VAROS TECHNOLOGY PRIVATE LIMITED

Plot No. C-22/8, Chakan Industrial Area Phase II, Bhamboli Khed, Pune MH 410501 IN

CIN: U72900PN2021PTC199684

Statement of Assets and Liabilities as at 31st March 2025

Amt in thousands

	Particulars	Note No.	As at 31st March, 2025	As at 31st March, 2024
			Rs	Rs
A	**ASSETS**			
1	**Non-current assets**			
	(a) Property, plant and equipment	**2(B)**	6,429	7,707
	(b) Intangible asset under development	**3**		39,594
	(c) Intangible asset	**2(A)**	51,302	
	(d) Deferred Tax Assets (Net)	**10**	4,565	160
			62,295	**47,461**
2	**Current assets**			
	(a) Inventories	**4**	7,650	1,693
	(b) Financial Assets			
	(i) Cash and Cash Equivalents	**5**	4,631	300
	(ii) Short term loans & advances		76	
	(c) Other current assets	**6**	6,051	4,343
			18,408	**6,336**
	TOTAL ASSET		**80,703**	**53,797**
B	**EQUITY AND LIABILITIES**			
	Equity			
	(a) Equity share capital	**7**	100	100
	(b) Instruments entirely equity in nature	**8**	93,425	47,725
	(c) Other equity	**9**	(26,568)	(4,443)
			66,957	**43,382**
1	**Liabilities**			
	Non-current liabilities			
	(a) Financial liabilities			
	(i) Borrowings			
	(b) Deferred tax liabilities (Net)	**10**	-	-
	(c) Other non-current liabilities	**11**	**835**	**-**
			835	**-**
2	**Current liabilities**			
	(a) Financial liabilities			
	(i) Borrowings	**12**	-	-
	(ii) Trade payables			
	(a)Micro and Small Enterprises	**13(a)**	-	-
	(b) Other than Micro and Small Enterprises	**13(b)**	6,567	2,676
	(b) Other current liabilities	**14**	4,263	5,783
	(c) Provisions	**15**	2,081	1,957
			12,911	**10,416**
	TOTAL EQUITY AND LIABILITIES		**80,703**	**53,797**
	Significant accounting policies	**1**		
	Notes referred to above form an integral part of the financial statements			

In terms of our report attached. **For, M R K S AND COMPANY** Chartered Accountants **ICAI Firm Reg No. 141986W**	For and on behalf of the Board of directors **VAROS TECHNOLOGY PRIVATE LIMITED**	
CA Chetan Mahore **Partner** **M No: 169891** **Date: 12/05/2025** **Place: Pune** **UDIN: 25169891BMIABY3509**	**Shreevallabh Kabra** **Director** **DIN: 00015415** **Date: 12/05/2025** **Place: Mumbai**	**Anand Kabra** **Director** **DIN: 00016010** **Date: 12/05/2025** **Place: Mumbai**

VAROS TECHNOLOGY PRIVATE LIMITED

Plot No. C-22/8, Chakan Industrial Area Phase II, Bhamboli Khed, Pune MH 410501 IN

CIN: U72900PN2021PTC199684

Statement of Profit and Loss for the Period ended 31st March, 2025

Amt in thousands

	Particulars	Note No.	For the Period ended 31st March, 2025 Rs	For the Period ended 31st March, 2024 Rs
I	Revenue from operations	16	37,299	1,13,822
II	Other Income		6	-
III	**Total Income (I+II)**		**37,305**	**1,13,822**
IV	**Expenses**			
	Cost of materials consumed	17	39,983	1,08,331
	Changes in inventories of finished goods	18	(2,370)	-
	Employee benefits expense	19	15,290	31
	Depreciation and amortization expense	20	4,255	581
	Other expenses	21	6,675	5,987
	Total expenses (IV)		**63,833**	**1,14,930**
V	**Profit / (Loss) before exceptional and extraordinary items and tax (III - IV)**		**(26,528)**	**(1,108)**
VI	Exceptional items		-	-
VII	**Profit / (Loss) before extraordinary items and tax V ± VI)**		**(26,528)**	**(1,108)**
VIII	Extraordinary items			
IX	**Profit / (Loss) before tax (VII ± VIII)**		**(26,528)**	**(1,108)**
X	**Tax expense:**			
	(a) Current tax expense for current year		-	-
	(b) Deferred tax Expenses (liabilities/(assets))	10	(4,404)	(116)
XI	**Profit / (Loss) from continuing operations (IX ±X)**		**(22,124)**	**(992)**
XII	Other Comprehensive Income			
	(i) Items that will not be reclassified to profit or loss		-	-
	(ii) Income tax relating to items that will not be reclassified to profit or loss		-	-
XIII	**Total Comprehensive Income for the period (XIII+XIV)(Comprising Profit (Loss) and Other Comprehensive Income for the period)**		**(22,124)**	**(992)**
XIV	**Earnings per share(Face Value of Rs10/- each):**			
	(a) Basic	24	**(2,212.42)**	**(99.18)**
	(b) Diluted	24	**(3.17)**	**(0.30)**

Significant accounting policies **1**

Notes referred to above form an integral part of the financial statements

In terms of our report attached.

For, M R K S AND COMPANY
Chartered Accountants
ICAI Firm Reg No. 141986W

CA Chetan Mahore
Partner
M No: 169891
Date: 12/05/2025
Place: Pune
UDIN: 25169891BMIABY3509

For and on behalf of the Board of directors

VAROS TECHNOLOGY PRIVATE LIMITED

Shreevallabh Kabra
Director
DIN: 00015415
Date: 12/05/2025
Place: Mumbai

Anand Kabra
Director
DIN: 00016010
Date: 12/05/2025
Place: Mumbai

VAROS TECHNOLOGY PRIVATE LIMITED

Plot No. C-22/8, Chakan Industrial Area Phase II, Bhamboli Khed, Pune MH 410501 IN

CIN: U72900PN2021PTC199684

Cash Flow Statement for the year ended 31 March 2025

	Particulars	For the year ended 31st March, 2025 Rs	Amt in thousands For the year ended 31st March, 2024 Rs
A.	**Cash flow from operating activities**		
	Net Profit / (Loss) before extraordinary items and tax	(26,528)	(1,108)
	Adjustments for:		
	Depreciation and amortisation	4,255	581
	Non current provision	835	
	Operating profit / (loss) before working capital changes	(21,439)	(526)
	Changes in working capital:		
	Adjustments for (increase) / decrease in other current assets:	(1,708)	858
	Adjustments for (increase) / decrease in other financial assets:	(76)	
	Adjustments for increase / (decrease) in trade payable:	3,891	(745)
	Adjustments for increase / (decrease) in short term provisions:	123	936
	Adjustments for increase / (decrease) in current financial liabilities		-
	Adjustments for increase / (decrease) in other current liabilities	(1,519)	(2,197)
	Adjustments for (increase) / decrease in inventories	(5,957)	707
	Cash Generated from Operations		(441)
	Income Tax Paid (Net)	-	-
	Net cash flow from / (used in) operating activities (A)	(26,684)	(967)
B.	**Cash flow from investing activities**		
	Capital expenditure on property plant and equipment	(359)	(1,899)
	Intangible Asset under Development	(14,326)	(24,860)
	Net cash flow from / (used in) investing activities (B)	(14,685)	(26,758)
C.	**Cash flow from financing activities**		
	Proceeds from issue of shares	-	-
	Proceeds from issue of debentures	45,700	27,725
	Net cash flow from / (used in) financing activities (c)	45,700	27,725
	Net increase / (decrease) in Cash and cash equivalents (A+B+C)	4,331	(0)
	Cash and cash equivalents at the beginning of the year	300	**300**
	Cash and cash equivalents at the end of the year	**4,631**	**300**

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VAROS TECHNOLOGY PRIVATE LIMITED
Plot No. C-22/8, Chakan Industrial Area Phase II, Bhamboli Khed, Pune MH 410501 IN
CIN: U72900PN2021PTC199684

Statement Of Changes In Equity

Amt in thousands

1 Equity share capital

	Balance as at 31st March, 2023	Change during the year 2023-24	Balance as at 31st March, 2024	Change during the year 2024-25	Balance as at 31st March, 2025
	100		100	-	100

2 Instruments entirely equity in nature
(a) Compulsorily Convertible Debentures (*Refer note 8)

	Balance as at 31st March, 2023	Change during the year 2023-24	Balance as at 31st March, 2024	Change during the year 2024-25	Balance as at 31st March, 2025
	20,000.00	27,725	47,725	45,700	93,425

3 Other Equity

	Reserves & Surplus			Total
	Securities premium reserve	General reserve	Retained earnings	
Balance as at April 1, 2024	-	(4,443)	-	(4,443)
Profit for the year	-	(22,124)	-	(22,124)
Other comprehensive income (net of tax)				-
Total comprehensive income for the year	**-**	**(26,568)**	**-**	**(26,568)**
Transactions with owners recognised directly in equity	-	-	-	-
Transfer to general reserve	-	-	-	-
Balance as at 31 March 2025	**-**	**(26,568)**	**-**	**(26,568)**

	Reserves & Surplus			Total
	Securities premium reserve	General reserve	Retained earnings	
Balance as on 1st April 2023	-	(3,452)	-	(3,452)
Profit for the year	-	(992)	-	(992)
Other comprehensive income (net of tax)				-
Total comprehensive income for the year	**-**	**(4,443)**	**-**	**(4,443)**
Transactions with owners recognised directly in equity	-	-	-	-
Transfer to general reserve	-	-	-	-
Balance as on 31 March 2024	**-**	**(4,443)**	**-**	**(4,443)**

In terms of our report attached.
For, M R K S AND COMPANY
Chartered Accountants
ICAI Firm Reg No. 141986W

For and on behalf of the Board of directors
VAROS TECHNOLOGY PRIVATE LIMITED

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Date: 12/05/2025
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THE CORPORATE OVERVIEW

VAROS TECHNOLOGY PRIVATE LIMITED (Refer as 'Company') was incoporated on 22nd March 2021 under the provisions of Companies Act, 2013. The registered office of the company is situated in Pune. The company is mainly engaged in the business of Software designing, development and Innovative Product customisation.

A.Basis of Preparation of financial statements

The financial statements have been prepared in accordance with Indian Accounting Standards (Ind AS) notified under Section 133 of the Companies Act, 2013 ('the Act') read together with the Companies (Indian Accounting Standards) Rules, 2015 and related amendments as notified from time to time (hereinafter referred as 'Ind AS').

The Company's Financial Statements are presented in Indian Rupees (₹), which is also its functional currency and all values are rounded to the nearest to thosand (₹000), except when otherwise indicated

Note 1:Summary of Significant Accounting Policies

(a) Basis of Measurement

The Financial Statements have been prepared on the historical cost basis except for Certain Financial Assets and Liabilities which have been measured at fair value amount

(b) Current/Non-current classification

The company presents assets and liabilities in the balance sheet based on current and non-current classification.
An asset is classified as current when it is:

- Expected to be realised or intended to be sold or consumed in normal operating cycle
- Held primarily for the purpose of trading
- Expected to be realised within twelve months after the reporting period, or
- Cash or cash equivalent 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 classified as current when it is:

- Expected to be settled in normal operating cycle
- Held primarily for the purpose of trading
- Due to be settled within twelve months after the reporting period, or
- There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period

The company classifies all other liabilities as non-current
Deferred tax assets/liabilities are classified as non-current assets and liabilities

(c) Property, plant & equipment

Recognition, measurement and Subsequent costs

All items of property, plant and equipments are carried at cost less accumulated depreciation / amortization and impairment losses, if any. The cost of property, plant and equipments comprises its purchase price net of any trade discounts and rebates, any import duties and other taxes (other than those subsequently recoverable from the tax authorities), any directly attributable expenditure on making the asset ready for its intended use, other incidental expenses and interest on borrowings attributable to acquisition of qualifying fixed assets up to the date the asset is ready for its intended use. Machinery spares which can be used only in connection with an item of property, plant and equipments and whose use is expected to be irregular are capitalized and depreciated over the useful life of the principal item of the relevant assets. Subsequent expenditure on property, plant and equipments after its purchase / completion is capitalized only if such expenditure results in an increase in the future benefits from such asset beyond its previously assessed standard of performance.

Derecognition

An item of property, plant and equipment is derecognised upon disposal or when no future economic benefits are expected from its use or disposal. Gains and losses on disposal of an item of property, plant and equipment are determined by comparing the proceeds from disposal with the carrying amount of property, plant and equipment, and are recognised net and disclosed within other income or expenses in the statement of profit and loss.

(d)Depreciation methods, estimated useful lives and residual value

Depreciation is calculated over the depreciable amount, which is the cost of an asset, or other amount substituted for cost, less its residual value. Depreciation is recognized in the statement of profit and loss on a straight-line basis over the estimated useful lives of each part of an item of property, plant and equipment as prescribed in Schedule II of the Companies Act 2013

Estimated Useful Life of the Fixed Assets as follows:

Assets	Useful Life as per Schedule II
Computers and softwares	3 Years
Office Equipment	5 Years
Testing Equipments	8 Years
Furniture and Fixtures	10 Years

The residual values, useful lives and methods of depreciation of Property, Plant and Equipment are reviewed at each financial year end and adjusted prospectively, if appropriate.

Gains or losses arising from de-recognition of a Property, Plant and Equipment are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognised in the Statement of Profit and Loss when the asset is derecognised.

(e)Intangible Assets under Development

Internally-generated intangible assets – Research and Development expenditure

An internally-generated intangible asset arising from development (or from the development phase of an internal project) is recognised if, and only if, all of the following conditions have been demonstrated:

(a) The technical feasibility of completing the intangible asset so that it will be available for use or sale;

(b) The intention to complete the intangible asset and use or sell it;

(c) The ability to use or sell the intangible asset

(d) how the intangible asset will generate probable future economic benefits

(e) The availability of adequate technical, financial and other resources to complete the development and to use or sell the intangible asset; and

(f) The ability to measure reliably the expenditure attributable to the intangible asset during its development.

The amount initially recognised for internally-generated intangible assets is the sum of the expenditure incurred from the date when the intangible asset first meets the recognition criteria listed above. Where no internally-generated intangible asset can be recognised, development expenditure is recognised in profit or loss in the period in which it is incurred.

The cost includes :

(a) expenditure on materials and services used or consumed for development of asset;

(b) the salaries, wages and other employment related costs of personnel directly engaged in development of asset;

(c) any expenditure that is directly attributable to generating and development of the asset, such as fees to register; Office rent expenses

(d) depreciation on computer and laptops has been fully capitalised to capital W-I-P as computer and laptops are wholly used for development of asset.

(f) Intangible Asset

Recognition and measurement

Intangible assets are recognised when the asset is identifiable, is within the control of the company, it is probable that the future economic benefits that are attributable to the asset will flow to the company and cost of the asset can be reliably measured.Intangible assets acquired by the company that have finite useful lives are measured at cost less accumulated amortisation and any accumulated impairment losses.

Derecognition

An item of intangible asset is derecognised upon disposal or when no future economic benefits are expected from its use or disposal. Gains and losses on disposal of intangible asset are determined by comparing the proceeds from disposal with the carrying amount of intangible asset and are recognised net and disclosed within other income or expenses in the statement of profit and loss.

Amortisation

Amortisation is calculated over the cost of the asset, or other amount substituted for cost. Amortisation is recognised in statement of profit and loss on a straight-line basis over the estimated useful lives of intangible assets from the date that they are available for use, since this most closely reflects the expected pattern of consumption of the future economic benefits embodied in the asset.

(g)Inventories

Raw Material, Components and Stores and Spares are valued on weighted average basis and is net of refundable taxes. Finished goods and work in progress are valued at the lower of cost and net realizable value. Cost includes cost of conversion and other costs incurred in bringing the inventories at their present location and condition. Cost of conversion for the purpose of valuation of WIP and finished goods includes fixed and variable production overheads incurred in converting the material into their present condition and location.

Net realizable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and the estimated costs necessary to make the sale.

(h) Cash and cash equivalents

Cash and cash equivalents comprise of cash on hand, cash at banks, short-term deposits and short-term,highly liquid investments that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value

(i)Impairment of Non-Financial Assets - Property, Plant and Equipment and

The Company assesses at each reporting date as to whether there is any indication that any Property, Plant and Equipment and Intangible Assets may be impaired. If any such indication exists, the recoverable amount of an asset is estimated to determine the extent of impairment, if any.

An impairment loss is recognised in the Statement of Profit and Loss to the extent, asset's carrying amount exceeds its recoverable amount. The recoverable amount is higher of an asset's fair value less cost of disposal and value in use. Value in use is based on the estimated future cash flows, discounted to their present value using pre-tax discount rate that reflects current market assessments of the time value of money and risk specific to the assets.

The impairment loss recognised in prior accounting period is reversed if there has been a change in the estimate of recoverable amount.

(j) Employee Benefit

Short-term employee benefits

All employee benefits payable wholly within twelve months of rendering the services are classified as short-term employee benefits. Benefits such as salaries, wages, expected cost of bonus and short-term compensated absences, ex-gratia, performance pay etc. are recognised in the period in which the employee renders the related service.

Post-employment benefits

i.Defined contribution plans

The company's approved superannuation scheme and central provident fund scheme are a defined contributionplan. The company has no further payment obligations once the contributions have been paid. The contributions are recognised as employee benefit expenses when they are due.

ii.Defined benefit plans

The Company operates a defined benefit gratuity plan, which requires contributions to be made to a fund set up by Life Insurance Corporation of India The present value of the obligation under such defined benefit plans is determined based on actuarial valuation using the projected unit credit method, which recognises each period of service as giving rise to additional unit of employee benefit entitlement and measures each unit separately to build up the final obligation. The obligation is measured at the present value of the estimated future cash flows. The discount rates used for determining the present value of the obligation under defined benefit plans, is based on the market yields on government securities as at the reporting date, having maturity periods approximating to the terms of related obligations. Remeasurements, comprising of actuarial gains and losses, the effect of the asset ceiling, excluding amounts included in net interest on the net defined benefit liability and the return on plan assets, are recognised immediately in the balance sheet with a corresponding debit or credit to retained earnings through Other Comprehensive Income (OCI) in the period in which they occur. Remeasurements are not reclassified to the statement of profit and loss in subsequent periods.In case of funded plans, the fair value of the plan's assets is reduced from the gross obligation under the defined benefit plans, to recognise the obligation on net basis. Changes in the present value of the defined benefit obligation resulting from plan amendments or curtailments are recognised immediately in profit or loss as past service cost.Net interest is calculated by applying the discount rate to the net defined benefit liability or the fair value of the plan asset. The cost is included in employee benefit expense in the statement of profit and loss

Other long-term employee benefits

The liabilities for earned leave which are not expected to be settled within twelve months after the end of the reporting period in which the employee render the related service. They are therefore measured as the present value of expected future payments to be made in respect of services provided by employee up to the end of the reporting period using the projected unit credit method. The benefits are discounted using the market yields at the end of the reporting period that have terms approximating the terms of the related obligation. Remeasurements as a result of experience adjustments and change in actuarial assumptions are recognised in the statement of profit and loss. The obligations are presented as current liabilities in the balance sheet if the entity does not have an unconditional right to defer settlement for at least twelve months after the reporting period, regardless of when the actual settlement is expected to occur.

(k) Revenue Recognition

The Company has applied Ind AS 115 on 'Revenue from Contracts with Customers' which establishes a comprehensive framework for determining whether, how much and when revenue is to be recognized

Revenue is recognised to depict the transfer of control of promised services to customers upon the satisfaction of performance obligation under the contract in amount of that reflects the consideration to which the entity expects to be entitled to in exchange for those services. The company is generally the principal as it typically controls the services before transferring them to the customer

Company satisfies the performance obligation at a point in time where Company recognizes revenue when customer obtains control of promised services in the contrac

The Company engages in fixed-price contracts where revenue is recognized based on the orders executed/completed.

Revenue is recognised net of any taxes collected from customers, which are remitted to governmental authorities.

Trade Receivables

A receivable represents the Company's right to an amount of consideration that is unconditional.

Contract Assets

Contract asset is the right to consideration in exchange for services rendered to the customer. The Company recognizes contract assets for deliveries made and completed to the customers whose billing is pending as on the reporting date.

Contract Liabilities

A contract liability is the obligation to transfer goods or services to a customer for which the Company has received consideration (or an amount of consideration is due) from the customer. If a customer pays consideration before the Company transfers goods or services to the customer, a contract liability is recognised when the payment is made or the payment is due (whichever is earlier). Contract liabilities are recognised as revenue when the Company performs under the contract

Interest Income

Interest Income from a Financial Assets is recognised on a time proportion basis distributed across the period of contract.

Dividend Income

Dividend Income is recognised when the Company's right to receive the amount has been established.

Profit on sale of investments

Profit on sale of investments is recorded on transfer of title from the Company and is determined as the difference between the sale price and carrying value of the investments.

(l)Financial instruments

(A) Financial Assets

(a) Initial Recognition and Measurement

All Financial Assets are initially recognised at fair value. Transaction costs that are directly attributable to the acquisition or issue of Financial Assets, which are not at Fair Value through Profit or Loss, are adjusted to the fair value on initial recognition. Purchase and sale of Financial Assets are recognised using trade date accounting

(b) Subsequent Measurement

(i) Financial Assets measured at Amortised Cost (AC)

A Financial Asset is measured at Amortised Cost if it is held within a business model whose objective is to hold the asset in order to collect contractual cash flows and the contractual terms of the Financial Asset give rise to cash flows on specified dates that represent solely payments of principal and interest on the principal amount outstanding.

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

A Financial Asset is measured at FVTOCI if it is held within a business model whose objective is achieved by both collecting contractual cash flows and selling Financial Assets and the contractual terms of the Financial Asset give rise on specified dates to cash flows that represents solely payments of principal and interest on the principal amount outstanding.

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

A Financial Asset which is not classified in any of the above categories are measured at FVTPL. Financial assets are reclassified subsequent to their recognition, if the Company changes its business model for managing those financial assets. Changes in business model are made and applied prospectively from the reclassification date which is the first day of immediately next reporting period following the changes in business model in accordance with principles laid down under Ind AS 109 – Financial Instruments.

(c) Other Equity Investments

All other equity investments are measured at fair value, with value changes recognised in Statement of Profit and Loss, except for those equity investments for which the Company has elected to present the value changes in 'Other Comprehensive Income'. However, dividend on such equity investments are recognised in Statement of Profit and loss when the Company's right to receive payment is established.

(d)Impairment of Financial Assets

In accordance with Ind AS 109, the Company uses 'Expected Credit Loss' (ECL) model, for evaluating impairment of Financial Assets other than those measured at Fair Value Through Profit and Loss (FVTPL).

(B)Financial Liabilities

(a) Initial Recognition and Measurement

All Financial Liabilities are recognised at fair value and in case of borrowings, net of directly attributable cost. Fees of recurring nature are directly recognised in the Statement of Profit and Loss as finance cost.

(b) Subsequent Measurement

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

(C) Derecognition of Financial Instruments

The Company derecognises 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 derecognised from the Company's Balance Sheet when the obligation specified in the contract is discharged or cancelled or expires.

(D) Offsetting

Financial Assets and Financial Liabilities are offset and the net amount is presented in the balance sheet when, and only when, the Company has a legally enforceable right to set off the amount and it intends, either to settle them on a net basis or to realise the asset and settle the liability simultaneously.

(m) Taxes on Income

(a) Current Tax

Current income tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities based on the taxable profits computed for the current accounting period. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date.

(b) Deferred Tax

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

Deferred tax assets are recognised for all deductible temporary differences, the carry forward of unused tax credits andany unused tax losses. Deferred tax assets are recognised to the extent that it is probable that taxable profit will beavailable against which the deductible temporary differences, and the carry forward of unused tax credits and unusedtax losses can be utilised, except when the deferred tax asset relating to the deductible temporary difference arisesfrom the initial recognition of an asset or liability in a transaction that is not a business combination and, at the time ofthe transaction, affects neither the accounting profit nor taxable profit or loss.The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is nolonger probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised.Unrecognised deferred tax assets are re-assessed at each reporting date and are recognised to the extent that it hasbecome probable that futuretaxable profits will allow the deferred tax asset to be recovered.Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the assetis realised or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enactedat the reporting date.Deferred tax assets and deferred tax liabilities are offset if a legally enforceable right exists to set off current tax assetsagainst current tax liabilities and the deferred taxes relate to the same taxable entity and the same taxation authority

(n) Earnings per share

Basic earnings per share is computed by dividing the net profit after tax by the weighted average number of equity shares outstanding during the period. Diluted earnings per share is computed by dividing the profit after tax by the weighted average number of equity shares considered for deriving basic earnings per share and also the weighted average number of equity shares that could have been issued upon conversion of all dilutive potential equity shares.

(o) Provisions, Contingent Liabilities and Contingent Assets

Provisions are recognized for liabilities that can be measured only by using a substantial degree of estimation, if

- The Company has a present obligation as a result of a past event
- A Probable outflow of resources is expected to settle the obligation and
- The amount of the obligation can be reasonably estimated.

Reimbursement expected in respect of expenditure required to settle a provision is recognized only when it is virtually certain that the reimbursement will be received.

Contingent Liability is disclosed in the case of,

- A present obligation arising from a past event, when it is not probable that an outflow of resources will be required to settle the obligation

- A possible obligation, unless the probability of outflow of resources is remote.

Contingent Assets are neither recognized, nor disclosed. Provisions, Contingent Liabilities and Contingent Assets are reviewed at each Balance sheet date.

(p) Fair value measurement

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- In the principal market for the asset or liability, or
- In the absence of a principal market, in the most advantageous market for the asset or liability

The company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximizing the use of relevant observable inputs and minimizing the use of unobservable inputs.

Level 1 — Quoted (unadjusted) market prices in active markets for identical assets or liabilitiesvv

Level 2 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable

Level 3 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable

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

For the purpose of fair value disclosures, the company has determined classes of assets and liabilities based on the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy.

(q) Borrowings costs

Borrowings costs directly attributable to the acquisition, construction or production of qualifying assets, which are assets that necessarily take a substantial period of time to get ready for their intended use or sale, are added to the cost of those assets, until such time as the assets are substantially ready for the intended use or sale.

1.1) Significant accounting judgments, estimates and assumptions

The preparation of the financial statements in conformity with Ind AS, requires the management to make judgments, estimates and assumptions that affect the amounts of revenue, expenses, current assets, non-current assets, current liabilities, noncurrent liabilities, disclosure of the contingent liabilities and notes to accounts at the end of each reporting period. Actuals may differ from these estimates.

Judgements

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

Notes forming part of the financial statements for the year ended 31 March 2025 Amt in thousands

Note 2: Property, plant and equipment

	Part - A	Part - B					
Particular	**Intangible Assets**	**Testing Equiments**	**Office Equipments**	**Furniture and Fixture**	**Computer and Softwares**	**Total (A)**	**Total (B)**
Gross Block							
Opening Balance as on 1st April 2023	-	-	256	5,249	1,864	-	7,370
Additions		**1,404**	529		636	-	2,570
Disposal	-	-	-	-	-	-	-
As at 31st March 2024	**-**	**1,404**	**785**	**5,249**	**2,501**	**-**	**9,939**
Additions	54,001.91	-	141	18	201	54,002	359
Disposal		-	-	-	-	-	-
As at 31st March 2024	**54,001.91**	**1,404**	**926**	**5,267**	**2,701**	**54,002**	**10,298**
							-
Depreciation							**-**
Opening Balance as on 1st April 2023		-	33	517	430	-	980
Depreciation charge	-	**24**	83	499	647	-	1,252
Reversal on disposal of assets		-	-	-	-	-	-
As at 31st March 2024	**-**	**24**	**116**	**1,015**	**1,077**	**-**	**2,232**
Depreciation charge	2,700.10	167	175	499	796	2,700	**1,637**
Reversal on disposal of assets						-	-
As at 31st March 2024	**2,700.10**	**191**	**290**	**1,515**	**1,874**	**2,700**	**3,869**
Net Block							
As at 31st March 2024	**-**	**1,381**	**669**	**4,234**	**1,423**	**-**	**7,707**
As at 31st March 2025	**51,301.81**	**1,214**	**635**	**3,752**	**828**	**51,302**	**6,429**

Notes forming part of the financial statements for the year ended 31 March 2025 Amt in thousands

Note 3 : Intangible Asset under development

As at 31st March 2024

Intangible Asset Under Development	Amount in CWIP for a period of				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Projects in progress		39,594	-	-	**39,594**
Projects temporarily suspended	-	-	-	-	-

As at 31st March 2025

Intangible Asset Under Development	Amount in CWIP for a period of				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Projects in progress		-	-	-	-
Projects temporarily suspended	-	-	-	-	-

	As at 31st March, 2025 Rs.	As at 31st March, 2024 Rs.
Note 4 : Inventories		
(a) Raw material	5,226	1,693
(b) Work in progress	54	-
(c) Finished goods	2,370	-
Total	**7,650**	**1,693**
Note 5 : Cash and Cash Equivalents		
Cash in hand	-	-
Balances with banks		
- In current accounts	4,631	300
- Deposit having original maturity of less than 3 months	-	-
Total	**4,631**	**300**
Note 6 : Other current assets		
(a) GST input tax credit	5,807	3,904
(b) Prepaid expenses	178	-
(c) Deposits	-	195
(d) Advances to suppliers	-	133
(e) TDS Receivable	67	111
Total	**6,051**	**4,343**

Note 7: Equity share capital

	As at 31st March, 2025		As at 31st March, 2024	
	Number of shares	Rs	Number of shares	Rs
(a) Authorised				
Equity shares of Rs 10 each with voting rights	10,000	100	10,000	100
(b) Issued and subscribed				
Equity shares of Rs 10 each with voting rights	10,000	100	10,000	100
(c) Subscribed and fully paid up				
Equity shares of Rs 10 each with voting rights	10,000	100	10,000	100
Total	**10,000**	**100**	**10,000**	**100**

Note 7: Share capital (contd.)

(i) Reconciliation of the number of shares and amount outstanding at the beginning and at the end of the reporting period:

Particulars	As at 31st March, 2025		As at 31st March, 2024	
	Number of shares	Rs	Number of shares	Rs
Shares at the beginning of the year	10,000	100	10,000	**100**
Issued during the year	-	-	-	-
Outstanding at the end of the year	10,000	100	10,000	100

(ii) Details of shares held by each shareholder holding more than 5% shares:

Class of shares / Name of shareholder	As at 31st March, 2025		As at 31st March, 2024	
	Number of shares	Rs	Number of shares	Rs
Equity shares with voting rights				
Kabra Extrusion Technik Limited	9,997	100	9,997	100

(iii) Details of shares held by promoters at the end of the year

Class of shares / Name of shareholder	As at 31st March, 2025		As at 31st March, 2024	
	Number of shares	Rs	Number of shares	Rs
Equity shares with voting rights				
Kabra Extrusion Technik Limited	9,997	100	9,997	100

(iv) Terms, rights and restrictions attached to equity shares

The Company has only one class of equity shares having a face value of Rupees 10/- per share. Each holder of equity shares is entitled to one vote per share held. In the event of the liquidation of the company the equity shareholders are eligible to receive the remaining assets of the company if any, after all distribution of all preferential amounts, in the proportion of their shareholding in the company.

Note 8: Instruments entirely equity in nature

(a) Compulsorily convertible debentures

During the year, the company has issued 45,70,000 Unsecured Zero rated Compulsorily convertible debentures (CCD) of Rs. 10/- each to Kabra Extrusiontechnik Limited (Parent Company) at a face value. Each CCD shall be converted into one equity share of face value Rs. 10/- each after 9 years 11 months

Particulars	As at 31st March, 2025		As at 31st March, 2024	
	Number of debentures	Rs	Number of debentures	Rs
CCD at the beginning of the year	4,773	47,725	2,000	20,000
Issued during the year	4,570	45,700	2,773	27,725
Outstanding at the end of the year	**9,343**	**93,425**	**4,773**	**47,725**

Note 9: Other equity

Particulars	As at 31st March, 2025	As at 31st March, 2024
	Rs.	Rs.
(a) General reserve		
Opening balance	(4,443)	(3,452)
Add: Profit / (Loss) for the year	(22,124)	(992)
Closing balance	**(26,568)**	**(4,443)**

Note 10 : Deferred tax (liability) / asset	As at 31st March, 2025	As at 31st March, 2024
	Rs.	Rs.
Tax effect of items constituting deferred tax Assets		
Opening Balance	160	45
On difference between depreciation as per book balance and tax balance of depreciation		116
On expenditure deferred in the books but allowable for tax purposes		
Carried forward business losses	7,402	
Others		
Tax effect of items constituting deferred tax assets (a)	**7,563**	**160**
Tax effect of items constituting deferred tax Liabilities		
Opening Balance	160	104
On difference between depreciation as per book balance and tax balance of depreciation	2,838	-
Unabsorbed depreciation carried forward	-	-
Carried forward business losses		-
Others	-	-
Tax effect of items constituting deferred tax liability (b)	**2,998**	
Total	**4,565**	**160**

Notes forming part of the financial statements for the year ended 31 March 2025 Amt in thousands

Note 11 : Non - current Liability

(a) Provision for Gratuitiy		835	
	Total	**835**	-

Note 12 : Borrowings

(a) Unsecured loan		-	-
	Total	-	-

Note 13 : Trade payable

(a) Total Outstanding dues to Micro and Small Enterprises **(Refer Note 21)**		-	-
(b) Total Outstanding dues other than to Micro and Small Enterprises		6,567	2,676
	Total	**6,567**	**2,676**

Trade payable ageing Schedule as at 31 March 2025*

Particulars	Outstanding for following periods from due date of payment				
	<1 year	1-2 years	2-3 years	More than 3 years	Total
(i) MSME	-	-	-	-	-
(ii) Others	6,567	-	-	-	6,567
(iii) Disputed dues – MSME	-	-	-	-	-
(iv) Disputed dues - Others	-	-	-	-	-
Total	6,567	-	-	-	6,567

Trade payable ageing Schedule as at 31 March 2024*

Particulars	Outstanding for following periods from due date of payment				
	<1 year	1-2 years	2-3 years	More than 3 years	Total
(i) MSME	-	-	-	-	-
(ii) Others	2,676	-	-	-	2,676
(iii) Disputed dues – MSME	-	-	-	-	-
(iv) Disputed dues - Others	-	-	-	-	-
Total	**2,676**	-	-	-	**2,676**

***Dues to micro and small enterprises have been determined to the extent such parties have been identified on the basis of information collected by the management.**

		As at 31st March, 2025	As at 31st March, 2024
Note 14 : Other current liabilities		**Rs.**	**Rs.**
(a) Advance received from customers		4,129	5,589
(b) Others - - Statutory dues (Professional Tax, TDS)		134	194
	Total	**4,263**	**5,783**
Note 15 : Provisions			
(a) Provision for audit fees		216	63
(b) Salary provisions		1,787	1,783
(c) Rent expenses payable		-	72
(d) Other provision		77	40
	Total	**2,081**	**1,957**

		For the Period ended 31st March, 2025	For the Period ended 31st March, 2024
Note 16 : Revenue from operations		**Rs.**	**Rs.**
(a) Sales of goods		37,299	1,13,822
(b) Discount		-	-
	Total	**37,299**	**1,13,822**

Notes forming part of the financial statements for the year ended 31 March 2025 Amt in thousands

Note 17 : Cost of material consumed

Opening Stock of raw materials & WIP		1,693	2,400
Add: Purchases		43,337	1,07,348
Add: Direct Expenses		232	276
Less: Closing Stock of raw material & WIP		5,280	1,693
	Total	**39,983**	**1,08,331**

Note 18 : Changes in inventories of

(a) Inventory at the beginning of the year		-	
(b) Less: Inventory at the end of the year		2,370	
	Total	**(2,370)**	**-**

Note 19 : Employee benefit expenses

Salary and wages		15,290	19,521
Less: transferred to capital W-I-P		-	(19,490)
	Total	**15,290**	**31**

Note 20 : Depreciation and amortization expense

Depreciation expenses		4,337	1,252
Less: transferred to capital W-I-P		(82)	(671)
	Total	**4,255**	**581**

Note 21 : Other expenses

(a) Payment to auditor (See note 20(a)(i))		265	140
(b) Professional fees		1,627	626
(c) Repair and maintainance		38	42
(d) Employee hiring charges		-	10
(e) Business and admin fees		907	1,815
(f) Administration expenses		-	646
(g) Bank charges		3	2
(h) License fees		348	206
(i) Lodging and boarding expenses		211	51
(j) Office expenses		188	168
(k) Printing and stationary expenses		61	3
(l) Travelling expenses		833	882
(m) Rates, duties and taxes		45	0
(n) Subcription expenses		238	130
(o) Housekeeping expenses		238	137
(p) Rent Expenses		983	858
(q) Other charges		348	-
(r) Software Charges		13	271
(s) Security Charges		328	-
	Total	**6,675**	**5,987**

Note 21(a)(i) Details

Payment to auditors			
For Statutory Audit		133	70
For other tax matters		133	70
	Total	**265**	**140**

Note 22 : Disclosure required under Section 22 of the Micro, Small and Medium Enterprise Development Act, 2006

Particulars	**As at 31st March, 2025**	**As at 31st March, 2024**
(i) Principal amount remaining unpaid to any supplier at the end of the accounting year	-	-
(ii) Interest due thereon remaining unpaid to any supplier at the end of the accounting year	-	-
(iii) The amount of interest paid along with the amounts of the payment made to the supplier beyond the	-	-
iv) The amount of interest due and payable for the year	-	-
(v) The amount of interest accrued and remaining unpaid at the end of the accounting year	-	-
(vi) The amount of further interest due and payable even in the succeeding year, until such date when the interest dues as above are actually paid	-	-

Dues to micro and small enterprises have been determined to the extent such parties have been identified on the basis of information collected by the management. This has been relied upon by the auditor

Notes forming part of the financial statements for the year ended 31 March 2025 Amt in thousands

Note 23 : Related party disclosures

23(i) Details of related parties:

Description of relationship	Names of related party
Director / KMP	Shreevallabh Gopilal Kabra
Director / KMP	Anand Shreevallabh Kabra
Director / KMP	Ekta Anand Kabra
Holding Company	Kabra Extrusion Technik Ltd

23(ii) Transactions with related parties

Particulars	As at 31st March 2025		As at 31st March 2024	
	Transaction During the year	Balance outstanding as at 31st March 2025	Transaction During the year	Balance outstanding as at 31st March 2024
Allotment of unsecured zero-rated Compulsory Convertible Debentures				
Kabra Extrusion Technik Ltd	45,700	93,425	27,725	47,725
Sales of goods and services				
Kabra Extrusion Technik Ltd	37,299	-	1,13,822	-
Trade Advances received				
Kabra Extrusion Technik Ltd	4,129		2,319	5,589

Note 24 : Additional information to the financial statements

(a) Contingent liabilities and commitments (to the extent not provided for)
Company not have such assets which are held for sale in the ordinary course of business.

(b) Expenditure in foreign currency :
There is no foreign currency expenditure made by company.

(c) Income in foreign currency :
There is no foreign currency income made by company.

(d) Previous year's figures
Previous year's figures have been regrouped / reclassified wherever necessary to correspond with the current year's classification / disclosure.

(e) Significant Ratio Analysis

Particulars	FY 2024-25	FY 2023-24	% of change	Reference
Current Ratio (Current Assets/Current Liabilities) in time	1.43	0.61	134.38%	Point -1
Debt-Equity Ratio (Total debt/ total shareholder's equity) in time	0.00	0.00	0.00%	NA
Trade receivable turnover Ratio (Credit Sales/Avg Trade Receivables) in time	0.00	0.00	0.00%	NA
Trade payables turnover ratio (Credit Purchases/Avg Trade Payables) In time	6.60	40.12	-83.55%	Point -2
Net capital turnover ratio (Net Turnover/Working Capital) In time	6.79	-27.90	-124.32%	Point -3
Net profit ratio (Net Profit/Sales) in %	-59.32%	-0.87%	6707.52%	Point -4
Return on capital employed (EBIT/Capital Employed) in %	-39.62%	-2.55%	1451.79%	Point -5
Return on Equity Ratio (Net profit after Taxes/(Share capital+Reserve & Surplus) in %	-33.04%	-2.29%	1345.33%	Point -5

Point - 1 Variance is due to increases in inventories.
Point - 2 Variance isdue to decrease in purchases and increase in trade payables
Point - 3 Variance is due to decrease in sales.
Point - 4 Variance is due to decrease in sales and increase in losses
Point - 5 Variance is due to increases in losses

(f)Compliance with approved Scheme(s) of Arrangements:

There is no any Scheme of Arrangements has been approved by the Competent Authority in terms of sections 230 to 237 of the

(g) Details of Benami Property held

There is no any proceedings have been initiated or pending against the company for holding any benami property under the Benami Transactions

(h)Title deeds of Immovable Property not held in name of the Company

There is no such Asset held by Company.

(i) Capital-Work-in Progress (CWIP)

Capital work in progress includes cost of property, plant and equipment under installation/under development as at the balance sheet date. -

The cost includes :

(a) expenditure on materials and services used or consumed for development of asset;

(b) the salaries, wages and other employment related costs of personnel directly engaged in development of asset;

(c) any expenditure that is directly attributable to generating and development of the asset, such as fees to register; Office rent expenses

(d) depreciation on computer and laptops has been fully capitalised to capital W-I-P as computer and laptops are wholly used for development of

(j) Intangible assets under development:

Adequate disclosure has been given for ageing of IAUD. The Company does not have any Intangible assets under development, whose completion is overdue or has exceeded its cost compared to its original plan.

(k) Wilful Defaulter:

Company has not declared wilful defaulter by any bank or financial Institution or other lender during the year.

(l) Relationship with Struck off Companies:

The company does not have any transactions with companies that have been struck off under section 248 of the Companies Act, 2013 or section 560 of the Companies Act, 1956.

(m) Registration of charges or satisfaction with Registrar of Companies:

The company has no any transactions made by company

(n) Compliance with number of layers of companies

Compliance with approved Scheme(s) of Arrangements - Not Applicable as the Company no Scheme of Arragements that has been approved by the Competent Authority in terms of sections 230 to 237 of the Companies Act, 2013.

(o) Details of Crypto Currency or Virtual Currency

Not Applicable as the Company has not traded or invested in Crypto currency or Virtual Currency during the financial year

(p) Advanced or loaned or invested funds

The Company has not advanced or loaned or invested funds to any other person(s) or entity (ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall:

(a)Directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company (Ultimate Beneficiaries) or

(b)Provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries

(q) Received any fund

The Company has not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party)with the understanding (whether recorded in writing or otherwise) that the Company shall:

(a)Directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or

(b)Provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(r) Transaction recorded in the books of accounts

The Company does not have any transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961.

Notes forming part of the financial statements for the year ended 31 March 2025 Amt in thousands

(s) Earning per share

Particulars		As at 31st March, 2025 Rs	As at 31st March, 2024 Rs
Basic EPS/Diluted EPS			
Net profit for the year before exceptional items		(26,528)	(1,108)
Less:- Tax Expense		-	-
Current Tax		-	-
Deffered tax		(4,404)	(116)
Net earning available to shareholders	(a)	**(22,124)**	**(992)**
Weighted average equity shares outstanding during the year (in Numbers) - Basic EPS	(b)	10,000	10,000
Weighted average equity shares outstanding during the year (in Numbers) - Diluted EPS	(c)	6,971	3,324
Earning Per share (Basic)	(a/b)	**(2,212.42)**	**(99.18)**
Earning Per share (Diluted)	(a/c)	**(3.17)**	**(0.30)**

In terms of our report attached.
For, M R K S AND COMPANY
Chartered Accountants
ICAI Firm Reg No. 141986W

For and on behalf of the Board of directors
VAROS TECHNOLOGY PRIVATE LIMITED

CA Chetan Mahore
Partner
M No: 169891
Date: 12/05/2025
Place: Pune
UDIN: 25169891BMIABY3509

Shreevallabh Kabra
Director
DIN: 00015415
Date: 12/05/2025
Place: Mumbai

Anand Kabra
Director
DIN: 00016010
Date: 12/05/2025
Place: Mumbai

INDEPENDENT AUDITOR'S REPORT

To,
The Members,
VAROS TECHNOLOGY PRIVATE LIMITED
Plot No. C-22/8, Chakan Industrial Area Phase II,
Bhamboli Khed MH 410501 IN

Report on the Audit of the Financial Statements

Opinion

We have audited the financial statements of **VAROS TECHNOLOGY PRIVATE LIMITED** ("the Company"), which comprise the Balance Sheet **as at 31st March 2025**, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash Flows for the year ended on that date and a summary of significant 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 financial statements give the information required by the Companies Act, 2013(the "Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company **as at March 31, 2025** and its profit, total comprehensive income, changes in equity and its cash flows 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 Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the 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 obtained by us is sufficient and appropriate to provide a basis for our audit opinion on the financial statements.

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

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

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

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements, or our knowledge obtained 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.

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

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these Financial Statements that give a true and fair view of the financial position, financial performance, including other comprehensive income, changes in equity and cash flows of the Company in accordance with the Ind AS and other accounting principles generally accepted in India. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the Board of Directors 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 the Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

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

Auditor's Responsibilities for the Audit of the Financial Statements

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

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

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

- Obtain an understanding of internal 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 Companies Act, 2013, we are also responsible for expressing our opinion on whether the company 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 management.

- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

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

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

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

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

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the 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.

Report on Other Legal and Regulatory Requirements

1. 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.

    b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books

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

    d) In our opinion, the aforesaid financial statements comply with the Ind AS specified under Section 133 of the Act.

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

f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in **"Annexure A**". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls with reference to Financial Statements.

g) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended, in our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of section 197 of the Act.

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

i. The does not have any pending litigations which would impact its financial position.

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

iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.

iv.
(a) The Management has represented that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person or entity, including foreign entity ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;
(b) The Management has represented, that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been received by the Company from any person or entity, including foreign entity ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries
(c) Based on the audit procedures that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material misstatement.

v. The company has not declared or paid any dividend during the year and has not proposed final dividend for the year

vi. Based on our examination, which included test checks, the Company has used accounting software's for maintaining its books of account for the financial year ended March 31, 2025, which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software's. Further, during the course of our audit we did not come across any instance of the audit trail feature being tampered with.

2. As required by the Companies (Auditor's Report) Order 2020 (the "Order") issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act we give in the **"Annexure B"** a statement on the matters specified in paragraphs 3 and 4 of the Order.

For M R K S AND COMPANY
Chartered Accountants
FRN: 141986W

CA Chetan Mahore
Partner
Membership Number: 169891
UDIN: 25169891BMIABY3509
Place: Pune
Date: 12/05/2025

Annexure "A" to the Independent Auditor's Report

(Referred to in paragraph 1(f) under 'Report on Other Legal and Regulatory Requirements' section of our report to the Members of Infosys Limited of even date)

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")

We have audited the internal financial controls over financial reporting of **VAROS TECHNOLOGY PRIVATE LIMITED** ("the Company") as at March 31, 2025, in conjunction with our audit of the 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, 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 internal financial controls over financial reporting of the Company 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 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 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 in the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial control 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 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 (i) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (ii) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (iii) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

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 of 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 according to the information and explanations given to us, the Company has, in all material respects, an adequate internal financial control system over financial reporting and such internal financial controls over financial reporting were operating effectively **as at March 31, 2025**, 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 M R K S AND COMPANY
Chartered Accountants
FRN: 141986W

CA Chetan Mahore
Partner
Membership Number: 169891
UDIN: 25169891BMIABY3509

Place: Pune
Date: 12/05/2025

Annexure B to the Auditors' Report

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

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

i) (a) In respect of 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.

(b) The Company has a programme of physical verification of its Property, Plant and Equipment by which Property, Plant and Equipment are verified in a phased manner over a period of three years. In accordance with this programme, certain Property, Plant and Equipment were verified during the year and no material discrepancies were noticed on such verification. In our opinion, this periodicity of physical verification is reasonable having regard to the size of the Company and the nature of its assets.

(c) The Company does not have any immovable properties. Accordingly, clause 3(i)(c) of the Order is not applicable

(d) The Company has not revalued any of its Property, Plant and Equipment (including right of-use assets) and intangible assets during the year

(e) No proceedings have been initiated during the year or are pending against the Company as at March 31, 2025, for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (as amended in 2016) and rules made thereunder.

ii) In respect of its inventories:

(a) According to the information and explanation given to us and records examined by us, the management of the Company has conducted physical verification of its inventories at regular intervals and in our opinion the coverage and procedure of such verification by the management is appropriate. As explained to us and on the basis of records examined by us, the value of discrepancies noticed on physical verification by the management did not exceed 10% or more in aggregate of each class of inventory.

(b) The Company has **not been sanctioned** working capital limits in excess of ₹ 5 crore, in aggregate, at any points of time during the year, from banks or financial institutions based on security of current assets and hence reporting under clause 3(ii)(b) of the Order is not applicable.

iii) The Company has not granted any loans, secured or unsecured to any companies, firms or other parties covered in register maintained under Section 189 of the Companies Act, 2013. In view of the above, the clauses 3 (iii)(a) and 3 (iii)(b) of the Order are not applicable.

iv) In our opinion and according to information and explanation given to us, the company has not granted any loans or provided any guarantees or given any security or made any investments to which the provision of section 185 and 186 of the Companies Act, 2013. Accordingly, paragraph 3 (iv) of the order is not applicable.

v) The Company has not accepted any deposit or amounts which are deemed to be deposits. Hence, reporting under clause 3(v) of the Order is not applicable.

vi) The maintenance of cost records has not been specified by the Central Government under subsection (1) of section 148 of the Companies Act, 2013 for the business activities carried out by the Company. Hence, reporting under clause (vi) of the Order is not applicable to the Company.

vii) In respect of statutory dues:

(a) According to the information and explanations given to us and on the basis of our examination of the records of the Company, amounts deducted/ accrued in the books of account in respect of undisputed statutory dues including provident fund, employees' state insurance, income-tax, goods and service tax, duty of customs, and other material statutory dues have been generally regularly deposited during the year by the company with the appropriate authorities.

(b) According to the information and explanations given to us, no undisputed amounts payable in respect of provident fund, employees' state insurance, income-tax, sales- tax, service tax, goods and service tax, duty of customs, duty of excise, value added tax, cess and other material statutory dues were in arrears as at March 31, 2025 for a period of more than six months from the date they became payable.

(c) According to the information and explanations given to us and the records of the company examined by us, there are no dues of income-tax, sales- tax, service tax, goods and service tax, duty of customs, duty of excise and value added tax which have not been deposited on account of any dispute.

viii) There were no transactions relating to previously unrecorded income that have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (43 of 1961).

ix) In our opinion and according to the information and explanations given to us, we are of the opinion that, the Company has not defaulted in repayment of dues to a financial institution, bank, Government or debenture holder, as applicable to the company.

(a) (a) The Company has taken Rs. 4,57,00,000/- as a inter corporate loans during the year. Thereafter, it was converted into 2 separate categories of unsecured debentures with lenders approval:

- **32,27,500 Unsecured Zero-Rated Compulsorily Convertible Debentures (CCDs)**, each with a nominal value of ₹10.
- **13,42,500 Unsecured Compulsorily Convertible Debentures (CCDs)**, each with a nominal value of ₹10, bearing an interest rate of 0.001%.

(b) the company has made private placement of 45,70,000/- Unsecured compulsorily convertible debentures of Rs.10 each under review and the requirement of section 42 of the companies act, 2013 have been complied with and according to information and explanations given to us, the amount raised have been used for the purposes for which the funds were raised.

x) a. Based upon audit procedures performed and the information and explanations given to us by management, we report that no fraud by the Company or no material fraud on the Company by its officers or employees has been noticed or reported during the year.

b. As there is no fraud in terms of section 143 (12) of the act, so reporting in the Form ADT-4 during the year by an auditor was not required to file.

xi) The Company is not a Nidhi Company and accordingly, paragraph 3 (xii) of the order is not applicable to the Company.

xii) 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 section 177 and 188 of the Act. Where applicable, the details of such transactions have been disclosed in the financial statements as required by the applicable Indian accounting standards.

xiii) In our opinion and based on our examination, the company does not have an internal audit system and is not required to have an internal audit system as per provisions of the Companies Act 2013.

xiv) According to the information and explanations given to us and based on our examination of the records of the company, the said company is not in to the business of finance nor a core investment company (CIC) hence is not required to be registered under section 45-IA of the Reserve Bank of India Act 1934 and accordingly the provisions of clause 3 (xvi) of the Order are not applicable to the Company.

xv) The Company has incurred cash losses of Rs Rs.2,14,38,666/- during the financial year covered by our audit and the Rs. 5,26,503/- immediately preceding financial year.

xvi) There has been no instance of any resignation of the statutory auditors occurred during the year.

xvii) 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.

xviii) According to information and explanations given to us and on the basis of our examination of the books of account, and records, the Company is not liable to spend amount as specified under section-135 of the act in pursuance of its corporate social responsibility policy.

CHARTERED ACCOUNTANTS

For M R K S AND COMPANY
Chartered Accountants
FRN: 141986W

CA Chetan Mahore
(Partner)
Membership Number: 169891
UDIN: 25169891BMIABY3509
Place: Pune
Date: 12/05/2025

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Pune | Nagpur | Gadchiroli