranged, wherever necessary to conform to the current period classification.

for ANANT RAO & MALLIK
Chartered Accountants
FRN : 006266S

V ANANT RAO
Partner
Membership No : 022644
UDIN: 26022644YUURDL4091

Date : 13-05-2026

For and on Behalf of Board

NARRA PURNA BABU
Managing Director
DIN : 10674419
Singapore

MANOHAR REDDY PANDI
Company Secretary
Hyderabad

NAGA MALLESWARI NARRA
Director
DIN : 10819020
Singapore

LAKSHMAN KODURU
Chief Financial Officer
Hyderabad

Statement of Changes in Equity for the year ended 31 March 2026

(All amounts in Indian Rupees in Lakhs, except share data and where otherwise stated)

Note 11 : Equity Share Capital :

Particulars	Balance at the beginning of the reporting period 01-04-2025	Changes in Equity Share Capital during the year	Balance at the end of the reporting period 31-03-2026
8,44,51,700 (42,51,700) Equity Shares of Rs. 10/- each & Forfeited Shares 9,61,900 of Rs.2.50	449	8,020	8,469
Previous Year (2024-25) :	01-04-2024		31-03-2025
42,51,700 Equity Shares of Rs. 10/- each & Forfeited Shares 9,61,900 of Rs.2.50	449	-	449

Note 12 : Other Equity :

Particulars	As at 3/31/2026	As at 3/31/2025
Capital Reserve	37.88	37.88
Revaluation Surplus	-	-
Securities Premium	13,161.25	32.75
Retained earnings	181.33	(227.45)
Other items of other comprehensive Income	33.80	(50.13)
Total reserves and surplus	13,414.26	(206.95)
(a) Capital reserve		
Opening balance	37.88	37.88
Additions during the year	-	-
Deductions/Adjustments during the year	-	-
Closing balance	37.88	37.88
(b) Revaluation reserve		
Opening balance	-	-
Additions during the year	-	-
Deductions/Adjustments during the year	-	-
Closing balance	-	-
(c) Securities Premium		
Opening balance	32.75	32.75
Additions during the year	13,128.50	-
Deductions/Adjustments during the year	-	-
Closing balance	13,161.25	32.75
(d) Retained earnings		
Opening balance	(227.45)	(248.09)
Net profit for the period	408.78	20.64
Transfer from Revaluation Reserve	-	-
Closing balance	181.33	(227.45)
(e) Other items of other comprehensive Income		
Opening balance	(50.13)	(50.13)
Remeasurements of post-employment benefit obligation, net of tax through Other Comprehensive Income	-	-
Foreign Currency Translation Reserve - US Branch - Net of Taxes	83.93	-
Closing balance	33.80	(50.13)

Notes and other explanatory information to Consolidated Ind AS Financial Statements for the year ended March 31, 2026.

1) Corporate Information

Hypersoft Technologies Limited ("the company") is a public limited company domiciled in India and incorporated under the provisions of the Companies Act, 1956 and continues to operate under the Companies Act, 2013. The equity shares of the Company is listed on the Bombay Stock Exchange ("BSE"). The registered office of the Company is located at Unit 117, 1st Floor Techno-1 Raidurg, Serilingampally Mandal, Madhapur, Hyderabad, Shaikpet, Telangana, India, 500081.

The Board of Directors approved the Consolidated financial statements for the year ended March 31st, 2026 and authorised for issue on May 13th, 2026.

2) Basis of preparation

a) The financial statements have been prepared on a historical cost basis, except for certain financial instruments which are measured at fair value in accordance with applicable Indian Accounting Standards (Ind AS). The financial statements have been prepared on a going concern basis.

b) The group follows the mercantile system of accounting and recognizes income and expenditure on accrual basis.

c) Statement of compliance:

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

d) Current and non-current classification:

All assets and liabilities have been classified as current or non-current as per the Group's operating cycle and other criteria set out in the Schedule III to the Companies Act, 2013. Based on the nature of products and services and their realisation in cash and cash equivalents, the Group has ascertained its operating cycle as 12 months for the purpose of current – noncurrent classification of assets and liabilities.

3) Principles of consolidation

The consolidated financial statements of the Company and its subsidiaries ("the Group") for the year ended March 31, 2026 are prepared in accordance with generally accepted accounting principles applicable in India, and the Indian Accounting Standard 110 (Ind AS 110) on 'Consolidated Financial Statements', notified by Companies (Accounting Standards) Rules, 2015, ("Indian Accounting Standards") by and to the extent possible in the same format as that adopted by the Company for its separate financial statements.

The financial statements of the Company and its subsidiary companies have been combined on line-by-line basis by adding together, the book values of like items of assets and liabilities, income and expenses after eliminating intra-group balances and intra-group transactions except where cost cannot be recovered. The unrealized profits or losses resulting from the intra-group transactions and balances have been eliminated.

The excess of the cost to the Company of its investment in a subsidiary and the Company's portion of equity of subsidiary on the date at which investment in the subsidiary is made, is described as goodwill and recognized separately as an asset in the consolidated financial statements. The excess of the Company's portion of equity of the subsidiary over the cost of investment in the subsidiary is treated as capital reserve in the consolidated financial statements

The following subsidiary companies are considered in the Consolidated Financial Statements:

Sr. No.	Name of Subsidiary Company	Country of Incorporation	% of Holding either directly or Indirectly through Subsidiary	
			As at Mar 31, 2026	As at Mar 31, 2025
A	Direct Subsidiaries			
1	NX Global Pte Ltd	Singapore	100%	-
2	Nexus Innovate Pte. Ltd	Singapore	100%	-
B	Indirect Subsidiaries			
1	Mindgate Solutions Pte. Ltd	Singapore	100%	-
2	Mindgate Solutions LLC	United States of America	100%	-
3	Nexus Innovate LLC		100%	-

4. Use of Estimates

The preparation of financial statements in conformity with Ind AS requires management to make judgments, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates.

Estimates and underlying assumptions are reviewed on a periodic basis. Revisions to accounting estimates are recognized in the period in which the estimates are revised and in any future periods affected. In particular, information about significant areas of estimation, uncertainty and critical judgments in applying accounting policies that have the most significant effect on the amounts recognized in the financial statements is included in the following notes.

a) Revenue recognition

The group's contracts with customers include promises to transfer multiple products and services to a customer. Revenues from customer contracts are considered for recognition and measurement when the contract has been approved by the parties to the contract, the parties to the contract are committed to perform their respective obligations under the contract, and the contract is legally enforceable. The Group assesses the services promised in a contract and identifies distinct performance obligations in the contract. Identification of distinct performance obligations to determine the deliverables and the ability of the customer to benefit independently from such deliverables, and allocation of transaction price to these distinct performance obligations involves significant judgment.

Revenue from fixed price maintenance type contracts is recognized ratably on a straight-line basis when services are performed through an indefinite number of repetitive acts over a specified period. Revenue from other fixed-price contracts is recognized ratably using a percentage-of-completion method when the pattern of benefits from the services rendered to the customer and the costs to fulfill the contract is not even through the period of the contract because the services are generally discrete in nature and not repetitive. The use of a method to recognize such revenues requires judgment and is based on the promises in the contract and nature of the deliverables.

When performance obligation is satisfied over the time, the group uses the percentage-of-completion method in accounting for its fixed-price contracts. Use of the percentage-of-completion method requires the Group to estimate the efforts or costs expended to date as a proportion of the total efforts or costs to be expended. Efforts or costs expended have been used to measure progress towards completion. Provisions for estimated losses, if any, on uncompleted contracts are recorded in the period in which such losses become probable based on the expected contract estimates at the reporting date.

Further, the group uses significant judgment while determining the transaction price allocated to performance obligations using the expected cost-plus margin approach.

b) Income tax

The Group's major tax jurisdiction is in India, USA and Singapore. Significant judgments are involved in determining the provision for income taxes, including the amount expected to be paid or recovered in connection with uncertain tax positions

c) Other estimates

The preparation of financial statements involves estimates and assumptions that affect the reported amount of assets, liabilities, disclosure of contingent liabilities at the date of financial statements and the reported amount of revenues and expenses for the reporting period. Specifically, the group estimates the probability of collection of accounts receivable by analyzing historical payment patterns, customer concentrations, customer credit-worthiness and current economic trends. If the financial condition of a customer deteriorates, additional provisions may be required.

d) Intangible assets and contingent consideration in business combinations

Business combinations are accounted for using Ind AS 103, Business Combinations. Ind AS 103 requires the identifiable intangible assets and contingent consideration to be fair valued in order to ascertain the net fair value of identifiable assets, liabilities and contingent liabilities of the acquiree. Significant estimates are required to be made in determining the value of contingent consideration and intangible assets. These valuations are conducted by independent valuation experts.

5) Summary of material accounting policies

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

a. Functional and presentation currency

Items included in the financial statements of the Group are measured using the currency of the primary economic environment in which these entities operate (i.e. the "functional currency"). The financial statements are presented in Indian Rupee, which is the functional currency of the group.

b. Foreign currency transactions and balances

i) Initial Recognition

Foreign currency transactions are recorded at the rates prevailing on date of transactions.

ii) Exchange Differences

Exchange differences arising on settlement of transaction and translation of monetary items are recognized as income or expense.

iii) Conversion

Foreign currency monetary items are reported using the exchange rate prevailing at the reporting date. Non-monetary items, which are measured in terms of historical cost denominated in a foreign currency, are reported using the exchange rate at the date of the transaction.

Translation of Foreign Operations

The financial statements of the group's foreign operations are translated into the functional currency (Indian Rupees) as follows:

- i) Assets and liabilities, including goodwill and fair value adjustments arising on acquisition, are translated at the closing exchange rate at the reporting date.

- ii) Income and expense items are translated at the exchange rates at the dates of the transactions or at average exchange rates, if the average approximates the actual rates.
- iii) Exchange differences arising on the translation of the financial statements of foreign operations are recognized in Other Comprehensive Income and accumulated in the Foreign Currency Translation Reserve (FCTR) within equity.
- iv) On disposal of a foreign operation, such exchange differences are reclassified to profit or loss as part of the gain or loss on disposal.

c. Investments

Long term and unquoted current investments are stated at cost and quoted current investments at lower of cost or market value. Provision for diminution in value of long-term investments is made only if such a decline is other than temporary in the opinion of the management.

d. Financial instruments

d.1. Financial Assets

Financial Assets comprise of investments in equity and debt securities, Trade Receivables, Cash and Cash Equivalents and Other Financial Assets.

d.2. Initial recognition:

All Financial Assets are recognized initially at fair value. Purchase or sale of Financial Assets that require delivery of assets within a time frame established by regulation or convention in the marketplace (regular way trades) are recognized on the trade date, i.e., the date that the Group commits to purchase or sell the asset.

d.3. Subsequent Measurement:

i. Financial Assets measured at amortised cost:

Financial Assets held within a business model whose objective is to hold Financial Assets in order to collect contractual cash flows, and the contractual terms of the Financial Assets give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding are measured at amortised cost using Effective Interest Rate (EIR) method. The EIR amortization is recognised as finance income in the Statement of Profit and Loss. The Group, while applying above criteria, has classified the following at amortised cost:

- Trade Receivables
- Cash and Cash Equivalents
- Other Financial Assets

ii) Financial Assets at Fair Value Through Other Comprehensive Income (FVTOCI):

Where Financial Assets are held to collect contractual cash flows, selling the Financial Assets and the contractual terms of the Financial Assets give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding and are measured at FVTOCI. Fair Value movements in Financial Assets at FVTOCI are recognised in Other Comprehensive Income. Equity instruments held for trading are classified at Fair Value Through Profit or Loss (FVTPL). For other equity instruments the Group classifies the same at FVTOCI. The classification is made on initial recognition and is irrevocable. Fair Value changes on equity investments at FVTOCI, excluding dividends, are recognised in Other Comprehensive Income (OCI).

iii) Financial Assets at Fair Value Through Profit or Loss (FVTPL):

Financial Assets are measured at Fair Value through Profit or Loss if it does not meet the criteria for classification at amortised cost or at Fair Value through Other Comprehensive Income. All fair value changes are recognised in the Statement of Profit and Loss.

iv) Financial liabilities measured at amortised cost:

Financial liabilities are subsequently carried at amortized cost using the effective interest method, except for contingent consideration and financial liability under option arrangements recognized in a business combination which is subsequently measured at fair value through profit or loss.

v) Derecognition of financial instruments:

The Group derecognizes a financial asset when the contractual rights to the cash flows from the financial asset expire or it transfers the financial asset and the transfer qualifies for derecognition under Ind AS 109. A financial liability (or a part of a financial liability) is derecognized from the Balance Sheet when the obligation specified in the contract is discharged or cancelled or expires.

vi) Impairment:

The Group recognizes loss allowances using the Expected Credit Loss (ECL) model for the financial assets. Loss allowance for trade receivables is measured at an amount equal to lifetime ECL. For all other financial assets, expected credit losses are measured at an amount equal to the 12-month ECL, unless there has been a significant increase in credit risk from initial recognition in which case those are measured at lifetime ECL.

The Group determines the allowance for credit losses based on historical loss experience adjusted to reflect current and estimated future economic conditions. The Group considers current and anticipated future economic conditions relating to industries the Group deals with and the countries where it operates. The amount of ECLs (or reversal) that is required to adjust the loss allowance at the reporting date to the amount that is required to be recorded is recognized as an impairment loss or gain in Statement of Profit and Loss.

e. Inventories

Inventories are valued at lower of the cost or net realizable value whichever is lower on weighted average basis.

f) Property, plant and equipment

Property, Plant and Equipment are stated at cost, less accumulated depreciation and accumulated impairment losses, if any. The cost comprises the purchase price and directly attributable costs of bringing the asset to its working condition for its intended use. Any trade discounts and rebates are deducted in arriving at the purchase price.

Capital work-in-progress includes cost of Property, Plant and Equipment that are not ready to be put to use.

Subsequent expenditure related to an item of Property, Plant and Equipment is added to its book value only if it is probable that future economic benefits associated with the item will flow to the Group. All other expenses on existing Property, Plant and Equipment, including day-to-day repair and maintenance expenditure and cost of replacing parts, are charged to the statement of profit and loss for the year during which such expenses are incurred.

Gains or losses arising from disposal of Property, Plant and Equipment are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognized in the statement of profit and loss.

g. Intangible Assets

The Intangible assets are recognized when it is probable that the future economic benefit that are attributable to the assets will flow to the enterprise and the cost of the assets can be measured reliably.

Software licenses of enduring nature and contractual rights acquired separately are measured on initial recognition at cost. Following initial recognition, intangible assets are carried at cost less accumulated amortization.

Gains or losses arising from disposal of intangible assets are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognized in the statement of profit and loss.

Goodwill is subject to impairment testing on an annual basis. However, if indicators of impairment are present, the company will review goodwill for impairment when such indicators arise. The company performs an annual review and no impairment was recorded. Key assumptions used by management to determine the fair value of the goodwill include industry earnings multiples and earnings multiples from previous company acquisitions

h. Depreciation

Depreciation on Tangible and Intangible assets is provided on Straight line method on pro –rata basis at the rates prescribed in schedule II of the Companies Act, 2013 as amended from time to time.

i. Borrowing Cost

Borrowing costs that are attributable to the acquisition or construction of qualifying assets are capitalized as part of the cost of such assets. A qualifying asset is one that necessarily takes substantial period of time to get ready for intended use. All other borrowing costs are charged in statement of profit and loss.

j. Leases

The Group evaluates if an arrangement qualifies to be a lease as per the requirements of Ind AS 116. Identification of a lease requires significant judgment. The Group uses significant judgement in assessing the lease term and the applicable discount rate.

The Group determines the lease term as the non-cancellable period of a lease, together with both periods covered by an option to extend the lease if the Group is reasonably certain to exercise that option; and periods covered by an option to terminate the lease if the Group is reasonably certain not to exercise that option. In assessing whether the Group is reasonably certain to exercise an option to extend a lease, or not to exercise an option to terminate a lease, it considers all relevant facts and circumstances that create an economic incentive for the Group to exercise the option to extend the lease, or not to exercise the option to terminate the lease. The Group revises the lease term if there is a change in the non-cancellable period of a lease.

The discount rate is generally based on the incremental borrowing rate specific to the lease being evaluated or for a portfolio of leases with similar characteristics.

k. Revenue Recognition

- i) Revenue from time and material engagements is recognized on time proportion basis as and when the services are rendered in accordance with the terms of the contracts with customers.
- ii) In case of fixed price contracts, revenue is recognized based on the milestones achieved as specified in the contracts, on proportionate completion basis.
- iii) Revenue from maintenance contracts and subscription is recognized on a pro-rata basis over the period of the contract.

- iv) Unbilled revenue represents revenue recognized in relation to work done on time and material projects and fixed price projects until the balance sheet date for which billing has not taken place.
- v) Interest income is recognized on a time proportion basis taking into account the carrying amount and the effective interest rate. Interest income is included under the head 'Other income' in the statement of profit and loss.

I. Employee Benefits

The Company has the following employee benefit plans:

i) Provident fund

Provident fund is a defined contribution plan covering eligible employees. The Company and the eligible employees make a monthly contribution to the provident fund maintained by the Regional Provident Fund Commissioner equal to the specified percentage of the basic salary. The contributions to the provident fund are charged to the statement of profit and loss for the year when the contributions are due. The Company has no obligation, other than the contribution payable to the provident fund.

ii) Gratuity

The Company has a scheme for payment of gratuity to all its employees as per provisions of the Payment of Gratuity Act 1972. The Company provides for period end liability using the projected unit credit method as per the actuarial valuation carried out by the Independent Actuary. The cost of providing benefit under gratuity plan are charged to the statement of profit and loss, except for the remeasurements, comprising of actuarial gains and losses which are recognized in full in the statement of other comprehensive income in the reporting period in which they occur.

m) Share based payments

In accordance with Ind AS 102 – “Share Based Payments”, Employees of the Company receive remuneration in the form of equity settled instruments, for rendering services over a defined vesting period. Equity instruments granted are measured by reference to the fair value of the instrument at the date of grant.

The expense is recognized in the statement of profit and loss with a corresponding increase to the share-based payment reserve, a component of equity.

The equity instruments generally vest in a graded manner over the vesting period. The fair value determined at the grant date is expensed over the vesting period of the respective tranches of such grants (accelerated amortization). The stock compensation expense is determined based on the Company's estimate of equity instruments that will eventually vest.

n) Income Tax

Income tax comprises current and deferred tax. Income tax expense is recognized in the statement of profit and loss except to the extent it relates to items directly recognized in equity or in other comprehensive income

i) Current Income tax

Current income tax for the current and prior periods are measured at the amount expected to be recovered from or paid to the taxation authorities based on the taxable income for the period. The tax rates and tax laws used to compute the current tax amount are those that are enacted or substantively enacted by the reporting date and applicable for the period. The Group offsets current tax assets and current tax liabilities, where it has a legally enforceable right to set off the recognized amounts and where it intends either to settle on a net basis or to realize the asset and liability simultaneously.

ii) Deferred Income Tax

Deferred income taxes reflect the impact of temporary differences between tax base of assets and liabilities and their carrying amounts. Deferred tax is measured based on the tax rates and the tax laws enacted or substantively enacted at the reporting date. Deferred income tax asset are recognized to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilized.

The carrying amount of deferred income tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred income tax asset to be utilized.

o) Segment reporting

The Group prepares its segment information in conformity with accounting policies adopted for preparing and presenting the financial statements of the Group as a whole.

p) Earnings Per Share

The Group presents basic and diluted earnings per share (“EPS”) data for its equity shares. Basic EPS is calculated by dividing the profit and loss attributable to equity shareholders by the weighted average number of equity shares outstanding during the period. Diluted EPS is determined by adjusting the profit and loss attributable to equity shareholders and the weighted average number of equity shares outstanding for the effects of all dilutive potential equity shares. The number of equity shares and potentially dilutive equity shares are adjusted for bonus shares, as appropriate.

q) Provisions

Provisions are recognized when the Group has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of economic benefits will be required to settle the obligation, and a reliable estimate can be made of the amount of the obligation.

The amount recognized as a provision is the best estimate of the consideration required to settle the present obligation at the end of the reporting period, taking into account the risks and uncertainties surrounding the obligation.

r) Contingent Liabilities

A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the Group or a present obligation that is not recognized because it is not probable that an outflow of resources will be required to settle the obligation

s) Cash and cash equivalents

Cash and cash equivalents comprise cash at banks and on hand and short-term deposits with an original maturity of three months or less, which are subject to an insignificant risk of changes in value.

t) Cash flow statement

Cash flows are reported using indirect method as set out in Ind AS -7 "Statement of Cash Flows", whereby profit / (loss) before tax is adjusted for the effects of transactions of non-cash nature and any deferrals or accruals of past or future cash receipts or payments. The cash flows from operating, investing and financing activities of the Group are segregated based on the available information.

The Ministry of Corporate Affairs has notified amendments to Ind AS 7, Statement of Cash Flows, and Ind AS 107, Financial Instruments: Disclosures, relating to supplier finance arrangements, applicable to the Company with effect from April 1, 2025.

The amendments introduce additional disclosure requirements intended to enhance transparency regarding supplier finance arrangements and their effects on an entity's liabilities, cash flows and exposure to liquidity risk. The amendments require disclosure of the terms and conditions of such arrangements, the carrying amounts of financial liabilities that form part of the arrangements, the corresponding amounts for which suppliers have received payment from finance providers, and the range of payment due dates for liabilities forming part of the arrangements compared with comparable trade payables that are not part of such arrangements. The amendments to Ind AS 107 also require supplier finance arrangements to be considered in assessing and disclosing concentrations of liquidity risk.

The Company has evaluated the requirements of the aforesaid amendments and has provided the relevant disclosures in respect of such arrangement in the financial statements. The adoption of these amendments has resulted in additional disclosures relating to the Company's supplier finance arrangement and liquidity risk exposure and does not have any material impact on the recognition or measurement of amounts reported in the financial statements.

u) Related parties Transactions:

Related party transactions including purchases, services, funds and non-fund-based agreements are disclosed separately.

v) Recent Pronouncements

Ministry of Corporate Affairs ("MCA") notifies new standards or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time.

In May 2025, MCA notifies the amendments to Ind AS 21 - Effects of Changes in Foreign Exchange Rates. These amendments aim to provide clearer guidance on assessing currency exchangeability and estimating exchange rates when currencies are not readily exchangeable. The amendments are effective for annual periods beginning on or after April 1, 2025. The Company has assessed that there is no significant impact on its financial statements.

In August 2025, MCA notifies the following amendments to:

- a. Ind AS-1 Presentation of Financial Statements, applicable w.e.f. April 1, 2025 – The amendment relates to classification of liabilities as current or non-current and non-current liabilities with covenants. In the context of classifying a liability as current, it removes the requirement of existence of a right to defer settlement for at least 12 months after the reporting date and instead requires that the said right should exist on the reporting date and have substance. The amendment also introduces guidance on classification of liabilities with covenants. The Company has no impact of these amendments in its classification criteria of current and non-current liabilities.
- b. Ind AS 12, International Tax Reform – Pillar Two Model Rules applicable immediately - The amendments provide a temporary mandatory relief from deferred tax accounting for top-up tax and disclose that they have applied the relief. The Company has reviewed the amendment and based on its evaluation has determined that it does not have any significant impact in its financial statements.

Note No. 2

PROPERTY, PLANT AND EQUIPMENT :

The Changes in the carrying value of Property, Plant and Equipment for the Period ended 31-03-2026 are as follows :

Tangible Assets									
Particulars	Computers and Peripherals	Plant & Machinery	Buildings	Motor Vehicles	Office Equipment	Furniture & Fittings	Total	Intangible Assets	
Gross carrying value As At 1st April 2025	23.85	21.06	-	11.49	13.24	10.49	80.14	Computer Software	1.78
Additions	-	-	-	-	-	1.16	1.16		0.21
Deletions	-	-	-	-	-	-	-		-
Gross carrying value As At 31st March 2026	23.85	21.06	-	11.49	13.24	11.65	81.30		1.99
Accumulated Depreciation As At 1st April 2025	22.57	21.06	-	10.92	12.38	9.96	76.89		1.56
Depreciation	0.09	-	-	-	0.13	0.09	0.31		0.18
Accumulated Depreciation on Deletions	-	-	-	-	-	-	-		-
Accumulated Depreciation As At 31st March 2026	22.67	21.06	-	10.92	12.51	10.06	77.21		1.74
Carrying value as at 1st April 2025	1.28	-	-	0.57	0.87	0.52	3.24		0.22
Carrying value as at 31st March 2026	1.19	-	-	0.57	0.73	1.60	4.09		0.25

The Changes in the carrying value of Property, Plant and Equipment for the year ended 31-03-2025 are as follows :

Particulars	Computers and Peripherals	Plant & Machinery	Buildings	Motor Vehicles	Office Equipment	Furniture & Fittings	Total	Computer Software	Total
Gross carrying value As At 1st April 2024	23.36	21.06	-	11.49	13.24	10.49	79.65	1.78	1.78
Additions	0.49	-	-	-	-	-	0.49	-	-
Deletions	-	-	-	-	-	-	-	-	-
Gross carrying value As At 31st March 2025	23.85	21.06	-	11.49	13.24	10.49	80.14	1.78	1.78
Accumulated Depreciation As At 1st April 2024	22.42	21.06	-	10.78	12.17	9.96	76.40	1.39	1.39
Depreciation	0.15	-	-	0.14	0.21	-	0.50	0.17	0.17
Accumulated Depreciation on Deletions	-	-	-	-	-	-	-	-	-
Accumulated Depreciation As At 31st March 2025	22.57	21.06	-	10.92	12.38	9.96	76.89	1.56	1.56
Carrying value as at 1st April 2024	0.94	-	-	0.71	1.08	0.52	3.25	-	-
Carrying value as at 31st March 2025	1.28	-	-	0.57	0.87	0.52	3.24	0.22	0.22

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS :

	Particulars	31-03-2026	31-03-2025
		Rs. In Lakhs	Rs. In Lakhs
3	Goodwill		
	a) On Acquisition of NX Global Pte Ltd	554.90	-
	b) On Acquisition of Nexus Innovate Pte Ltd	19,232.68	-
	Total	19,787.58	-
4	Other Financial Assets - Non Current :		
	a) Security Deposits	1.86	2.87
	b) Amount receivable from Directors and Shareholders	735.07	-
	Total	736.93	2.87
5	Trade Receivables :		
	Sundry Debtors	7,000.62	179.62
	Total	7,000.62	179.62
	Break-up of Trade Receivables details :		
	a) Unsecured, considered good :		
	For a period Exceeding 6 Months	5,245.75	-
	For a period not exceeding 6 Months	1,754.87	179.62
	b) Trade Receivables which have significant increase in credit risk	-	-
	c) Trade Receivables - credit impaired	-	-
	d) Trade Receivables from related parties	-	-
		7,000.62	179.62
	Less : Allowance for expected credit losses	-	-
	Total	7,000.62	179.62
	Trade Receivables Due :		
	Trade Receivables Ageing Schedule : (FY 2025-26)		
	Particulars (Outstanding for the following periods from the due date of payment)		
	Undisputed Trade Receivables	Considered Good	Considered Doubtful
	Less Than 6 Months	1,754.87	-
	6 Months - 1 year	5,245.75	-
	1 - 2 years	-	-
	2 - 3 years	-	-
	More Than 3 years	-	-
	Total (A)	7,000.62	-
	Disputed Trade Receivables	Considered Good	Considered Doubtful
	Less Than 6 Months		
	6 Months - 1 year	-	-
	1 - 2 years	-	-
	2 - 3 years	-	-
	More Than 3 years		
	Total (B)	-	-
	Total Trade Receivables Due (A+B)	7,000.62	-

Trade Receivables Ageing Schedule: (FY 2024-25)

Particulars (Outstanding for the following periods from the due date of payment)

Undisputed Trade Receivables		Considered Good	Considered Doubtful
Less Than 6 Months		179.62	-
6 Months - 1 year		-	-
1 - 2 years		-	-
2 - 3 years		-	-
More Than 3 years		-	-
Total (A)		179.62	-
Disputed Trade Receivables		Considered Good	Considered Doubtful
Less Than 6 Months		-	-
6 Months - 1 year		-	-
1 - 2 years		-	-
2 - 3 years		-	-
More Than 3 years		-	-
Total (B)		-	-
Total Trade Receivables Due (A+B)		179.62	-
Particulars		31-03-2026 Rs. In Lakhs	31-03-2025 Rs. In Lakhs
6 Cash & Cash Equivalents :			
a) Balances with Banks :			
- Axis Bank - 09026		30.46	45.83
- HDFC Bank - 00478		0.27	-
- ICICI Bank - 00804		40.72	-
- JP Morgan Chase - 28011 (US Branch)		20.82	-
b) Cash on Hand		0.00	0.01
c) Cash & Cash Equivalent held by Subsidiaries		32.16	-
Total		124.43	45.84
7 Other Bank Balance			
Fixed Deposits with HDFC Bank Limited		4.25	4.04
(Deposits having maturity for more than 3 months but less than 12 months)			
Total		4.25	4.04
8 Other Financial Assets - Current			
a) Interest Accrued but not due		-	-
b) Other Short term Advances		48.67	-
Total		48.67	-
9 Current Tax Assets - (Net)			
Balances with Government Authorities - Tax Deducted at Source		82.67	28.24
Total		82.67	28.24
10 Other Current Assets :			
a) Balances with Government Authorities - Indirect Tax Credits		164.27	47.33
b) Advances to Staff		5.00	0.32
c) Advance to Suppliers		165.55	-
Total		334.82	47.65
Particulars		31-03-2026 Rs. In Lakhs	31-03-2025 Rs. In Lakhs
11 Share Capital :			
11.1 Details of the Authorized, Issued, Subscribed and Paid up share capital have been depicted in the table below :			
SHARE CAPITAL			
AUTHORIZED CAPITAL			
10,70,00,000 (Prev. 60,00,000) Equity Shares of Rs. 10/- each.		10,700.00	600.00
ISSUED SUBSCRIBED & PAID UP CAPITAL			
8,44,51,700 (Prev. 42,51,700) Equity Shares of Rs. 10/- each, fully paid up		8,445.17	425.17
Add: Forfeited Shares		24.05	24.05
Total		8,469.22	449.22

11.2 The Company has only one class of equity shares having a per value of Rs. 10/- per share. Each holder of equity shares is entitled to one vote per share. The Company declares and pays dividends in Indian Rupees. The dividend proposed by the Board of Directors, if any, is subject to the approval of the shareholders in the ensuing Annual General Meeting. In the event of liquidation of the company, the holders of equity shares will be entitled to receive remaining assets of the company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders. Forfeited shares represents 9,61,900 equity shares of Rs.10/- each forfeited on 20th June, 1988 against which the company had received Rs. 2.50 per share.

- 11.3 a) During the five reporting periods immediately preceeding the reporting period, no shares have been issued for consideration other than cash.
- b) The company has not issued any bonus shares during the last 5 years.
- c) The company has not undertaken any buyback of shares during the last 5 years.

11.4 Reconciliation of Number of Shares :

Reconciliation of number of shares	31-03-2026	31-03-2025
Equity Shares :		
Opening balance	42.52	42.52
*Issued during the year	802.00	-
Closing Balance	844.52	42.52

11.5 Details of Equity Shares held by shareholders holding more than 5% of the aggregate shares in the company.

Name of the Shareholders	31-03-2026		31-03-2025	
	No. of Shares	% age	No. of Shares	% age
1. Narra Purna Babu	4,90,48,430	58.08%	10,53,385	24.78%
2. Sudhakara Varma Yarramraju	9,81,155	1.16%	9,81,155	23.08%
3. Quotrix Solutions Pte Ltd.	1,30,00,000	15.39%	-	-
4. Cyberpath Systems Pte Ltd.	1,36,00,000	16.10%	-	-

11.6 Disclosure of Shareholding of Promoters : (FY 2025-26) :
Details of shares held by promoters at end of the year

Name of the Promoters at the end of the year	No. of Shares	% age	% Change during the year
a) Narra Purna Babu	4,90,48,430	58.08%	4556.27%
b) Sudhakara Varma Yarramraju	9,81,155	1.16%	Nil

Disclosure of Shareholding of Promoters : (FY 2024-25) :
Details of shares held by promoters at end of the year

Name of the Promoters at the end of the year	No. of Shares	% age	% Change during the year
a) Narra Purna Babu	10,53,385	24.78%	100.00%
b) Sudhakara Varma Yarramraju	9,81,155	23.08%	100.00%

Particulars	31-03-2026	31-03-2025
	Rs. In Lakhs	Rs. In Lakhs
13 Provisions:		
Employee Benefit Obligations :		
- Gratuity Payable	2.85	-
- Others	0.93	-
Total	3.78	-
14 Deferred Tax Liabilities (Net) :		
- Due to Depreciation difference	0.22	0.03
- Due to Foreign Currency Translation Reserve - US Branch	29.49	-
Total	29.71	0.03

Particulars		31-03-2026 Rs. In Lakhs	31-03-2025 Rs. In Lakhs
15 Trade Payables :			
Payable for Services		5,875.51	6.45
Total		5,875.51	6.45
Trade Payables due for Payment :			
Trade Payables Ageing Schedule : (FY 2025-26)			
Outstanding for the following periods from the due date of payment		MSME Rs. In Lakhs	Others Rs. In Lakhs
Less than 1 year		-	5,872.58
1 - 2 years		-	2.94
2 - 3 years		-	-
More than 3 years		-	-
Total		-	5,875.51
Outstanding for the following periods from the due date of payment		Disputed Dues - MSME Rs. In Lakhs	Disputed Dues - Others Rs. In Lakhs
Less than 1 year		-	-
1 - 2 years		-	-
2 - 3 years		-	-
More than 3 years		-	-
Total		-	-
Trade Payables Ageing Schedule : (FY 2024-25)			
Outstanding for the following periods from the due date of payment		MSME Rs. In Lakhs	Others Rs. In Lakhs
Less than 1 year		1.70	4.75
1 - 2 years		-	-
2 - 3 years		-	-
More than 3 years		-	-
Total		1.70	4.75
Outstanding for the following periods from the due date of payment		Disputed Dues - MSME Rs. In Lakhs	Disputed Dues - Others Rs. In Lakhs
Less than 1 year		1.70	4.75
1 - 2 years		-	-
2 - 3 years		-	-
More than 3 years		-	-
Total		1.70	4.75
Particulars		31-03-2026 Rs. In Lakhs	31-03-2025 Rs. In Lakhs
16 Other Financial Liabilities :			
Expenses Payable		22.88	7.83
Total		22.88	7.83
17 Other Current Liabilities :			
a) Advance from Customers		66.51	-
b) Statutory Dues		21.52	52.09
c) Employee Payables		24.25	-
Total		112.28	52.09
18 Short Term Provisions :			
a) Expenses Payable		81.12	2.70
b) Provision for Income tax		113.79	-
c) Provident Fund Payable		1.75	0.35
d) Provision for Gratuity		0.01	-
Total		196.67	3.05

Particulars		31-03-2026	31-03-2025
		Rs. In Lakhs	Rs. In Lakhs
19	Revenue from Operations :		
	Sale of Software Services	7,206.69	804.75
	Total	7,206.69	804.75
20	Other Non-Operating Income :		
a)	Interest on Fixed Deposits with Banks	0.69	5.72
b)	Other Income	0.18	0.27
c)	Foreign Exchange Gain on realisation from Trade Receivables	16.13	-
d)	Unrealised Forex Gains on remeasurement of Trade Receivables	10.49	-
	Total	27.49	5.99
21	Cost of Input Services :		
	Outsourced IT Related Services	5,897.21	684.85
	Total	5,897.21	684.85
22	Employee Benefits Expenses :		
a)	Directors Remuneration	-	1.50
b)	Salaries to Staff	494.00	30.38
c)	Staff Bonus	87.18	10.00
d)	Provident Fund Contribution	-	0.93
e)	Contribution to Gratuity	23.92	3.72
f)	Staff Welfare Expenses	-	0.14
	Total	605.10	46.67
23	Financial Costs :		
a)	Bank Charges	3.23	0.46
b)	Interest On Bank Overdraft	-	0.13
	Total	3.23	0.59
24	Depreciation & Amortization Expenses:		
a)	Depreciation on Tangible Assets	0.31	0.50
b)	Amortization on Intangible Assets	0.18	0.17
	Total	0.49	0.67
25	Other Administrative Expenses :		
a)	Office Expenses	1.58	0.75
b)	Rent Expenses	0.26	-
c)	Printing & Stationery	0.40	-
d)	Postage & Courier	1.06	-
e)	Communication Expenses	0.05	0.38
f)	Exchange Rate Fluctuations	-	3.54
g)	Rates & Taxes	85.82	0.42
h)	Traveling & Conveyance Expenses	1.56	0.60
i)	Professional Charges	61.75	5.58
j)	Audit Fee	12.86	3.10
k)	Insurance	0.84	0.15
l)	Selling and Marketing Expenses	6.83	1.06
m)	Listing Fees	22.26	5.74
n)	Director's Sitting Fees	1.11	-
o)	Bad Debts	0.45	6.65
p)	Miscellaneous Expenses	0.62	0.36
q)	Repairs & Maintenance- Vehicles & Others	-	1.65
r)	Unrealised loss on remeasurement of Trade Receivables	-	0.35
s)	Subscription & Membership Fees	-	0.31
	Total	197.45	30.64
26	Contingent Liabilities :		
	FY 2025-26	NIL	
	FY 2024-25	NIL	

27 Earnings Per Share :

(Rs. In Lakhs)

Earnings per Shares in calculated by profit attributable to equity shareholders by the weighted average number of equity shares outstanding during the year as under.

Particulars	Current Year	Previous Year
(i) Profit/(Loss) for the year Attributable to equity shareholders	409	21
(ii) Weighted average number of equity Shareholders during the years (NOS)	1,80,12,248	42,51,700
(iii) Number of Equity Shares outstanding during the year	8,44,51,700	42,51,700
(iv) Basic Earning per share (Rs.)	2.27	0.49
(v) Diluted Earning per share (Rs.)	0.48	0.49
Nominal Value of Shares	10/-	10/-

28 Segment Reporting

The Company has only one segment i.e. Software. It has identified following as geographic segments.

Revenue from Geographic Segments	As at March 31, 2026	As at March 31, 2025
India	690.48	444.14
United States of America	5,339.25	360.60
Singapore	1,204.46	-
Total	7,234.18	804.74
Expenditure from Geographic Segments		
India	2,076.82	763.41
United States of America	3,996.27	-
Singapore	630.39	-
Total	6,703.48	763.41
Assets from Geographic Segments		
India	642.12	164.47
United States of America	2,327.34	147.25
Singapore	25,154.85	-
Total	28,124.31	311.72
Liabilities from Geographic Segments		
India	21,905.78	311.72
United States of America	3,203.84	-
Singapore	3,014.69	-
Total	28,124.31	311.72

29. Related Party Disclosures :
Related Party Transactions for the period ended March 31, 2026

In accordance with the requirement of Ind AS - 24 on Related Party Disclosures, the names of related parties where control exists and/or with whom transactions have taken place during the year and description of relationships, as identified and certified by the management are :

a) Names of Related Parties and description of relationship :
i) Subsidiary Company

Amount (Rs. In Lakhs)

Name of the Company	Relation	Nature of Transaction	F.Y. 2025-26	F.Y. 2024-25
NX Global Pte Limited	Wholly Owned Subsidiary	Investments made	1,200.00	-
Mindgate Solutions LLC	Step - Subsidiary (Subsidiary of NX Global Pte Ltd.)	-	-	-
Mindgate Solutions Pte Limited	Step - Subsidiary (Subsidiary of NX Global Pte Ltd.)	Revenue - Services Provided	103.28	-
		Receipt towards Sale of Services	103.28	-
Nexus Innovate Pte Limited	Wholly Owned Subsidiary	Investments made through Equity Swap	19,948.50	-
		Revenue - Services Provided	176.23	-
		Receipt towards Sale of Services	151.52	-
Nexus Innovate LLC	Step - Subsidiary (Subsidiary of Nexus Innovate Pte. Ltd)	-	-	-

ii) Associate Company NIL

iii) Joint Venture Firm NIL

iv) Key Management Personnel :

Designation	Name	Nature of Transaction	FY 2025-26	FY 2024-25
Managing Director	Narra Purna Babu	Directors Remuneration given in Subsidiaries (Note)	4.18	-
Non-Executive Director	Naga Malleswari Narra	Directors Remuneration given in Subsidiaries (Note)	33.45	-
Independent Director	Ramesh Babu Kommineni	Sitting Fee	0.56	-
Independent Director	Manjula Aleti	Sitting Fee	0.56	-
Chief Financial Officer	Lakshman Koduru	-	3.18	-
Company Secretary	Manohar Reddy Pandi	Remuneration	9.10	2.24

Note: Disclosure of Remunerations paid to KMPs is calculated from the date of acquisition of the respective subsidiary companies.

v) Note on Key Managerial Personnel (KMP) Changes during the Year

In FY 2025-26 : There are no changes in the KMPs of the Company during the Financial Year ended as on 31st March 2026.

In FY 2024-25 : The following changes took place in the KMPs of the Company during the financial year ended 31st March 2025:

Name of the KMP	Designation	Nature of Change	Effective Date
Feroz Russi Bhote	Managing Director	Resigned	03-01-2025
Shilpa Agarwal	Company Secretary	Resigned	01-12-2024
S. Khudaventh	Chief Financial Officer	Resigned	13-11-2024
Umesh Chandra Lunker	Independent Director	Resigned	13-11-2024
Geeta Feroz Bhote	Director	Resigned	13-11-2024
Joydip Lahiri	Independent Director	Resigned	13-11-2024
Narra Purna Babu	Managing Director	Appointed	14-11-2024
Ramesh Babu Kommineni	Independent Director	Appointed	14-11-2024
Manjula Aleti	Independent Director	Appointed	14-11-2024
Naga Malleswari Narra	Director	Appointed	14-11-2024
Lakshman Koduru	Chief Financial Officer	Appointed	14-11-2024
Manohar Reddy Pandi	Company Secretary	Appointed	02-12-2024

There were no other changes in the composition of KMPs during the year.

During the FY 2024-25, there has been a change in management of the company.

vi) Other Directors and Relatives of Key Managerial Personnel :

- Ramesh Babu Kommineni - Independent Director
- Sridevi Kommineni - Spouse of Ramesh Babu Kommineni
- Manjula Aleti - Independent Director
- Adhitya Reddy Aleti - Spouse of Manjula Aleti

vii) Enterprises Controlled or significantly influenced by Key Management

Personnel or their Close Family Members	Name of Enterprise controlled / influenced
Name	
a) Narra Purna Babu	Nexus Innovate PTE. Ltd. - Director NX Global PTE. Ltd. - Director
b) Narra Naga Malleswari	NIL
c) Ramesh Babu Kommineni	Green Homes Infra - Partner Hilight Outdoor Advertising - Partner Sri Venkateswara Arts - Partner
d) Manjula Aleti	Care Corporate Compliances Pvt. Ltd. - Director KMC Infratech Limited - Director Cambridge Technology Enterprises Limited - Independent Director FA Software Services Pvt. Ltd. - Director Care Corporate Professional Services LLP - Designated Partner JRA and Associates LLP - Designated Partner Care Corporates India LLP - Designated Partner Care MAA Foundation - Director
e) Sridevi Kommineni	Saisera Infratech LLP - Designated Partner
f) Adhitya Reddy Aleti	Care Corporate Compliances Pvt. Ltd. - Managing Director Care MAA Foundation - Director

b) Related Party Transactions

(Rs. In Lakhs)

Particulars	Subsidiary Companies		Associate Companies		Joint Venture Firm		Key Management Personnel and Relatives		Enterprises Controlled or significantly influenced by Key Management Personnel or their close family members	
	2025-26	2024-25	2025-26	2024-25	2025-26	2024-25	2025-26	2024-25	2025-26	2024-25
Purchases of Goods / Materials	-	-	-	-	-	-	-	-	-	-
Sales of Goods / Materials	279.52	-	-	-	-	-	-	-	-	-
Expenses :										
Remuneration / Commission / Sitting Fee	-	-	-	-	-	-	46.73	3.74	-	-
Professional Fees										
Rent / Other expenses	-	-	-	-	-	-	-	-	-	-
Interest on Deposits	-	-	-	-	-	-	-	-	-	-
Interest on Loans & Advances / ICDs taken	-	-	-	-	-	-	-	-	-	-
Income :										
Sharing of Expenses	-	-	-	-	-	-	-	-	-	-
Interest on Loans & Advances / ICDs given	-	-	-	-	-	-	-	-	-	-
Other Receipts :										
Deposits Received	-	-	-	-	-	-	-	-	-	-
Loans & Advances / ICDs received	-	-	-	-	-	-	-	-	-	-
Receipt towards Sale of Services	254.80									
Receipt of Loans & Advances / ICDs given	-	-	-	-	-	-	-	-	-	-
Other Payments :										
Reimbursement of expenses / (Reimbursement of expenses received)	-	-	-	-	-	-	-	-	-	-
Repayment of Deposits	-	-	-	-	-	-	-	-	-	-
Repayment of Loans & Advances / ICDs received	-	-	-	-	-	-	-	-	-	-
Loans & Advances / ICDs given	-	-	-	-	-	-	-	-	-	-
Balances Outstanding :										
Payables :										
Payables against Purchases / Sales	-	-	-	-	-	-	-	-	-	-
Deposits Payables	-	-	-	-	-	-	-	-	-	-
Loans & Advances / ICDs Payables	-	-	-	-	-	-	-	-	-	-
Receivables :										
Receivables against Purchases / Sales	25	-	-	-	-	-	-	-	-	-
Loans & Advances / ICDs Receivables	-	-	-	-	-	-	-	-	-	-
Investments Made	21,148.50	-	-	-	-	-	-	-	-	-

Notes :

- 1) For Sale of Services by Parent Company to subsidiary companies have occurred prior to the acquisition of the company.
- 2) Remunerations paid to KMPs is calculated from the date of acquisition of the respective subsidiary companies.

30. Dues to Micro, Small and Medium Enterprises outstanding
for more than 45 days as at Balance Sheet date

Current Year	Previous Year
-	66,520
2025-26	2024-25
Rs. In Lakhs	Rs. In Lakhs

Particulars

31. Payments to Auditors :

- For Statutory Audit (for Audit & Taxation matters)	12.86	3.00
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Note 32 : Analytical Ratios

Note: This is the first time consolidation and previous year figures pertain to Hypersoft Standalone Financial Statement, the two ratios are not comparable and hence variance is not calculated.

Particulars	Numerator	Denominator	Ratio		Variance	Reasons for > 25 % variance
			As at 31-03-2026	As at 31-03-2025	(in %)	
a) Current Ratio	Current Assets	Current Liabilities	1.22	4.40	-	
b) Debt-Equity Ratio	Total Debt	Shareholders Equity	0.29	-	-	
c) Debt-Service Coverage Ratio	Earnings Available for Debt Service	Debt Service	-	82.66	-	The Group does not have any debt in FY 2025-26.
d) Return on Equity Ratio	Net Profit after Taxes	Average Shareholders Equity	0.04	0.09	-	
e) Inventory Turnover Ratio	Sales	Inventory	-	-	-	The Group does not maintain inventory
f) Trade Receivables Turnover Ratio	Net Credit Sales	Average Trade Receivables	1.03	8.59	-	
g) Trade Payables Turnover Ratio	Purchases of Services and other Expenses	Average Trade Payables	1.03	172.06	-	
h) Net Capital Turnover Ratio	Net Sales	Average Working Capital	5.19	3.41	-	
i) Net Profit Ratio	Net Profit	Net Sales	0.06	2.56	-	
j) Return on Capital Employed	Earnings before Interest and Taxes	Capital Employed	0.02	19.77	-	
k) Return on Investment	Income generated from Investments	Time Weighted Average Investments	-	-	-	
Average Working Capital = Current Assets - Current Liabilities			1,388	236		

33. Deferred Tax has been provided on the timing differences relating to Depreciation and Foreign Translation Reserve for translating US Branch accounts

34. All figures are mentioned in Rs. In Lakhs

35. Previous year's figures have been regrouped wherever necessary.

Note 36 : Defined Benefit Plan - Gratuity

Liabilities with regard to the Gratuity Plan are determined by actuarial valuation, performed by an Independent Actuary, at each balance sheet date using the projected unit credit method. In determining the gratuity obligation as at March 31, 2026, the Company has considered the revised definition of wages prescribed under the applicable Labour Codes, and the consequential impact thereof has been incorporated in the actuarial valuation. The discount rate assumed is 7.88% as at March 31, 2026.

The following tables summarize the components of net benefit expense recognized in the statement of profit and loss and amounts recognized in the Balance Sheet for the respective plans.

(Rs. In Lakhs)

Particulars	Gratuity	
	As at	As at
	March 31, 2026	March 31, 2025
Net Employee Benefit Expense recognized in the employee cost in Statement of Profit & Loss		
Current Service Cost	2.86	-
Interest Cost on benefit obligation	-	-
Expected Return on Plan Assets	-	-
Sub Total - (A)	2.86	-
Recognised in Other Comprehensive Income		
Net actuarial (gain) / loss recognized in the year		
i. Demographic Assumptions on obligation	-	-
ii. Financial Assumptions on obligation	-	-
iii. Experience Adjustments on obligation	-	-
iv. Financial Assumptions on Plan Assets	-	-
Sub Total - (B)	-	-
Net Benefit Expense - (A + B)	2.86	-
Balance Sheet		
Benefit Asset / (Liability)		
Present Value of Defined Benefit Obligation	2.86	-
Fair Value of Plan Assets	-	-
Assets / (Liability) recognized in the Balance Sheet	(2.86)	-
Change in the Present Value of the Defined Benefit Obligation		
Opening Defined Benefit Obligation	-	-
Benefit transferred in	-	-
Benefit transferred out	-	-
Benefits paid	-	-
Expenses Recognised in Statement of Profit and Loss		
Current Service Cost	2.86	-
Interest Cost on Benefit Obligation	-	-
Recognised in Other Comprehensive Income	-	-
Actuarial (gain) / loss on obligation	-	-
Closing Defined Benefit Obligation	2.86	-
Change in the Fair Value of Plan Assets		
Opening Fair Value of Plan Assets	-	-
Contributions by employer	-	-
Benefits Paid	-	-
Expenses Recognised in Statement of Profit and Loss	-	-
Expected return	-	-
Recognised in Other Comprehensive Income	-	-
Actuarial (gain) / loss on plan assets	-	-
Closing fair value of plan assets	-	-
Assumptions		
Discount Rate (%)	7.88%	-
Estimated Rate of Return on Plan Assets	-	-
Attrition Rate (%)	1%	-
Expected rate of salary increase (%)	3%	-
Expected Average Remaining Service (no. of years)	24.64	-

Note 37: Additional Information pursuant to para 2 of General Instructions for the preparation of Consolidated Financial Statements

S. No.	Name of the Entity	Relation	Net Assets		Share in Profit and Loss		Share in Other Comprehensive Income		Share in Total Comprehensive Income	
			as a % of Consolidated Net Assets	Amount	as a % of Consolidated Net Assets	Amount	as a % of Consolidated Net Assets	Amount	as a % of Consolidated Net Assets	Amount
1	Parent Company									
	Hypersoft Technologies Limited	-	92%	21,684.17	72%	292.30	100%	1.10	72%	293.40
2	Indian Subsidiaries	-	-	-	-	-	-	-	-	-
3	Foreign Subsidiaries									
a	NX Global Pte Ltd.	Wholly owned Subsidiary	2%	447.80	2%	9.31	0%	-	2%	9.31
b	Nexus Innovate Pte Ltd.	Wholly owned Subsidiary	2%	495.22	36%	146.98	0%	-	36%	146.98
c	Nexus Innovate LLC	Step-Subsidiary	2%	361.12	-11%	-44.47	0%	-	-11%	-44.47
d	Mindgate Solutions Pte Ltd.	Step-Subsidiary	2%	377.06	13%	54.51	0%	-	13%	54.51
e	Mindgate Solutions LLC	Step-Subsidiary	1%	228.74	-12%	-49.85	0%	-	-12%	-49.85
	Sub-total		8%	1,910	28%	116	0%	-	28%	116.48
	Total		100%	23,594.11	100%	408.78	100%	1.10	100%	409.88
	Intra-group Adjustments			-1,710.63		-		82.83		82.83
	Total			21,883.48		408.78		83.93		492.71

Signatures to Significant Accounting Policies and Notes To Accounts

NARRA PURNA BABU
 Managing Director
 DIN :10674419

NAGA MALLESWARI NARRA
 Director
 DIN :10819020

MANOHAR REDDY PANDI
 Company Secretary

LAKSHMAN KODURU
 Chief Financial Officer

If undelivered please return to:

HYPERSOFT TECHNOLOGIES LIMITED

Registered Office:

Unit 117, 1st Floor, Techno-1, Sy. No. 86, 87(P), 88(P), 88/1,
Raidurg, Serilingampally Mandal, Ranga Reddy,
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