

INDEPENDENT AUDITOR'S REPORT

To the Members of Axio Digital Private Limited

Report on the Audit of Financial Statements

Opinion

We have audited the accompanying Financial Statements of Axio Digital Private Limited ("the Company"), which comprise the Balance Sheet as at March 31, 2025 and the Statement of Profit and Loss including the Statement of Other Comprehensive Income, the Statement of Changes in Equity and the Statement of Cash Flows for the year then ended, and notes to the Financial Statements, including a summary of material accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Financial Statements give the information required by the Companies Act, 2013, as amended ("the Act") in the manner so required and give a true and fair view in conformity with the 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, its profit including Other Comprehensive Income, Changes in Equity and its Cash Flows for the year then ended.

Basis for Opinion

We conducted our audit of the Financial Statements in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Act. Our responsibilities under those Standards are further described in the "Auditor's Responsibilities for the Audit of the Financial Statements" section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India ("ICAI") together with the ethical requirements that are relevant to our audit of the Financial Statements under the provisions of the Act, and the Rules, 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 we have obtained 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 Board's report and Annual Report, but does not include the Financial Statements and our auditor's report thereon. The Annual Report is expected to be made available to us after the date of this auditor's report.

Our opinion on the 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 such other information is materially inconsistent with the Financial Statements, or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard. We have read the Board Report and have nothing to report in this regard.

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

The Company's Management and 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 Financial Statements that give a true and fair view of the financial position, financial performance including Other Comprehensive Income, Cash Flows and Changes in Equity of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards ("Ind AS") specified under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; the selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring 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 Management and Board of Directors of the companies are responsible for assessing the 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 and the Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

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

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the Financial Statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in 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 and the Board of Directors

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- Conclude on the appropriateness of Management's and the Board of Director's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the ability of the Company to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the Financial Statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the Financial Statements, including the disclosures, and whether the Financial Statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

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.

Other Matter

The comparative financial information of the Company for year ended March 31, 2024 were audited by predecessor auditor who expressed an unmodified opinion on those Financial Statements dated September 25, 2024. Accordingly, we do not express any opinion, as the case may be, on the figures reported in the financial statements for the year ended March 31, 2024. Our opinion is not modified in respect of this matter.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the "Annexure 1" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. As required by Section 143(3) of the Act, we report that:
 - (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit;
 - (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;
 - (c) The Balance Sheet, the Statement of Profit and Loss including the Statement of Other Comprehensive Income, the Statement of Cash Flow and the Statement of Changes in Equity dealt with by this Report are in agreement with the relevant books of account;
 - (d) In our opinion, the aforesaid Financial Statements comply with the Indian Accounting Standards specified under Section 133 of the Act, read with Companies (Indian Accounting Standards) Rules, 2015, as amended;

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Report on Other Legal and Regulatory Requirements (Continued)

- (e) On the basis of the written representations received from the directors as on March 31, 2025 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2025 from being appointed as a director in terms of Section 164 (2) of the Act;
- (f) With respect to the adequacy of internal financial controls over financial reporting of the Company with reference to these Financial Statements and the operating effectiveness of such controls, refer to our separate report in "Annexure 2";
- (g) In our opinion and to the best of our information and according to the explanations given to us the provisions of Section 197 of the Act are not applicable to the Company for the year ended March 31, 2025
- (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 Company has disclosed the impact of pending litigations on its financial position in its Financial Statements – Refer Note 35 to the Financial Statements;
 - ii. The Company did not have any long- term contracts including derivative contracts for which there were any material foreseeable losses;
 - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.
 - iv. (a) The Management has represented that, to the best of it's knowledge and belief, as disclosed in the Note 47(v) of the Financial Statements , during the year no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company, to or in any other persons or entities, including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(b) The Management has represented that, to the best of it's knowledge and belief, as disclosed in the Note 47(vi) of the Financial Statements , during the year no funds have been received by the Company from any persons or entities, including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and

(c) Based on the audit procedures that have been considered reasonable and appropriate in the circumstances performed by us, 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 in (a) and (b) above, contain any material misstatement.
 - v. The Company has not declared or paid any dividend during the year.

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Report on Other Legal and Regulatory Requirements (*Continued*)

- vi. Based on our examination which included test checks, the Company have used an accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software. Further, during the course of our audit, we did not come across any instance of audit trail feature being tampered with and the audit trail has been preserved by the Company as per the statutory requirements for record retention.

For **Nangia & Co. LLP**
Chartered Accountants
FRN No. 002391C/N500069

Jaspreet Singh Bedi
Partner
Membership No.: 601788
UDIN: 25601788BMKSHE7811

Place: Mumbai
Date: August 05 2025

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Annexure 1 referred to in paragraph 1 under the heading 'Report on other legal and regulatory requirements' of our report of even date**Re: Axio Digital Private Limited**

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) (A) The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment (including right of use assets).
- (a) (B) The Company has maintained proper records showing full particulars of intangible assets.
- (b) Property, Plant and Equipment have been physically verified by the management during the year and no material discrepancies were identified on such verification.
- (c) There is no immovable property (other than properties where the Company is the lessee and the lease agreements are duly executed in favour of the lessee), held by the Company and accordingly, the requirement to report on Clause 3(i)(c) of the Order is not applicable to the Company.
- (d) The Company has not revalued its Property, Plant and Equipment (including Right of Use assets) or intangible assets during the year ended March 31, 2025.
- (e) According to information and explanations given to us, there are no proceedings initiated or are pending against the Company for holding any benami property under the Prohibition of Benami Property Transactions Act, 1988 and rules made thereunder.
- (ii) (a) The Company's business does not require maintenance of inventories and, accordingly, the requirement to report on clause 3(ii)(a) of the Order is not applicable to the Company
- (b) The Company has not been sanctioned working capital limits in excess of Rs.5 crore in aggregate from banks or financial institutions during any point of time of the year on the basis of security of current assets. Accordingly, the requirement to report on clause 3(ii)(b) of the Order is not applicable to the Company.
- (iii) (a) During the year the Company has provided advances in the nature of loans and stood guarantees to other parties as follows :-

(Rs. in millions)

Particulars	Advance in the nature of loans*	Guarantees**
Aggregate amount granted/provided during the year		
-Others	4.55	992.56
Balance outstanding as at balance sheet date in respect of above cases		
-Others	3.84	966.06

*Amounts disclosed are in respect of employee advances in nature of loans.

**Amounts disclosed are in respect of First Loss Default Guarantees (FLDG) provided to various Co-Lenders.

Further, during the year the Company has not made investments or provided security to companies, firms, limited liability partnership or other parties.

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(b) During the year, the terms and conditions of the grant of advances in the nature of loans to employees are not prejudicial to the Company's interest. Further, during the year the company has not granted any security or made any investment in companies, firms, limited liability partnership or other parties.

(c) The Company has granted advances in the nature of loans during the year to its employees where the schedule of repayment has been stipulated and the repayment are regular.

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

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

(f) According to information and explanations given to us, the Company has not granted any loans or advances in the nature of loans, either repayable on demand or without specifying any terms or period of repayment to Promoters, related parties as defined in Clause 76 of Section 2 of Companies Act, 2013.

(iv) In our opinion and according to the information and explanations given to us, the Company has not advanced loans to directors / to a Company in which the director is interested to which provisions of Section 185 of the Companies Act 2013 apply and hence not commented upon and the provisions of Section 186 of the Act is not applicable to the Company. Hence reporting under paragraph 3(iv) of the Order is not applicable.

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

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

(vii) (a) According to information and explanations given to us, the Company is generally regular in depositing with appropriate authorities undisputed statutory dues including goods and services tax, provident fund, employees' state insurance, income-tax, cess and other statutory dues applicable. The provisions relating to duty of customs, sales-tax, duty of excise and value added tax are currently not applicable to Company. According to the information and explanations given to us and based on audit procedures performed by us, no undisputed amounts payable in respect of these statutory dues were outstanding, at the year end, for a period of more than six months from the date they became payable.

(b) According to the records of the company, the dues of income-tax, goods and service tax and other statutory dues on account of dispute, are as follow:

Name of the Statute	Nature of the Dues	Amount (in Mn.)	Paid under Protest (in Mn.)	Period to which the amount relates	Forum where the dispute is pending	Remarks
Income Tax Act, 1961	Income Tax	108.46	52.22	AY 2017-18	Commissioner of Income-tax (Appeals)	Paid Under Protest includes both Tax paid and TDS Receivable

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- (viii) According to the information and explanations given to us, the Company has not surrendered or disclosed any transaction, previously unrecorded in the books of account, in the tax assessments under the Income Tax Act, 1961 as income during the year.
- (ix) (a) According to the information and explanations given to us, the Company has not defaulted in repayment of loans or other borrowings or in the payment of interest thereon to any lender.
- (b) The Company has not been declared wilful defaulter by any bank or financial institution or government or any government authority.
- (c) According to the information and explanations given to us, term loans were applied for the purpose for which the loans were obtained.
- (d) According to the information and explanations given to us and on an overall examination of the Financial Statements of the Company, no funds raised on short-term basis have been used for long-term purposes by the Company.
- (e) According to the information and explanations given to us and on an overall examination of the financial statements of the Company, the company does not have any subsidiary, associate or joint venture. Accordingly, the requirement to report on clause 3(ix)(e) of the Order is not applicable to the Company.
- (f) According to the information and explanations given to us and on an overall examination of the financial statements of the Company, the company does not have any subsidiary, associate or joint venture. Accordingly, the requirement to report on clause 3(ix)(f) of the Order is not applicable to the Company.
- (x) (a) According to the information and explanations are given to us, the Company has not raised any money by way of initial public offer or further public offer and hence, the requirement to report on clause 3(x)(a) of the Order is not applicable to the Company.
- (b) According to the information and explanations are given to us and on the basis of our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year and accordingly, Clause 3(x)(b) of the Order is not applicable to the Company.
- (xi) (a) According to the information and explanations given to us, no fraud by the Company or no material fraud on the Company has been noticed or reported during the year.
- (b) During the year, no report under sub-section (12) of section 143 of the Companies Act, 2013 has been filed by secretarial auditor or by us in Form ADT – 4 as prescribed under Rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government.
- (c) As represented to us by the management, there are no whistleblower complaints received by the company during the year.
- (xii) The Company is not a Nidhi Company as per the provisions of the Companies Act, 2013. Therefore, the requirement to report on Clause 3(xii)(a), (b) and (c) of the Order is not applicable to the Company.

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- (xiii) According to the information and explanations given to us, transactions with the related parties are in compliance with sections 177 and 188 of Companies Act, 2013 where applicable and the details have been disclosed in the notes to the Financial Statements, as required by the applicable accounting standards.
- (xiv) (a) The Company has voluntarily implemented an internal audit system that is commensurate with its size and the nature of its business, although it is not mandated to do so under Section 138 of the Companies Act.
- (b) The internal audit reports of the Company issued till the date of the audit report, for the period under audit have been considered by us.
- (xv) According to the information and explanations given to us, the Company has not entered into any non-cash transactions with its directors or persons connected with its directors and hence requirement to report on Clause 3(xv) of the Order is not applicable to the Company.
- (xvi) (a) The provisions of section 45-IA of the Reserve Bank of India Act, 1934 (2 of 1934) are not applicable to the Company. Accordingly, the requirement to report on clause (xvi)(a) of the Order is not applicable to the Company.
- (b) The Company is not engaged in any Non-Banking Financial or Housing Finance activities. Accordingly, the requirement to report on clause 3(xvi)(b) of the Order is not applicable to the Company.
- (c) The Company is not a Core Investment Company as defined in the regulations made by Reserve Bank of India. Accordingly, the requirement to report on Clause 3(xvi)(c) of the Order is not applicable to the Company.
- (d) According to the information and explanations given to us, there is no Core Investment Company as a part of the Group, hence, the requirement to report on Clause 3(xvi)(d) of the Order is not applicable to the Company.
- (xvii) The Company has not incurred cash losses in the current and in the immediately preceding financial year respectively.
- (xviii) There has been no resignation of statutory auditors during the year and accordingly requirement to report on clause 3(xviii) of the Order is not applicable to the Company. The previous auditors have completed their term during the year.
- (xix) On the basis of the financial ratios disclosed in Note 46 to the Financial Statements, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the Financial Statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.

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- (xx) The Company did not have average net profits during the three immediately preceding financial year and therefore was not required to spend any amount towards Corporate Social Responsibility (CSR) during the year and there is no unspent CSR amount for the year requiring a transfer to a Fund specified in Schedule VII to the Act or special account in compliance with the provision of sub-section (6) of the section 135 of the Act. Accordingly, reporting under clause (xx) of the Order is not applicable for the year.

For Nangia & Co. LLP
Chartered Accountants
FRN No. 002391C/N500069

Jaspreet Singh Bedi
Partner
Membership No.: 601788
UDIN: 25601788BMKSHE7811

Place: Mumbai
Date: August 05 2025

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“Annexure 2” To the Independent Auditor's Report of even date on the Financial Statements of Axio Digital Private Limited

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

To The Member of Axio Digital Private Limited

We have audited the internal financial controls over financial reporting with reference to Financial Statements of **Axio Digital Private Limited** (“the Company”) as of March 31, 2025 in conjunction with our audit of the Financial Statements of the Company for the year ended on that date.

Management’s and the Board of Director’s Responsibility for Internal Financial Controls

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

Auditors’ Responsibility

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

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting with reference to Financial Statements and their operating effectiveness. Our audit of internal financial controls over financial reporting with reference to Financial Statements 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 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 with reference to Financial Statements.

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Meaning of Internal Financial Controls Over Financial Reporting

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

Inherent Limitations of Internal Financial Controls 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 with reference to Financial Statements 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 ICAI.

For **Nangia & Co. LLP**
Chartered Accountants
FRN No. 002391C/N500069

Jaspreet Singh Bedi
Partner
Membership No.: 601788
UDIN: 25601788BMKSHE7811

Place: Mumbai
Date: August 05 2025

Registered office: 2nd Floor, B-27 Soami Nagar, New Delhi-110017 Delhi 110017
Corporate Office: Fourth Floor, Iconic Tower, URMI Estate, Ganpat Rao Kadam Marg, Lower Parel, Mumbai - 400013
Ph.: +91 22 4474 3400, email: info@nangia.com, website: www.nangia.com

Axio Digital Private Limited

Financial Statements
for the Year Ended March 31, 2025

Axio Digital Private Limited
Balance Sheet as at March 31, 2025

CIN : U72900PN2014PTC153050

(All amount in INR millions, unless otherwise stated)

Particulars	Notes	As at March 31, 2025	As at March 31, 2024
Assets			
Non-current assets			
Property, plant and equipment	4	14.43	17.74
Right of Use Assets	5	3.66	9.08
Intangible Assets	6	210.02	209.33
Intangibles under development	7	523.07	341.25
Income Tax Assets (net)		180.90	151.86
Financial assets	8	240.37	-
Other non current assets	9	1.91	1.69
Total non-current assets		1,174.36	730.95
Current assets			
Financial assets			
(i) Trade receivables	10	402.41	245.09
(ii) Cash and cash equivalents	11	146.69	18.40
(iii) Bank Balances other than cash and cash equivalents	12	60.17	1.56
(iv) Loans and Advances	13	3.84	0.67
(v) Other financial assets	14	232.08	100.96
Other current assets	15	2.66	27.88
Total current assets		847.85	394.56
Total assets		2,022.21	1,125.51
Equity and liabilities			
Equity			
Equity Share Capital	16	107.26	107.26
Other Equity	17	120.22	(131.74)
Total Equity		227.48	(24.48)
Liabilities			
Non-current liabilities:			
Financial Liabilities			
(i) Borrowing	18	288.58	386.25
(ii) Lease Liability	19	2.00	3.89
(iii) Other financial liabilities	20	127.89	119.98
Provisions	21	50.14	44.48
Total non-current liabilities		468.61	554.60
Current liabilities:			
Financial Liabilities			
(i) Borrowing	22	37.64	99.71
(ii) Lease Liability	23	1.88	5.51
(iii) Trade payables			
(a) total outstanding dues of Micro and Small Enterprises	24	21.50	3.56
(b) total outstanding dues of creditors other than Micro and Small Enterprises	24	634.33	415.74
Other current liabilities	25	427.71	37.27
Provisions	26	203.06	33.60
Total current liabilities		1,326.12	595.39
Total liabilities		1,794.73	1,149.99
Total liabilities and equity		2,022.21	1,125.51
Summary of Material Accounting Policies	1-3		

The accompanying notes are an integral part of the financial statements.

As per our report of even date

For Nangia and Co LLP

Chartered Accountants

ICAI Firm Registration No: 002391C/N500069

For and on behalf of the board of directors of

Axio Digital Private Limited

CIN : U72900PN2014PTC153050

Jaspreet Singh Bedi

Partner

Membership No. 601788

Place: Mumbai

Date: August 05, 2025

Gaurav Dinesh Hinduja

Director

DIN: 01264801

Place: Bengaluru

Date: August 05, 2025

Sashank R Rishyasringa

Director

DIN: 06466985

Place: Mumbai

Date: August 05, 2025

Mauli Agarwal

Company Secretary

Membership No. 31107

Place: Mumbai

Date: August 05, 2025

Axio Digital Private Limited**Statement of Profit and Loss for the period ended March 31, 2025**

CIN : U72900PN2014PTC153050

(All amount in INR millions, unless otherwise stated)

Particulars	Notes	For the year ended March 31, 2025	For the year ended March 31, 2024
INCOME			
Revenue from operations	27	1,090.01	632.07
Other income	28	42.25	174.63
TOTAL INCOME (I)		1,132.26	806.70
EXPENSES			
Employee benefits expense	29	140.67	144.64
Finance Costs	30	76.01	60.88
Depreciation and amortization expenses	31	64.22	31.84
Other expenses	32	603.27	552.29
TOTAL EXPENSES (II)		884.17	789.65
Profit before tax (III = I - II)		248.09	17.05
Tax expense:			
(i) Current tax		-	-
(ii) Deferred tax	33	-	-
Total Tax expense (IV)		-	-
Profit after tax (V = III - IV)		248.09	17.05
Other Comprehensive Income			
Items that will not be reclassified to profit or loss			
Re-measurements gains / (losses) on defined benefit plans	17.5	3.87	0.97
Income tax effect on above		-	-
Other comprehensive income for the year, net of tax (VI)		3.87	0.97
Total Comprehensive Income for the year, net of tax (V+VI)		251.96	18.02
Earnings per share			
Equity share of face value of INR 10 each			
Basic earnings per share (INR)	34	23.13	1.59
Diluted earnings per share (INR)	34	23.13	1.59

The accompanying notes are an integral part of the financial statements.

As per our report of even date

For Nangia and Co LLP

Chartered Accountants

ICAI Firm Registration No: 002391C/N500069

For and on behalf of the board of directors of**Axio Digital Private Limited**

CIN : U72900PN2014PTC153050

Jaspreet Singh Bedi

Partner

Membership No. 601788

Place: Mumbai

Date: August 05, 2025

Gaurav Dinesh Hinduja

Director

DIN: 01264801

Place: Bengaluru

Date: August 05, 2025

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Place: Mumbai

Date: August 05, 2025

Mauli Agarwal

Company Secretary

Membership No. 31107

Place: Mumbai

Date: August 05, 2025

Axio Digital Private Limited
Statement of Cash Flows for the year ended March 31,2025
CIN : U72900PN2014PTC153050
(All amount in INR millions, unless otherwise stated)

Particulars	For the year ended March 31, 2025	For the year ended March 31, 2024
Cash flow Operating activities		
Profit before tax	248.09	17.05
Adjustments to reconcile profit / (loss) before tax to net cash flows:		
Depreciation and amortization expenses	64.22	31.84
(Profit) / Loss on sale / write off of fixed assets	(0.07)	8.37
Impairment Allowance (allowance for bad and doubtful debts)	1.43	0.14
Provision for Clawback / FLDG	194.58	50.60
Interest on Lease liabilities	0.87	1.56
Interest on borrowings	75.14	58.96
Interest on fixed deposits	(7.98)	(2.09)
Operating profit before working capital changes	576.28	166.43
Working capital adjustments:		
Increase in trade payables	236.54	114.11
increase / (decrease) in financial liabilities	8.78	24.31
increase / (decrease) in other liabilities	(2.24)	24.35
increase / (decrease) in provisions	(15.59)	(79.77)
(increase) / decrease in financial assets	(128.64)	(22.40)
(increase) / decrease in other assets	25.22	79.84
(increase) / decrease in trade receivables	(158.75)	31.86
Cash flows used in operating activities	541.59	338.72
Income tax paid	(29.04)	(102.17)
Net cash flows from operating activities (A)	512.55	236.55
Cash flow Investing activities		
Purchase of property, plant & equipment	(3.33)	(9.58)
Addition of Intangible assets including underdevelopment	(234.68)	(232.02)
Proceeds from sale of Purchase of property, plant & equipment	0.07	0.05
Fixed Deposits withdrawn or redeemed / (placed) with banks	(298.98)	25.05
Interest on fixed deposits	2.12	2.09
Net cash flows used in investing activities (B)	(534.80)	(214.41)
Cash flow Financing activities		
Repayment of lease liabilities	(6.39)	(6.78)
Interest on Lease liabilities	(0.87)	(1.56)
Payment of Finance cost	(49.95)	(86.25)
Proceeds from borrowings	929.00	100.00
Repayment of borrowings	(721.25)	(13.75)
Net cash flows from / (used in) financing activities (C)	150.54	(8.34)
Net increase/(decrease) in cash and cash equivalents (A+B+C)	128.29	13.80
Cash and cash equivalents at the beginning of the year	18.40	4.60
Cash and cash equivalents at the end	146.69	18.40
Components of Cash and Cash Equivalents		
Balances with scheduled banks	146.69	18.40
Deposits with original maturity of less than 3 months	-	-
Total Cash and cash equivalents (refer note 11)	146.69	18.40

Note: The above Cash Flow Statement has been prepared under the "Indirect Method" as set out in Indian accounting standard (Ind AS) - 7 - 'Cash Flow Statements' notified under Section 133 of the Companies Act, 2013, read together with Companies (Indian Accounting Standards) Rules, 2015 and Companies (Indian Accounting Standards) (Amendment) Rules, 2016, as amended from time to time.

As per our report of even date

For Nangia and Co LLP
Chartered Accountants
ICAI Firm Registration No: 002391C/N500069

For and on behalf of the board of directors of
Axio Digital Private Limited
CIN : U72900PN2014PTC153050

Jaspreet Singh Bedi
Partner
Membership No. 601788
Place: Mumbai
Date: August 05, 2025

Gaurav Dinesh Hinduja
Director
DIN: 01264801
Place: Bengaluru
Date: August 05, 2025

Sashank R Rishyasinga
Director
DIN: 06466985
Place: Mumbai
Date: August 05, 2025

Mauli Agarwal
Company Secretary
Membership No. 31107
Place: Mumbai
Date: August 05, 2025

Axio Digital Private Limited**Statement of changes in equity for the year ended March 31, 2025**

CIN : U72900PN2014PTC153050

(All amount in INR millions, unless otherwise stated)

A. Equity Share capital (Refer note 16)**1. Current Reporting Period**

Particulars	Balance as at March 31, 2024	Changes during the year	Balance as at March 31, 2025
Equity Share capital	107.26	-	107.26
Total	107.26	-	107.26

2. Previous Reporting Period

Particulars	Balance as at March 31, 2023	Changes during the year	Balance as at March 31, 2024
Equity Share capital	107.26	-	107.26
Total	107.26	-	107.26

B. Other Equity (Refer note 17)

Particulars	Reserves and Surplus				Other Comprehensive Income (Fair valuation of Employee benefit obligation)	Total
	Capital Reserve	Securities Premium	General Reserve	Retained Earnings		
Balance as at April 1, 2023	(587.26)	3,166.22	68.80	(2,794.28)	(8.92)	(155.44)
Profit / (Loss) for the year	-	-	-	17.05	-	17.05
Other Comprehensive Income for the year	-	-	-	-	0.97	0.97
Add : Transferred from Employee Stock Option liability for cancellations during the period			5.68			5.68
Balance as at March 31, 2024	(587.26)	3,166.22	74.48	(2,777.23)	(7.95)	(131.74)
Profit / (Loss) for the year	-	-	-	248.09	-	248.09
Other Comprehensive Income for the year	-	-	-	-	3.87	3.87
Add : Transferred from Employee Stock Option liability for cancellations during the period	-	-	-	-	-	-
Balance as at March 31, 2025	(587.26)	3,166.22	74.48	(2,529.14)	(4.08)	120.22

As per our report of even date

For Nangia and Co LLP

Chartered Accountants

ICAI Firm Registration No: 002391C/N500069

For and on behalf of the board of directors of

Axio Digital Private Limited

CIN : U72900PN2014PTC153050

Jaspreet Singh Bedi

Partner

Membership No. 601788

Place: Mumbai

Date: August 05, 2025

Gaurav Dinesh Hinduja

Director

DIN: 01264801

Place: Bengaluru

Date: August 05, 2025

Sashank R Rishyasringa

Director

DIN: 06466985

Place: Mumbai

Date: August 05, 2025

Mauli Agarwal

Company Secretary

Membership No. 31107

Place: Mumbai

Date: August 05, 2025

Material Accounting Policies

1 Corporate Information

Axio Digital Private Limited (Formerly Thumbworks Technologies Private Limited) ('the Company') was incorporated on November 10, 2014. The Company is engaged in the business of development, customization, implementation, maintenance, testing benchmarking of computer software and solutions for personal finance and transaction management services to customers through web and mobile-based platforms. The Company has received the Ministry of Corporate Affairs ("MCA") confirmation on name change from "Thumbworks Technologies Private Limited" to "Axio Digital Private Limited" with effect from August 11, 2022.

On September 6, 2018, a majority stake in the Company was acquired by CapFloat Financial Services Private Limited ("Holding Company"). Since then, the Company has become a subsidiary of CapFloat Financial Services Private Limited.

The financial statements for the year ended March 31, 2025 were authorised for issue in accordance with a resolution of the directors on August 5, 2025.

2 Basis of preparation and presentation

a. Basis of preparation

The financial statements for the year ended March 31, 2025 have been prepared by the Company in accordance with Indian Accounting Standards ("Ind AS") notified by the Ministry of Corporate Affairs, Government of India under the Companies (Indian Accounting Standards) Rules, 2015 as amended from time to time, in this regard.

b. Basis of measurement

The financial statements have been prepared on a historical cost basis, except for certain financial instruments which are measured at fair value at the end of each reporting period, as explained in the accounting policies below. 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.

c. Functional and presentation currency

The financial statements are presented in Indian Rupees (INR), which is the Company's functional and presentation currency. All amounts have been denominated in millions and rounded off to the nearest two decimals, except when otherwise indicated.

d. Presentation of financial statements

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

The financial statements have been prepared on a historical cost basis, except certain financial assets and liabilities measured at fair value (refer accounting policy regarding financial instruments).

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 in use.

e. Current/ Non Current classification of assets and liabilities

Based on the time involved between the acquisition of assets for processing and their realization in cash and cash equivalents, the Company has identified twelve months as its operating cycle for determining current and non-current classification of assets and liabilities in the balance sheet.

3 Material Accounting Policies

3.1 Use of estimates, judgments and assumptions

The preparation of financial statements in conformity with the Ind AS requires the management to make judgements, accounting estimates and assumptions that affect the reported amounts of assets, liabilities, revenues and expenses and the disclosure of contingent liabilities, at the end of the reporting period. Although these estimates are based on the management's best knowledge of current events and actions, uncertainty about these assumptions and estimates could result in the outcomes requiring a material adjustment to the carrying amounts of assets or liabilities in future periods. Areas involving a higher degree of judgement or complexity, or areas where assumptions are significant to the Company are discussed in Note 3.15 - Significant accounting judgements, estimates and assumptions.

3.2 Revenue from operation

a) Revenue from contract with customers:

The Company derives revenues primarily from origination fee received for referring borrower to customer. Revenue from contracts with customers is recognised when control of the services are transferred to the customer at an amount that reflects the consideration to which the Company expects to be entitled in exchange for those services.

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 the contract are committed to perform their respective obligations under the contract, and the contract is legally enforceable. Revenue is recognized upon transfer of control of promised products or services ("performance obligations") to customers in an amount that reflects the consideration the Company has received or expects to receive in exchange for these products or services ("transaction price"). When there is uncertainty as to collectability, revenue recognition is postponed until such uncertainty is resolved.

Origination fee is recognised when the Company satisfies the performance obligation, at fair value of the consideration received or receivable based on a five-step model as set out below:

Step 1: Identify contract(s) with a customer: A contract is defined as an agreement between two or more parties that creates enforceable rights and obligations and sets out the criteria for every contract that must be met.

Step 2: Identify performance obligations in the contract: A performance obligation is a promise in a contract with a customer to transfer a good or service to the customer.

Step 3: Determine the transaction price: The transaction price is the amount of consideration to which the Company expects to be entitled in exchange for transferring promised goods or services to a customer, excluding amounts collected on behalf of third parties.

Step 4: Allocate the transaction price to the performance obligations in the contract: For a contract that has more than one performance obligation, the Company allocates the transaction price to each performance obligation in an amount that depicts the amount of consideration to which the Company expects to be entitled in exchange for satisfying each performance obligation.

Step 5: Recognise revenue when (or as) the Company satisfies a performance obligation.

Trade receivables

A receivable is recognised if an amount of consideration that is unconditional (i.e., only the passage of time is required before payment of the consideration is due). Refer to accounting policies of financial assets in section 3.3: Financial instruments.

b) Other Income

Other income primarily comprises interest income on bank deposits and business support services income.

3.3 Financial instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity. Financial assets and financial liabilities are recognised when the Entity becomes a party to the contractual provisions of the instruments.

3.3.1 Initial recognition

Financial assets and financial liabilities are recognised in the Company's balance sheet when the Company becomes a party to the contractual provisions of the instrument.

3.3.2 Initial measurement

Recognised financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at FVTPL) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at FVTPL are recognised immediately in profit or loss.

A financial asset and a financial liability are offset and presented on net basis in the balance sheet when there is a current legally enforceable right to set-off the recognised amounts and it is intended to either settle on net basis or to realise the asset and settle the liability simultaneously.

3.3.3 Classification and Subsequent measurement of financial instruments

3.3.3.1. Financial assets

The Company classifies its financial assets into the following measurement categories:

- i. Financial assets to be measured at amortised cost
- ii. Financial assets to be measured at fair value through other comprehensive income
- iii. Financial assets to be measured at fair value through profit or loss account

The classification depends on the contractual terms of the financial assets' cash flows and the Company's business model for managing financial assets.

Business Model assessment:

The Company determines its business model at the level that best reflects how it manages Company's of financial assets to achieve its business objective.

The Company's business model is not assessed on an instrument-by-instrument basis, but at a higher level of aggregated portfolios and is based on observable factors such as:

- a) How the performance of the business model and the financial assets held within that business model are evaluated and reported to the entity's key management personnel.
- b) The risks that affect the performance of the business model (and the financial assets held within that business model) and, in particular, the way those risks are managed.
- c) How managers of the business are compensated (for example, whether the compensation is based on the fair value of the assets managed or on the contractual cash flows collected).
- d) The expected frequency, value and timing of sales are also important aspects of the Company's assessment.

The Company's business model for managing financial assets refers to how it manages its financial assets in order to generate cash flows. The business model determines whether cash flows will result from collecting contractual cash flows, selling the financial assets, or both. Financial assets classified and measured at amortised cost are held within a business model with the objective to hold financial assets in order to collect contractual cash flows while financial assets classified and measured at fair value through OCI are held within a business model with the objective of both holding to collect contractual cash flows and selling.

The business model assessment is based on reasonably expected scenarios without taking 'worst case' or 'stress case' scenarios into account. If cash flows after initial recognition are realised in a way that is different from the Company's original expectations, the Company does not change the classification of the remaining financial assets held in that business model, but incorporates such information when assessing newly originated or newly purchased financial assets going forward.

The Contractual Cash Flow Test (i.e. SPPI test)

As a second step of its classification process the Company assesses the contractual terms of financial to identify whether they meet the Solely for Payment of Principal and Interest (SPPI) test.

'Principal' for the purpose of this test is defined as the fair value of the financial asset at initial recognition and may change over the life of the financial asset (for example, if there are repayments of principal or amortisation of the premium/discount).

The most significant elements of interest within a lending arrangement are typically the consideration for the time value of money and credit risk. To make the SPPI assessment, the Company applies judgement and considers relevant factors such as the currency in which the financial asset is denominated, and the period for which the interest rate is set.

In contrast, contractual terms that introduce a more than de-minimise exposure to risks or volatility in the contractual cash flows that are unrelated to a

i) Financial assets measured at amortised cost

These financial assets comprise bank balances, trade receivables, and other financial assets.

Financial assets are measured at amortised cost using the effective interest rate (EIR) if these financial assets are held within a business model whose objective is to hold these assets in order to collect contractual cash flows and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

ii) Financial assets measured at fair value through other comprehensive income

Financial assets are measured at fair value through other comprehensive income where they have:

- a) contractual terms that give rise to cash flows on specified dates, that represent solely payments of principal and interest (SPPI) on the principal amount outstanding; and
- b) Are held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets.

Gains and losses arising from changes in fair value are included in other comprehensive income within a separate component of equity. Impairment losses or reversals, interest revenue and foreign exchange gains and losses are recognised in profit and loss. Upon disposal, the cumulative gain or loss previously recognised in other comprehensive income is reclassified from equity to the income statement.

iii) Financial assets measured at fair value through profit and loss

Financial assets that do not meet the criteria for categorisation as at amortised cost or as FVOCI, are measured at FVTPL. Subsequent changes in fair value are recognised in the statement of profit and loss.

Financial instruments held at fair value through profit or loss are initially recognised at fair value, with transaction costs recognised in the statement of profit and loss as incurred. Subsequently, they are measured at fair value and any gains or losses are recognised in the statement of profit and loss as they arise.

3.3.3.2. Financial Liabilities and Equity Instruments

Financial instruments issued by the Company are classified as either financial liabilities or as equity in accordance with the substance of the contractual arrangements and the definitions of a financial liability and an equity instrument.

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

Financial Liabilities (Debt securities and other borrowed funds)

After initial measurement, debt issued and other borrowed funds are subsequently measured at amortised cost. Amortised cost is calculated by taking into account any discount or premium on issue funds, and transaction costs that are an integral part of the EIR.

Equity Instruments

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

Financial guarantee contracts

Financial guarantee contracts issued by the company are those contracts that require a payment to be made to reimburse the holder for a loss it incurs because the specified debtor fails to make a payment when due in accordance with the terms of a debt instrument. Financial guarantee contracts are recognised initially as a liability at fair value, adjusted for transaction costs that are directly attributable to the issuance of the guarantee. Subsequently, the liability is measured at the higher of the amount of loss allowance determined as per impairment requirements of Ind AS 109 and the amount recognised less, when appropriate, the cumulative amount of income recognised in accordance with the principles of Ind AS 115.

3.3.4 Reclassification of financial assets and liabilities

The Company does not reclassify its financial assets subsequent to their initial recognition, apart from the exceptional circumstances in which the Company acquires, disposes of, or terminates a business line. Financial liabilities are never reclassified.

3.3.5 Derecognition of financial assets and financial liabilities

i. Derecognition of financial assets

A financial asset (or, where applicable, a part of a financial asset or part of a Company of similar financial assets) is derecognised when the rights to receive cash flows from the financial asset have expired. The Company also derecognises the financial asset if it has both transferred the financial asset and the transfer qualifies for derecognition.

The Company has transferred the financial asset if, and only if, either:

- i) The Company has transferred its contractual rights to receive cash flows from the financial asset, or
- ii) It retains the rights to the cash flows, but has assumed an obligation to pay the received cash flows in full without material delay to a third party under a 'pass-through' arrangement.

Pass-through arrangements are transactions whereby the Company retains the contractual rights to receive the cash flows of a financial asset (the 'original asset'), but assumes a contractual obligation to pay those cash flows to one or more entities (the 'eventual recipients'), when all of the following three conditions are met:

- i) The Company has no obligation to pay amounts to the eventual recipients unless it has collected equivalent amounts from the original asset, excluding short-term advances with the right to full recovery of the amount lent plus accrued interest at market rates.

- ii) The Company cannot sell or pledge the original asset other than as security to the eventual recipients
- iii) The Company has an obligation to remit any cash flows it collects on behalf of the eventual recipients without material delay. In addition, the Company is not entitled to reinvest such cash flows, except for investments in cash or cash equivalents including interest earned, during the period between the collection date and the date of required remittance to the eventual recipients.

A transfer only qualifies for derecognition if either:

- i) The Company has transferred substantially all the risks and rewards of the asset, or
- ii) The Company has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

The Company considers control to be transferred if and only if, the transferee has the practical ability to sell the asset in its entirety to an unrelated third party and is able to exercise that ability unilaterally and without imposing additional restrictions on the transfer.

When the Company has neither transferred nor retained substantially all the risks and rewards and has retained control of the asset, the asset continues to be recognised only to the extent of the Company's continuing involvement, in which case, the Company also recognises an associated liability. The transferred asset and the associated liability are measured on a basis that reflects the rights and obligations that the Company has retained.

ii. Derecognition of financial liabilities

A financial liability is derecognised when the obligation under the liability is discharged, cancelled or expires. Where an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as de recognition of the original liability and the recognition of a new liability. The difference between the carrying value of the original financial liability and the consideration paid is recognised in profit or loss.

3.3.6 Impairment of financial assets

Overview of ECL principles:

The Company recognises an allowance for expected credit losses (ECLs) for all debt instruments not held at fair value through profit or loss together with trade receivables and financial guarantee contracts. ECLs are based on the difference between the contractual cash flows due in accordance with the contract and all the cash flows that the Company expects to receive.

The ECL allowance is based on the credit losses expected to arise over the life of the asset (the lifetime expected credit loss), unless there has been no significant increase in credit risk since origination, in which case, the allowance is based on the 12 months' expected credit loss lifetime ECL are the expected credit losses resulting from all possible default events over the expected life of a financial instrument. The 12-month ECL is the portion of lifetime ECL that represent the ECL that result from default events on a financial instrument that are possible within the 12 months after the reporting date.

Trade Receivables:

For trade receivables and contract assets, the Company applies a simplified approach in calculating ECLs. Therefore, the Company does not track changes in credit risk, but instead recognises a loss allowance based on lifetime ECLs at each reporting date. The Company has established a provision matrix that is based on its historical credit loss experience, adjusted for forward-looking factors specific to the debtors and the economic environment.

The Company considers a financial asset in default when contractual payments are 90 days past due. However, in certain cases, the Company may also consider a financial asset to be in default when internal or external information indicates that the Company is unlikely to receive the outstanding contractual amounts in full before taking into account any credit enhancements held by the Company. A financial asset is written off when there is no reasonable expectation of recovering the contractual cash flows.

Financial Guarantee Contracts:

The Company's liability under each guarantee is measured based on expected credit loss of provision on contracts less cumulative amount recognised till date for the same. For this purpose, the Company estimates ECLs based on the present value of the expected payments to reimburse the holder for a credit loss that it incurs and compares it with Financial guarantee on these contracts. The ECL for the same are recognised within "Provisions".

3.3.7 Write-offs

The Company reduces the gross carrying amount of a financial asset when the Company has no reasonable expectations of recovering a financial asset in its entirety or a portion thereof. This is generally the case when the Company determines that the financial assets does not have assets or sources of income that could generate sufficient cash flows to repay the amounts subjected to write-offs. any subsequent recoveries against such loans are credited to the statement of profit and loss.

3.3.8 Presentation of allowance for ECL in the balance sheet

Loss allowances for ECL are presented in the balance sheet as follows:

- a) Financial assets measured at amortised cost: as a deduction from the gross carrying amount of the assets;
- b) Financial guarantee contracts: generally, as a provision;

3.3.9 Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amount is reported if there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, to realise the assets and settle the liabilities simultaneously.

3.4 Determination of Fair Value

On initial recognition, all the financial instruments are measured at fair value. For subsequent measurement, the Company measures certain categories of financial instruments (as explained in note 41: fair value measurement at fair value on each balance sheet date).

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

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

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

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

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

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

In order to show how fair values have been derived, financial instruments are classified based on a hierarchy of valuation techniques, as summarised below:

Level 1 financial instruments - Those where the inputs used in the valuation are unadjusted quoted prices from active markets for identical assets or liabilities that the Company has access to at the measurement date. The Company considers markets as active only if there are sufficient trading activities with regards to the volume and liquidity of the identical assets or liabilities and when there are binding and exercisable price quotes available on the balance sheet date.

Level 2 financial instruments - Those where the inputs that are used for valuation and are significant, are derived from directly or indirectly observable market data available over the entire period of the instrument's life. Such inputs include quoted prices for similar assets or liabilities in active markets, quoted prices for identical instruments in inactive markets and observable inputs other than quoted prices such as interest rates and yield curves, implied volatilities, and credit spreads. In addition, adjustments may be required for the condition or location of the asset or the extent to which it relates to items that are comparable to the valued instrument. However, if such adjustments are based on unobservable inputs which are significant to the entire measurement, the Company will classify the instruments as Level 3.

Level 3 financial instruments - Those that include one or more unobservable input that is significant to the measurement as whole.

The Company recognises transfers between levels of the fair value hierarchy at the end of the reporting period during which the change has occurred.

No such instances of transfers between levels of the fair value hierarchy were recorded during the reporting period.

3.5 Expenses

3.5.1 Retirement and other employee benefits

Short term employee benefit

All employee benefits including short term compensated absences and performance bonus payable wholly within twelve months of rendering the service are classified as short-term employee benefits and are charged to the Statement of Profit and Loss of the year.

Post-employment employee benefits

a) Defined contribution schemes

Retirement/ Employee benefits in the form of Provident Fund is considered as defined contribution plan. The Company recognises contribution payable to the provident fund scheme as an expenditure, when an employee renders the related service. The Company's contributions to the above Plan are charged to the Statement of Profit and Loss.

b) Defined Benefit schemes

Gratuity

Re-measurement, 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 (excluding amounts included in net interest on the net defined benefit liability), are recognised immediately in the balance sheet with a corresponding debit or credit to retained earnings through OCI in the period in which they occur. Remeasurement are not reclassified to profit or loss in subsequent periods.

Leave encashment

The employees of the Company are entitled to compensated absence and deferred compensation as per the policy of the Company, the liability in respect of which is provided, based on an actuarial valuation carried out by an independent actuary as at the year end. The actuarial valuation has been carried out using the Projected Accrued Benefit Method which is same as the Projected Unit Credit Method in respect of past service.

Actuarial gains and losses comprise experience adjustments and the effects of changes in the actuarial assumptions are recognized immediately in the Statement of Profit and Loss in the year in which they arise.

Accumulated compensated absences, which are expected to be availed or encashed within 12 months from the end of the year are treated as short term employee benefits. Unutilised leave balance that accrues to employees as at the year end is charged to the Statement of Profit and Loss on an undiscounted basis.

3.5.2 Share-based payments

Employees of the Company receive remuneration in the form of share-based payments from the Holding Company's ESOP program in consideration of the services rendered. The company shall measure the goods or services received as an equity-settled share-based payment transaction when:

- a) the awards granted are its own equity instruments, or
- b) the entity has no obligation to settle the share-based payment transaction.

The Holding Company has an ESOP program for the employees of its Company as well as employees of its Subsidiary, i.e. Axio Digital Private Limited as a part of the group HR strategy to provide fair compensation and talent retention. Under the program, the ESOP cost to the extent it pertains to the employees of the Subsidiary is part of expenses to be charged to the Subsidiary and the net liability will be settled with the Holding Company either in cash as the case may be. A MOU is entered between the Holding Company and the Subsidiary for the same.

Equity-settled share based payments to employees and others providing similar services are measured at the fair value of the equity instruments at the grant date. The fair value determined at the grant date of the equity-settled share based payments is expensed on a straight line basis over the vesting period, based on the Company's estimate of equity instruments that will eventually vest, with a corresponding increase in equity. At the end of each reporting period, the Company revises its estimate of the number of equity instruments expected to vest. The impact of the revision of the original estimates, if any, is recognised in Statement of Profit and Loss such that the cumulative expenses reflects the revised estimate, with a corresponding adjustment to the Share Based Payments liability account.

3.5.3 Taxes

Income tax expense comprises of current and deferred income tax. Current / Deferred tax is recognized in the Statement of Profit and Loss except to an item which is recognized directly in equity or in other comprehensive income in which case the related income tax is also recognised accordingly. Deferred tax assets and deferred tax liabilities are offset when there is a legally enforceable right to set off current tax assets against current tax liabilities; and the deferred tax assets and the deferred tax liabilities relate to income taxes levied by the same taxation authority. The Company only offsets its deferred tax assets against liabilities when there is both a legal right to offset and it is the Company's intention to settle on a net basis.

i) Current Taxes

Current tax is the amount of income taxes payable/ receivable in respect of taxable profit/ loss for a period. Taxable profit differs from 'profit before tax' as reported in the Statement of Profit and Loss because of items of income or expense that are taxable or deductible in other years and items that are never taxable or deductible in accordance with applicable tax laws. Current tax assets and liabilities for the current and prior years are measured at the amount expected to be recovered from, or paid to, the taxation authorities. Interest income / expenses and penalties, if any, related to income tax are included in current tax expense. The tax rates and tax laws used to compute the amount are those that are enacted, or substantively enacted, by the end of reporting date in India where the Company operates and generates taxable income.

Current income tax relating to items recognised outside profit or loss is recognised outside profit or loss (either in other comprehensive income or in equity). Current tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

ii) Deferred Taxes

Deferred tax is provided on temporary differences at the reporting date between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes.

Deferred tax liabilities are recognised for all taxable temporary differences, except:

- a) Where the deferred tax liability arises from the initial recognition of goodwill or of 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
- b) In respect of taxable temporary differences associated with investments in subsidiaries, where the timing of the reversal of the temporary differences can be controlled and it is probable that the temporary differences will not reverse in the foreseeable future

A deferred tax liability is recognised based on the expected manner of realisation or settlement of the carrying amount of assets and liabilities, using tax rates enacted, or substantively enacted, by the end of the reporting period. Deferred tax assets are recognised for all deductible temporary differences, the carry forward of unused tax credits and any unused tax losses. Deferred tax assets are recognised only 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 utilised except:

- a) When the deferred tax asset relating to the deductible temporary difference arises from the initial recognition of 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
- b) In respect of deductible temporary differences associated with investments in subsidiaries, associates and interests in joint ventures, deferred tax assets are recognised only to the extent that it is probable that the temporary differences will reverse in the foreseeable future and taxable profit will be available against which the temporary differences can be utilised

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

Unrecognised deferred tax assets are reassessed at each reporting date and are recognised to the extent that it becomes probable that future taxable profit 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 asset is realised or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date.

Deferred tax relating to items recognised outside profit or loss is recognised outside profit or loss (either in other comprehensive income or in equity). Deferred tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity.

Deferred tax assets and deferred tax liabilities are offset if a legally enforceable right exists to set off current tax assets against current tax liabilities and the deferred taxes relate to the same taxable entity and the same taxation authority.

Current and deferred taxes are recognised as income tax benefits or expenses in the Statement of profit and loss except for tax related to the fair value re-measurement of financial assets classified through other comprehensive income, foreign exchange differences and the net movement on cash flow hedges, which are charged or credited to Other Comprehensive Income (OCI). These exceptions are subsequently reclassified from OCI to the statement of profit and loss together with the respective deferred loss or gain. The Company also recognises the tax consequences of payments and issuing costs, related to financial instruments that are classified as equity, directly in equity.

3.6 Cash and cash equivalents

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

For the purpose of presentation in the statement of cash flows, cash and cash equivalents includes cash on hand, other short-term, highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value.

3.7 Cash Flow Statement

Cash flows are reported using the indirect method, whereby net profit before tax is adjusted for the effects of transactions of non-cash nature, any deferrals or accruals of past or future operating cash receipts or payments and item of expenses associated with investing or financing cash flows. The cash flows from operating, investing and financing activities of the Company are segregated.

3.8 Property, plant and equipment

Tangible Assets

An item is recognised as an asset, if and only if, it is probable that the future economic benefits associated with the item will flow to the Company and its cost can be measured reliably. PPE are initially recognised at cost. The initial cost of PPE comprises its purchase price (including non-refundable duties and taxes but excluding any trade discounts and rebates), and any directly attributable cost of bringing the asset to its working condition and location for its intended use. Subsequent to initial recognition, PPE are stated at cost less accumulated depreciation and any impairment losses. When significant parts of property, plant and equipment are required to be replaced in regular intervals, the Company recognises such parts as separate component of assets. When an item of PPE is replaced, then its carrying amount is de-recognised from the balance sheet and cost of the new item of PPE is recognised. The expenditures that are incurred after the item of PPE has been put to use, such as repairs and maintenance, are normally charged to the statement of profit and loss in the period in which such costs are incurred. However, in situations where the said expenditure can be measured reliably, and is probable that future economic benefits associated with it will flow to the Company, it is included in the asset's carrying value or as a separate asset, as appropriate.

Depreciation is calculated on a straight line basis using the rates arrived at based on the useful lives estimated by the management.

The estimated useful lives are, as follows:

Particulars	Useful lives estimated by the Management (Same as specified in Schedule II of the Companies Act, 2013)
Computers & Printers	3 years
Office Equipment	5 years
Intangible assets	5 years
Furniture and fixtures	10 years
Electronic Equipment	5 years
Leasehold Improvements	Lower of 3 years or lease term
Vehicles	8 years

Changes in the expected useful life are accounted for by changing the amortisation period or methodology, as appropriate, and treated as changes in accounting estimates.

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

Property and equipment is derecognised on disposal or when no future economic benefits are expected from its use. Any gain or loss arising on derecognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is recognised in other operating income in the Statement of profit and loss in the year in which the asset is derecognised.

Intangible Assets

An intangible asset is recognised only when its cost can be measured reliably, and it is probable that the expected future economic benefits that are attributable to it will flow to the Company.

Intangible assets acquired separately are measured on initial recognition at cost. Intangible assets not ready for the intended use on the date of Balance Sheet are disclosed as "Intangible assets under development". Following initial recognition, intangible assets are carried at cost less accumulated amortization and accumulated impairment losses, if any. Internally generated intangible assets, excluding capitalised development costs, are not capitalised and expenditure is reflected in the statement of profit and loss in the year in which the expenditure is incurred.

Intangible assets are amortised on a straight line basis over the estimated useful economic life. Internally generated intangible asset is amortised over a period of five years. The Company uses a rebuttable presumption that the useful life of an intangible asset will not exceed ten years from the date when the asset is available for use. If the persuasive evidence exists to the affect that useful life of an intangible asset exceeds ten years, the Company amortises the intangible asset over the best estimate of its useful life. All other intangible assets are assessed for impairment whenever there is an indication that the intangible asset may be impaired.

Derecognition

An item of property, plant and equipment is de-recognised upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on the disposal or retirement of an item of property, plant and equipment, intangible asset is determined as the difference between the sales proceeds and the carrying amount of the asset and is recognised in profit or loss.

3.9 Leases

The Company assesses at contract inception whether a contract is, or contains, a lease. That is, if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

Company as a lessee

The Company applies a single recognition and measurement approach for all leases, except for short-term leases and leases of low-value assets. The Company recognises lease liabilities representing obligations to make lease payments and right-of-use assets representing the right to use the underlying assets.

i) Right-of-use assets

The Company recognises right-of-use assets at the commencement date of the lease (i.e., the date the underlying asset is available for use). Right-of-use assets are measured at cost, less any accumulated depreciation and impairment losses, and adjusted for any remeasurement of lease liabilities. The cost of right-of-use assets includes the amount of lease liabilities recognised, initial direct costs incurred, and lease payments made at or before the commencement date less any lease incentives received. Right-of-use assets are depreciated on a straight-line basis over the lease term. In addition, the right of use asset is periodically reduced by impairment losses, if any, and adjusted for certain re-measurement of the lease liability.

The right-of-use assets are also subject to impairment. (Refer to the accounting policies on Impairment of non-financial assets.)

ii) Lease liabilities

The lease liability is initially measured at the present value of the lease payments to be made over the lease term. The lease payments include fixed payments (including in-substance fixed payments) less any lease incentives receivable, variable lease payments that depend on an index or a rate, and amounts expected to be paid under residual value guarantees. The lease payments also include the exercise price of a purchase option reasonably certain to be exercised by the Company and payments of penalties for terminating the lease, if the lease term reflects the Company exercising the option to terminate.

In calculating the present value of lease payments, the Company uses its incremental borrowing rate at the lease commencement date because the interest rate implicit in the lease is not readily determinable. After the commencement date, the amount of lease liabilities is increased to reflect the accretion of interest and reduced for the lease payments made. In addition, the carrying amount of lease liabilities is remeasured if there is a modification, a change in the lease term, a change in the lease payments (e.g., changes to future payments resulting from a change in an index or rate used to determine such lease payments) or a change in the assessment of an option to purchase the underlying asset.

The Company's lease liabilities are disclosed in other current and non-current financial liabilities (Refer Note 19 and 23).

iii) Short-term leases and leases of low-value assets

The Company applies the short-term lease recognition exemption to its short-term leases (i.e., those leases that have a lease term of 12 months or less from the commencement date and do not contain a purchase option). It also applies the lease of low-value assets recognition exemption to leases that are considered to be of low value. Lease payments on short-term leases and leases of low-value assets are recognised as expense on a straight-line basis over the lease term.

3.10 Provisions and contingencies

A provision is recognised when the Company has a present obligation as a result of past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. Provisions are measured at the present value of management's best estimate of the expenditure required to settle the present obligation at the end of the reporting period. The discount rate used to determine the present value is a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. The increase in the provision due to the passage of time is recognised as finance cost.

A contract is considered as onerous when the expected economic benefits to be derived by the Company from the contract are lower than the unavoidable cost of meeting its obligations under the contract.

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 recognised 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 recognised because it cannot be measured reliably. The Company does not recognise a contingent liability but discloses its existence in the financial statements.

3.11 Goods and services tax paid on acquisition of assets or on incurring expenses

Expenses and assets are recognised net of the goods and services tax / value added taxes paid, except:

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

The net amount of tax recoverable from, or payable to, the taxation authority is included as part of receivables or payables in the balance sheet.

3.12 Earnings Per Share

The Company reports basic and diluted earnings per share in accordance with Ind AS 33 on Earnings per share. Basic EPS is calculated by dividing the net profit or loss for the year attributable to equity shareholders (after deducting preference dividend and attributable taxes) by the weighted average number of equity shares outstanding during the year.

Diluted EPS is calculated by dividing the net profit attributable to equity holders of the Company by the weighted average number of equity shares outstanding during the year plus the weighted average number of equity shares that would be issued on the conversion of all the dilutive potential ordinary shares into ordinary shares.

3.13 Contingencies and events occurring after the Balance Sheet date

Events occurring after the date of the Balance Sheet, which provide further evidence of conditions that existed at the Balance Sheet date or that arose subsequently, are considered up to the date of approval of accounts by the Board of Directors, where material.

3.14 Foreign currency transaction

Foreign currency transactions are accounted for at the rates prevailing on the date of the transaction. Exchange differences, if any arising out of transactions settled during the year are recognised in the Statement of Profit and Loss.

Monetary assets and liabilities denominated in foreign currencies as at the Balance Sheet date are translated at the closing exchange rates. Resultant exchange differences, if any, are recognised in the Statement of Profit and Loss and related assets and liabilities are accordingly restated in the Balance Sheet. Non-monetary items which are carried in terms of historical cost denominated in a foreign currency at the Balance Sheet date are reported using exchange rates at the date of the transaction.

3.15 Significant accounting judgements, estimates and assumptions

The preparation of the Company's financial statements in conformity with the Ind AS requires the management to make judgments, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities and the accompanying disclosure and the disclosure of contingent liabilities, at the end of the reporting period. Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimates are revised and future periods are affected. Although these estimates are based on the management's best knowledge of current events and actions, uncertainty about these assumptions and estimates could result in the outcomes requiring a material adjustment to the carrying amounts of assets or liabilities in future periods.

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:

Key source of estimation uncertainty :

3.15.1 Fair value of financial instruments:

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

3.15.2 Provision and contingent liabilities:

The Company operates in a regulatory and legal environment that, by nature, has a heightened element of litigation risk inherent to its operations. As a result, it is involved in various litigation, arbitration and regulatory investigations and proceedings in the ordinary course of its business.

When the Company can reliably measure the outflow of economic benefits in relation to a specific case and considers such outflows to be probable, the Company records a provision against the case. Where the probability of outflow is considered to be remote, or probable, but a reliable estimate cannot be made, a contingent liability is disclosed.

Given the subjectivity and uncertainty of determining the probability and amount of losses, the Company takes into account a number of factors including legal advice, the stage of the matter and historical evidence from similar incidents. Significant judgment is required to conclude on these estimates.

3.15.3 Impairment on financial guarantee contract:

The Company estimates impairment provision on financial guarantee contract based on the present value of the expected payments to reimburse the holder for a credit loss that it incurs.

3.15.4 Leases- Estimating the Incremental Borrowing Rate:

The Company cannot readily determine the interest rate implicit in the lease, therefore, it uses its incremental borrowing rate (IBR) to measure lease liabilities. The IBR is the rate of interest that the Company would have to pay to borrow over a similar term, and with a similar security, the funds necessary to obtain an asset of a similar value to the right-of-use asset in a similar economic environment. The IBR therefore reflects what the Company 'would have to pay', which requires estimation when no observable rates are available or when they need to be adjusted to reflect the terms and conditions of the lease. The Company estimates the IBR using observable inputs when available and is required to make certain entity-specific estimates.

3.15.5 Defined employee benefit assets and liabilities

The cost of the defined benefit gratuity plan 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. These include the determination of the discount rate, future salary increases and mortality rates. Due to the complexities involved in the valuation and its long-term nature, a defined benefit obligation is highly sensitive to changes in these assumptions. All assumptions are reviewed at each reporting date.

3.15.6 Impairment of non financial assets:

The company assesses at each reporting date whether there is an indication that an asset may be impaired. If any indication exists, the company estimates the asset's recoverable amount. An asset's recoverable amount is higher of an asset's fair value less cost of disposal and its value in use. Where the carrying amount exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

4 Property, plant and equipment (PPE)

Particulars	Computers & Printers	Office Equipment	Furniture & Fixtures	Electronic Equipment	Leasehold Improvements	Vehicles	Total
Gross carrying amount							
As at April 1, 2024	13.84	0.42	1.07	3.06	2.22	9.46	30.07
Additions	1.10					2.23	3.33
Disposals	2.08						2.08
At March 31, 2025	12.86	0.42	1.07	3.06	2.22	11.69	31.32
Depreciation and impairment:							
At April 1, 2024	9.31	0.14	0.18	0.93	1.22	0.55	12.33
Disposals	2.08	-	-	-	-	-	2.08
Depreciation charge for the year	3.78	0.08	0.11	0.61	0.74	1.31	6.63
At March 31, 2025	11.02	0.22	0.29	1.54	1.96	1.86	16.89
Net book value:							
At April 1, 2024	4.53	0.28	0.89	2.13	1.00	8.91	17.74
At March 31, 2025	1.84	0.20	0.78	1.52	0.26	9.83	14.43

Particulars	Computers & Printers	Office Equipment	Furniture & Fixtures	Electronic Equipment	Leasehold Improvements	Vehicles	Total
Gross carrying amount							
As at April 1, 2023	14.82	0.42	1.07	3.04	2.22	-	21.57
Additions	0.10	-	-	0.02	-	9.46	9.58
Disposals	1.08						1.08
At March 31, 2024	13.84	0.42	1.07	3.06	2.22	9.46	30.07
Depreciation and impairment:							
At April 1, 2023	6.57	0.06	0.07	0.32	0.48	-	7.50
Disposals	1.04						1.04
Depreciation charge for the year	3.78	0.08	0.11	0.61	0.74	0.55	5.87
At March 31, 2024	9.31	0.14	0.18	0.93	1.22	0.55	12.33
Net book value:							
At April 1, 2023	8.25	0.36	1.00	2.72	1.74	-	14.07
At March 31, 2024	4.53	0.28	0.89	2.13	1.00	8.91	17.74

Note: No Assets have been revalued during the year

5 Right-of-use assets

Particulars	Right-of-use Building	Right-of-use Car	Total
Gross carrying amount			
At April 1, 2024	10.61	6.70	17.31
Additions	-	-	-
Disposals	-	-	-
At March 31, 2025	10.61	6.70	17.31
Depreciation and impairment:			
At April 1, 2024	6.50	1.73	8.23
Disposals	-	-	-
Depreciation charge for the year	3.54	1.88	5.42
At March 31, 2025	10.04	3.61	13.65
Net book value:			
At April 1, 2024	4.11	4.97	9.08
At March 31, 2025	0.57	3.09	3.66

Right-of-use assets

Particulars	Right-of-use Building	Right-of-use Car	Total
Gross carrying amount			
At April 1, 2023	10.61	-	10.61
Additions	-	6.70	6.70
Disposals	-	-	-
At March 31, 2024	10.61	6.70	17.31
Depreciation and impairment:			
At April 1, 2023	2.96	-	2.96
Disposals	-	-	-
Depreciation charge for the year	3.54	1.73	5.27
At March 31, 2024	6.50	1.73	8.23
Net book value:			
At April 1, 2023	7.65	-	7.65
At March 31, 2024	4.11	4.97	9.08

Note : Title deeds of all lease agreements for all the leased premises are held in the name of the company.

6 Intangible Assets

Particulars	Internally Generated assets
Gross carrying amount	
At April 1, 2024	277.13
Additions	52.86
Disposals	-
At March 31, 2025	329.99
Amortization and impairment:	
At April 1, 2024	67.80
Disposals	-
Depreciation charge for the year	52.17
At March 31, 2025	119.97
Net book value:	
At April 1, 2024	209.33
At March 31, 2025	210.02

Intangible Assets

Particulars	Internally Generated assets
Gross carrying amount	
At April 1, 2023	93.26
Additions	183.87
Disposals	-
At March 31, 2024	277.13
Amortization and impairment:	
At April 1, 2023	47.10
Disposals	-
Depreciation charge for the year	20.70
At March 31, 2024	67.80
Net book value:	
At April 1, 2023	46.16
At March 31, 2024	209.33

Axio Digital Private Limited**Notes to financial statements for the period ended March 31, 2025**

(All amount in INR millions, unless otherwise stated)

7 Intangible assets under development

Particulars	As at March 31, 2025	As at March 31, 2024
Balance at the beginning of the year	341.25	301.48
Additions	234.68	232.02
Capitalised	(52.86)	(183.87)
Written off	-	(8.38)
Balance at the end of the year	523.07	341.25

7.1 Intangible assets under development ageing

Particulars	Amount in WIP for a period of				As at March 31, 2025
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Projects in progress	221.45	152.91	117.95	30.76	523.07
Projects temporarily suspended	-	-	-	-	-

Particulars	Amount in WIP for a period of				As at March 31, 2024
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Projects in progress	174.89	135.60	30.76	-	341.25
Projects temporarily suspended	-	-	-	-	-

Note on Intangibles Capitalization:

Axio Digital Private Limited ("AD / the Company") is the tech subsidiary of CapFloat Financial Services Private Limited ("CF / holding company") and is in the business of development, customization, implementation, maintenance, testing benchmarking of computer software and solutions for personal finance and transaction management services to customers through web and mobile-based platforms. The Company also sources loans and does the tech developments for the holding company. These tech developments undertaken by the Company are done in-house. Thus, salary and ESOP cost of the employees who have worked on the capitalizable projects are capitalized on a yearly basis in accordance with Ind AS 38. The Company undertakes the intangibles capitalization based on the process mentioned in the policy note approved by the board of directors.

Projects under development:

The intangibles capitalization can be bifurcated into three:

- Completed projects
- Under development projects
- Discontinued projects

For completed projects, the cost incurred on the same is transferred to intangibles assets under Balance Sheet.

For discontinued projects, the cost incurred on the same is written-off in the P&L.

For projects under development, the same is reflected under "intangibles under development" in the Balance Sheet. As on Mar 31, 2025, the following projects are under development vis-à-vis the year in which they were first identified for capitalization:

Start Year	Amount in WIP
2021-22	30.76
2022-23	117.95
2023-24	152.91
2024-25	221.45
Total	523.07

Axio Digital Private Limited
Notes to financial statements for the period ended March 31, 2025
(All amount in INR millions, unless otherwise stated)

8 Financial assets

Particulars	As at March 31, 2025	As at March 31, 2024
Bank Deposits with more than 12 months maturity*	240.37	-
Total	240.37	-

* Represents / Includes INR 240.37 Million (March 31, 2024 INR Nil) Fixed Deposit lien marked to Banks towards guarantee.

9 Other non current assets

Particulars	As at March 31, 2025	As at March 31, 2024
Security Deposit	1.91	1.69
Total	1.91	1.69

10 Trade Receivables

Particulars	As at March 31, 2025	As at March 31, 2024
Unsecured, considered good	404.29	245.54
Gross Total	404.29	245.54
Less : Impairment Allowance (allowance for bad and doubtful debts)	1.88	0.45
Total	402.41	245.09

Particulars	Outstanding for following periods from due date of payment						Total
	Not Due	Less than 6 months	6 months to 1 year	1 -2 years	2 -3 years	More than 3 years	
March 31 2025							
Undisputed Trade receivables – considered good	-	404.02	-	-	-	0.27	404.29
Undisputed Trade Receivables – which have significant increase in credit risk	-	-	-	-	-	-	-
Undisputed Trade Receivables – credit impaired	-	-	-	-	-	-	-
Gross Total	-	404.02	-	-	-	0.27	404.29
Less: Impairment allowance	-	1.62	-	-	-	0.27	1.88
Net Total	-	402.41	-	-	-	-	402.41

Particulars	Outstanding for following periods from due date of payment						Total
	Not Due	Less than 6 months	6 months to 1 year	1 -2 years	2 -3 years	More than 3 years	
March 31 2024							
Undisputed Trade receivables – considered good	-	245.27	-	0.27	-	-	245.54
Undisputed Trade Receivables – which have significant increase in credit risk	-	-	-	-	-	-	-
Undisputed Trade Receivables – credit impaired	-	-	-	-	-	-	-
Gross Total	-	245.27	-	0.27	-	-	245.54
Less: Impairment allowance	-	0.18	-	0.27	-	-	0.45
Net Total	-	245.09	-	-	-	-	245.09

11 Cash and Cash Equivalents

Particulars	As at March 31, 2025	As at March 31, 2024
Balances with banks		
- In current accounts	146.69	18.40
Total	146.69	18.40

12 Bank Balances other than cash and cash equivalents

Particulars	As at March 31, 2025	As at March 31, 2024
Deposits with remaining maturity for less than 12 months*	60.17	1.56
Total	60.17	1.56

* Represents / Includes INR 60.17 Million (March 31, 2024 INR 1.56 Million) Fixed Deposit lien marked to banks towards guarantee.

13 Loans and Advances

Particulars	As at March 31, 2025	As at March 31, 2024
Advances to employees	3.84	0.67
Total	3.84	0.67

14 Other Financial Assets - Current

Particulars	As at March 31, 2025	As at March 31, 2024
Other Receivables	3.05	3.99
Accured Income	229.03	96.97
Total	232.08	100.96

15 Other Current Assets

Particulars	As at March 31, 2025	As at March 31, 2024
GST Input Credit	1.48	26.86
Prepaid Expenses	1.18	1.02
Total	2.66	27.88

16 Share Capital

Particulars	As at March 31, 2025	As at March 31, 2024
I) Equity Share Capital		
Authorized:		
1,78,79,950 (March 31, 2024: 1,78,79,950) Equity shares of INR 10/- each	178.80	178.80
	178.80	178.80
Issued, subscribed and fully paid up:		
1,07,26,206 (March 31, 2024: 1,07,26,206) Equity shares of INR10/- each	107.26	107.26
	107.26	107.26

- a. Reconciliation of number of equity shares and amount outstanding at the beginning and at the end of the reporting period:

Particulars	Opening Balance As at April 01, 2024	Changes in Equity Share	Closing Balance As at March 31, 2025
- Number of shares	1,07,26,206	-	1,07,26,206
- Amount (INR in Million)	107.26	-	107.26

Particulars	Opening Balance As at April 01, 2023	Changes in Equity Share Capital	Closing Balance As at March 31, 2024
- Number of shares	1,07,26,206	-	1,07,26,206
- Amount (INR in Million)	107.26	-	107.26

- b. Particulars of shareholders holding more than 5% of respective share capital:

Particulars	As at March 31, 2025		As at March 31, 2024	
	Number	%	Number	%
CapFloat Financial Services Private Limited	1,07,26,205	99.99%	1,07,26,205	99.99%

- c. **Terms / Rights attached to equity shares**

The Company has only one class of equity shares having a par value of Rs 10 per share. Each holder of equity shares is entitled to one vote per share. The dividend, if any, is proposed by the Board of Directors and is subject to the approval of the shareholders in the ensuing Annual General Meeting. In the event of liquidation of 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 shareholder

Particulars	As at March 31, 2025	As at March 31, 2024
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II) Instrument entirely Equity in nature

Authorized:		
3,323 (March 31, 2024: 3,323) Seed Compulsorily Convertible Cumulative Participant Preference shares of INR 100/- each having coupon rate of 0.001%	0.33	0.33
8,232 (March 31, 2024: 8,232) Series A Compulsorily Convertible Cumulative Participant Preference shares of INR 100/- each having coupon rate of 0.001%	0.82	0.82
450 (March 31, 2024: 450) Series B Compulsorily Convertible Cumulative Participant Preference shares of INR 100/- each having coupon rate of 0.001%	0.05	0.05
	1.20	1.20

- a. Shares held by holding / ultimate holding Company and / or their subsidiaries / associates

Particulars	As at March 31, 2025		As at March 31, 2024	
	Number	%	Number	%
Holding Company- CapFloat Financial Services Private Limited				
Equity shares	1,07,26,205	99.99%	1,07,26,205	99.99%

17 Other Equity

Particulars	As at March 31, 2025	As at March 31, 2024
17.1 Securities Premium	3,166.22	3,166.22
17.2 Capital Reserve	(587.26)	(587.26)
17.3 General Reserve	74.48	74.48
17.4 Retained Earnings	(2,529.14)	(2,777.23)
17.5 Other Comprehensive Income	(4.08)	(7.95)
	120.22	(131.74)

Axio Digital Private Limited**Notes to financial statements for the period ended March 31, 2025**

(All amount in INR millions, unless otherwise stated)

17.1 Securities Premium

Particulars	As at March 31, 2025	As at March 31, 2024
Balance as per last Balance Sheet	3,166.22	3,166.22
Add : Rights Shares issued during the year	-	-
Add : Conversion of CCPS	-	-
Less : Securities issue expenses	-	-
	3,166.22	3,166.22

17.2 Capital Reserve

Balance as per last Balance Sheet	(587.26)	(587.26)
Less: Effect of common control business combination	-	-
	(587.26)	(587.26)

17.3 General Reserve

Balance as per last Balance Sheet	74.48	68.80
Add: Transferred from ESOP outstanding	-	5.68
	74.48	74.48

17.4 Retained Earnings

Balance as per last Balance Sheet	(2,777.23)	(2,794.28)
Add: Profit / Loss for the year	248.09	17.05
	(2,529.14)	(2,777.23)

17.5 Other Comprehensive Income

Balance as per last Balance Sheet	(7.95)	(8.92)
Add: Remeasurement gain/(loss) on defined benefit plan	3.87	0.97
	(4.08)	(7.95)

Total**120.22 (131.74)****Nature and purpose of Reserves:****a. Securities Premium:**

Securities premium reserve is used to record the premium on issue of shares. The reserve can be utilised only for limited purposes in accordance with the provisions of the Companies Act, 2013.

b. Capital Reserve:

Capital reserve has been created on account of transfer of business of entities under common control.

c. General Reserve:

This Reserve relates to gains out of cancelled stock options granted by the Company to employees under erstwhile ESOP Schemes 2014. The balance of ESOP reserve on the date of cancellation of ESOP scheme was transferred to general reserve.

d. Retained Earning:

Retained earnings represents surplus / accumulated earnings of the Company and are available for distribution to shareholders.

18 Borrowing - Non Current
Particulars

			As at March 31, 2025	As at March 31, 2024
Unsecured				
Term Loans*				
- from Related party			223.08	386.25
Secured				
Debt securities-Secured			65.50	-
Total			288.58	386.25

Particulars of Unsecured borrowings

Lender Name	Tenure (months)	Sanction Amount	As at March 31, 2025	As at March 31, 2024
Unsecured borrowings				
CapFloat Financial Services Pvt Ltd	36 Months	400	-	386.25
Loan from Related Party	24 Months	250	223.08	-
Total			223.08	386.25

*Please refer Note 39 for Related party transaction

19 Lease Liability- Non Current
Particulars

			As at March 31, 2025	As at March 31, 2024
Lease Liabilities*			2.00	3.89
Total			2.00	3.89

*Please refer Note 45 for detailed disclosure on lease arrangement

20 Other Financial Liabilities
Particulars

			As at March 31, 2025	As at March 31, 2024
Stock Compensation payable*			127.89	119.98
Total			127.89	119.98

*Please refer Note 39 for Related party transaction

21 Provisions - Non Current
Particulars

			As at March 31, 2025	As at March 31, 2024
Provisions for Employee Benefits*				
- Gratuity			28.22	25.44
- Leave encashment			21.92	19.04
Total			50.14	44.48

*Please refer Note 37 for detailed disclosure on employee benefits

22 Borrowing - Current
Particulars

			As at March 31, 2025	As at March 31, 2024
Debt securities-Secured			37.64	99.71
Total			37.64	99.71

Particulars of Secured Redeemable Non Convertible Debentures

Particulars	Date of Redemption	As at March 31, 2025*	As at March 31, 2024
Non Convertible Debentures (200 nos. of Rs 500000 Each)	30-03-2025	-	100
Non Convertible Debentures (80 nos. of Rs 500000 Each)	25-04-2025	10.00	-
Non Convertible Debentures (120 nos. of Rs 500000 Each)	09-05-2025	15.00	-
Non Convertible Debentures (40 nos. of Rs 500000 Each)	03-06-2025	5.00	-
Non Convertible Debentures (80 nos. of Rs 500000 Each)	29-06-2025	10.00	-
Non Convertible Debentures (200 nos. of Rs 500000 Each)	10-09-2025	100.00	-
Non Convertible Debentures (60 nos. of Rs 500000 Each)	18-09-2025	15.00	-
Non Convertible Debentures (60 nos. of Rs 500000 Each)	28-09-2025	30.00	-
Non Convertible Debentures (174 nos. of Rs 500000 Each)	24-07-2026	87.00	-
Non Convertible Debentures (80 nos. of Rs 500000 Each)	28-02-2026	40.00	-
Non Convertible Debentures (130 nos. of Rs 500000 Each)	11-08-2026	65.00	-
Non Convertible Debentures (145 nos. of Rs 500000 Each)	25-03-2026	72.50	-
Non Convertible Debentures (89 nos. of Rs 500000 Each)	07-09-2026	44.50	-
Grand Total		494.00	100.00
Ind AS adjustments & accrued interest		1.82	0.29
Total- post Ind AS adjustments		495.82	99.71

Note: All these securities have been secured by way of hypothecation of all current financial assets (excluding the cash and cash equivalents and bank balances other than cash and cash equivalents) as on March 31, 2025.

* All amounts presented herein include current maturities of long-term debt securities and non-current debt securities.

Repayment details of debt securities

Balance Tenure (months)	Rate of Interest	Repayment Details	As at March 31, 2025
0-12 months	12.50%	At Maturity	112.50
0-12 months	13.50%	At Maturity	130.00
0-12 months	13.50%	Quarterly	55.00
12-36 months	12.50%	Quarterly	196.50
Total			494.00

Balance Tenure (months)	Rate of Interest	Repayment Details	As at March 31, 2024
0-12 months	13.50%	Quarterly	100.00
			100.00

23 Lease Liabilities - Current

Particulars	As at March 31, 2025	As at March 31, 2024
Lease Liabilities*	1.88	5.51
Total	1.88	5.51

*Please refer Note 45 for detailed disclosure on lease arrangement

24 Trade Payables

Particulars	As at March 31, 2025	As at March 31, 2024
(iii) Trade payables		
(a) total outstanding dues of Micro Enterprises and Small Enterprises	21.50	3.56
(b) Total outstanding dues of creditors other than micro enterprises and small enterprises	634.33	415.74
Trade Payables to related parties	-	-
Total	655.83	419.30

Note: During the year, the company has enabled the processing of certain transactions with other payment / web aggregators, through its technology platform. These transactions have been offset in the financial statements to reflect the substance as required by IndAS 1.

Particulars	Outstanding for the following periods from due date of payment						Total
	Accrued	Not Due	Less than 1 year	1-2 years	2-3 years	More than 3 years	
March 31, 2025							
(i) MSME	-	-	21.50	-	-	-	21.50
(ii) Others	129.94	-	504.39	-	-	-	634.33
(iii) Disputed dues-Others	-	-	-	-	-	-	-
Total	129.94	-	525.89	-	-	-	655.83

Particulars	Outstanding for the following periods from due date of payment						Total
	Accrued	Not Due	Less than 1 year	1-2 years	2-3 years	More than 3 years	
March 31, 2024							
(i) MSME	-	-	3.56	-	-	-	3.56
(ii) Others	5.15	-	410.59	-	-	-	415.74
(iii) Disputed dues-Others	-	-	-	-	-	-	-
Total	5.15	-	414.15	-	-	-	419.30

MSME disclosure:

Particulars	As at March 31, 2025	As at March 31, 2024
(a) the principal amount and the interest due thereon (to be shown separately) remaining unpaid to any supplier at the end of each accounting year; Principal Interest	21.50 -	3.56 -
(b) the amount of interest paid by the buyer in terms of section 16 of the Micro, Small and Medium Enterprises Development Act, 2006, along with the amount of the payment made to the supplier beyond the appointed day during each accounting year;	-	-
(c) the amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under the Micro, Small and Medium Enterprises Development Act, 2006;	-	-
(d) the amount of interest accrued and remaining unpaid at the end of each accounting year; and	-	-
(e) the amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues above are actually paid to the small enterprise, for the purpose of disallowance of a deductible expenditure under section 23 of the Micro, Small and Medium Enterprises Development Act, 2006.	-	-

25 Other Current Liabilities

Particulars	As at March 31, 2025	As at March 31, 2024
Statutory Dues	35.03	37.27
Current Maturities of long term liabilities	392.68	-
Total	427.71	37.27

26 Provisions - Current

Particulars	As at March 31, 2025	As at March 31, 2024
Provisions for Employee Benefits		
- Gratuity	2.48	2.99
- Leave encashment	5.16	5.53
- Performance Bonus	15.58	13.33
Other Provisions (Including FLDG / Revenue Claw back)*	179.84	11.75
Total	203.06	33.60

Reconciliation of gross carrying amount

As at March 31, 2025				
Particulars	Stage 1	Stage 2	Stage 3	Total
Gross carrying amount as at April 1, 2024	15,261.67	676.14	342.71	16,280.52
New assets originated or purchased	12,324.24	310.18	280.61	12,915.03
Assets derecognised or repaid (excluding write offs)	(12,459.75)	(99.29)	(7.02)	(12,566.07)
Transfers to Stage 1	2.47	(2.39)	(0.09)	-
Transfers to Stage 2	(119.33)	119.37	(0.04)	-
Transfers to Stage 3	(118.73)	(4.72)	123.45	-
Changes to contractual cash flows due to modifications not resulting in derecognition	-	-	-	-
Amounts written off	(664.29)	(497.78)	(335.18)	(1,497.25)
Gross carrying amount as at March 31, 2025	14,226.28	501.51	404.44	15,132.23

Impairment allowance on FLDG

Particulars	As at March 31, 2025	As at March 31, 2024
Impairment allowance on FLDG as at April 1, 2024	11.75	11.75
New exposures originated during the year	194.58	-
Exposure derecognised or matured	-	-
Transfers to Stage 1	-	-
Transfers to Stage 2	-	-
Changes to contractual cash flows due to modifications not resulting in derecognition	-	-
Amounts written off	(26.49)	-
Impairment allowance on FLDG as at March 31, 2025	179.84	11.75

Note: Axio Digital Private Limited, being a LSP and a subsidiary of CFSPL, has provided a First Loss Default Guarantee (FLDG) and has created impairment allowance to the extent of FLDG guarantee given by it.

Axio Digital Private Limited**Notes to financial statements for the period ended March 31, 2025**

(All amount in INR millions, unless otherwise stated)

27 Revenue from operations

Particulars	For the year ended March 31, 2025	For the year ended March 31, 2024
Referral Fees Income	514.24	427.93
Interest Service Fees Income*	575.21	199.88
Partner Fees	0.56	4.26
Total	1,090.01	632.07
India	1,090.01	632.07
Outside India	-	-
Total revenue from contracts with customers	1,090.01	632.07
Timing of revenue recognition		
Services transferred at a point in time	1,090.01	632.07
Services transferred over time	-	-
Total revenue from contracts with customers	1,090.01	632.07

*The company has facilitated co-lending arrangements between the Holding company and third parties. The company provides various services to its co-lenders (including use of its technology platform) and charges fees to each of the co-lenders. In addition to such fees, the company also collects amounts on behalf of Holding company's pertaining to their interest - sharing in the co-lending arrangement ("Holding company's share") as an agent of the Holding company.

The company is engaged in the business of referral of loans to financing partners. The key performance obligations are sourcing and credit appraisal of loans sanctioned by financing partner, which are satisfied at the initiation of contract i.e. at a point in time. Due to transfer of the Co-Lending platform via the slump sale transaction that happened during the FY 2021-22, then onwards the company also earns a portion of the interest service fee. The same is also referred to as services transferred at a point in time.

28 Other income

Particulars	For the year ended March 31, 2025	For the year ended March 31, 2024
Interest income on financial assets at amortised cost		
-Deposits with banks	7.98	2.09
-Security deposits	0.22	0.19
Business support service income	23.80	66.96
Marketing Income	2.26	86.76
Profit on Sale of Fixed Asset	0.07	0.01
Interest on Income tax Refund	3.88	-
Other non operating income	4.04	18.62
Total	42.25	174.63

29 Employee benefits expenses

Particulars	For the year ended March 31, 2025	For the year ended March 31, 2024
Salaries, wages and bonus	122.02	121.04
Contribution to provident and other funds	3.66	4.03
Share Based Payments to Employees	2.03	9.04
Gratuity expenses (Refer Note 37)	6.54	6.60
Staff welfare expenses	6.42	3.93
Total	140.67	144.64

Axio Digital Private Limited**Notes to financial statements for the period ended March 31, 2025**

(All amount in INR millions, unless otherwise stated)

30 Finance costs

Particulars	For the year ended March 31, 2025	For the year ended March 31, 2024
On financial liabilities measured at amortised cost		
Interest on debts and borrowings	70.08	58.96
Interest on Lease liabilities (Refer Note 39)	0.87	1.56
Other finance cost	5.06	0.36
Total	76.01	60.88

31 Depreciation

Particulars	For the year ended March 31, 2025	For the year ended March 31, 2024
Depreciation on property, plant and equipment	6.63	5.87
Amortization of Intangible Assets	52.17	20.70
Depreciation of Right-of-use Assets	5.42	5.27
Total	64.22	31.84

32 Other expenses

Particulars	For the year ended March 31, 2025	For the year ended March 31, 2024
Auditors Remuneration		
- as auditor	3.30	4.70
Marketing expenses	23.04	159.59
Provision for Clawback / FLDG	194.58	50.60
Manpower Expenses	76.43	70.16
Travelling expenses	3.53	5.55
Office maintenance	12.95	0.96
Customer onboarding charges	6.05	8.34
Legal and professional charges	11.96	2.68
Collection Cost	163.98	106.47
Other technology expenses	101.07	141.08
Bad Debts	3.09	-
Miscellaneous expenses	3.28	3.12
Total	603.27	552.29

Axio Digital Private Limited (Formerly Thumbworks Technologies Private Limited)**Notes to financial statements for the period ended March 31, 2025**

(All amount in INR millions, unless otherwise stated)

33 Taxation

As per Ind AS 12, a deferred tax asset shall be recognised for the carry forward of unused tax losses and unused tax credits to the extent that it is probable that future taxable profit will be available against which the unused tax losses and unused tax credits can be utilised.

After due evaluation of the above requirement, the management has decided to not create any deferred tax asset.

Hence, deferred tax assets have been recognized only to the extent of deferred tax liabilities in the books.

34 Earnings per share (EPS)

The following reflects the profit / (loss) and share data used in basic and diluted EPS computations

Particulars	March 31, 2025	March 31, 2024
Basic		
Weighted average number of equity shares for computation of Basic EPS (in No's)	1,07,26,206.00	1,07,26,206.00
Net profit for calculation of basic EPS (In millions)	248.09	17.05
Basic earning per share (In INR)	23.13	1.59
Diluted		
Weighted average number of equity shares for computation of Diluted EPS (in No's)	1,07,26,206.00	1,07,26,206.00
Net profit for calculation of Diluted EPS (in millions)	248.09	17.05
Diluted earning per share (In INR) *	23.13	1.59
* Since diluted EPS are anti-dilutive hence, diluted EPS is restricted to basic EPS		
Reconciliation of Weighted average number of shares outstanding (in No's)		
Weighted average number of equity shares for computation of Basic EPS	1,07,26,206.00	1,07,26,206.00
(Add) Convertible Shares/Debt Securities	-	-
Weighted average number of equity shares for computation of Diluted EPS	1,07,26,206.00	1,07,26,206.00
Nominal value of each share (in INR)	10.00	10.00

35 Contingent liabilities

In the ordinary course of business, the Company faces claims and assertions by various parties. The Company assesses such claims and assertions and monitors the legal environment on an ongoing basis, with the assistance of external legal counsel, wherever necessary. The Company records a liability for any claims where a potential loss is probable and capable of being estimated and discloses such matters in its financial statements, if material. For potential losses that are considered possible, but not probable, the Company provides disclosure in the financial statements but does not record a liability in its accounts unless the loss becomes probable.

The Company believes that the outcome of these proceedings will not have a materially adverse effect on the Company's financial position and results of operations.

a. Contingent Liabilities not provided for in respect of:

Particulars	As at March 31, 2025	As at March 31, 2024
Income tax matters - appeals by company*	108.46	108.46
Corporate guarantees given by Company**	966.06	-
Total	1,074.52	108.46

*The stay of demand has been raised against preferring CIT(A) for assessment year 2017-18. The company has paid an amount of INR 52.22 million under protest for the matter under dispute.

**Note: Corporate guarantees given by the company is to various co-lenders amount to Rs. 966.06 Mn (March 31, 2024 Rs.Nil). The corporate guarantee given by the Company net off impairment provision of Rs. 168.09 Mn (March 31, 2024 Rs.Nil) is Rs. 797.98 Mn (March 31, 2024 Rs. Nil). Further the company has also the lien marked fixed deposit amount to Rs. 211.15 Mn (March 31, 2024 Rs. Nil)

36 Expenditure in foreign currency

Particulars	March 31, 2025	March 31, 2024
Other technology expenses	4.56	2.96
Total	4.56	2.96

37 Employee benefit obligations**i) Defined contribution plan**

During the year, the Company has recognised the following amounts in the Statement of profit and loss:

Particulars	March 31, 2025	March 31, 2024
Employers' Contribution to Employee's Provident Fund*	3.64	4.02
	3.64	4.02

*Provident fund is a defined contribution plan. The contribution towards provident fund has been deposited with Regional Provident Fund Commissioner and is charged to Statement of Profit and Loss.

ii) Defined benefit plan

The company provides for gratuity for its employees as per the Payment of Gratuity Act, 1972. Employees who are in continuous service for a period of 5 years are eligible for gratuity. The amount of gratuity payable on retirement/termination is the employees last drawn basic salary per month computed proportionately for 15 days salary multiplied for the number of years of service. The gratuity plan is an unfunded plan

Through its defined benefit plans the Company is exposed to a number of risks, the most significant of which are detailed below:

a) Change in bond yields -

A decrease in government bond yields will increase plan liabilities.

b) Inflation risk -

The present value of some of the defined benefit plan obligations are calculated with reference to the future salaries of plan participants. As such, an increase in the salary of the plan participants will increase the plan's liability.

c) Life expectancy -

The present value of defined benefit plan obligation is calculated by reference to the best estimate of the mortality of plan participants, both during and after the employment. An increase in the life expectancy of the plan participants will increase the plan's liability.

The following tables summarise the components of net benefit expense recognised in the statement of profit or loss and the funded status and amounts recognised in the balance sheet for the respective plans:

Table showing change in the present value of projected benefit obligation

Particulars	As at March 31, 2025	As at March 31, 2024
Change in benefit obligations		
Present value of benefit obligation at the beginning of the year	28.42	24.84
Interest on defined benefit obligation	1.97	1.70
Current Service cost	4.58	4.89
Benefit Paid From the Fund	(0.40)	(2.04)
Actuarial (Gains) on Obligations - Due to Change in Financial Assumptions	(4.78)	(0.29)
Actuarial Loss on Obligations - Due to Change in Demographic Assumptions	0.40	(0.36)
Actuarial Losses on Obligations - Due to Experience	0.51	(0.32)
Liability at the end of the year	30.70	28.42

Change in Fair Value of Plan Assets

Particulars	As at March 31, 2025	As at March 31, 2024
Change in Fair Value of Plan Assets		
Fair value of plan assets at beginning of the year	-	-
Other Adjustments	-	-
Charges and Taxes	-	-
Expected return on plan assets	-	-
Cash Flows		
a) Employer direct benefit payments	2.04	0.40
b) Benefit payment from employer	(2.04)	(0.40)
Actuarial Gains/ Losses on Plan Assets	-	-
Transfer In/Out	-	-
Actual Return on Plan assets	-	-
Fair value of Plan Assets	-	-

Axio Digital Private Limited**Notes to financial statements for the period ended March 31, 2025**

(All amount in INR millions, unless otherwise stated)

Amount recognized in the Balance Sheet

Particulars	As at March 31, 2025	As at March 31, 2024
Present value of unfunded defined benefit obligation	30.70	28.43
Amount not recognized due to asset limit	-	-
Net defined benefit liability / (asset) recognized in balance sheet	30.70	28.43
Current	2.48	2.99
Non-current	28.22	25.44

Expenses recognized in the Statement of Profit and Loss

Particulars	For the year ended March 31, 2025	For the year ended March 31, 2024
Current service cost	4.58	4.89
Interest on net defined benefit liability / (asset)	1.97	1.70
Total expense charged to profit and loss account	6.55	6.59

Expenses recognized in the Other comprehensive income (OCI)

Particulars	For the year ended March 31, 2025	For the year ended March 31, 2024
Opening amount recognized in OCI outside profit and loss account	1.46	2.43
<u>Remeasurements during the period due to</u>		
Changes in financial assumptions	(4.78)	(0.29)
Changes in demographic assumptions	0.40	(0.36)
Experience adjustments	0.51	(0.32)
Closing amount recognized in OCI outside profit and loss account	(2.41)	1.46

The actuarial assumptions used to determine benefit obligations as at March 31, 2025 and March 31, 2024 are as follows:

Particulars	For the year ended March 31, 2025	For the year ended March 31, 2024
Discount Rate	6.72%	6.97%
Salary escalation rate	7.58%	13.00%
Rate of Employee Turnover	10.88%	17%
Mortality Rate	100% of IALM 12-14	100% of IALM 12-14
Disability Rate	No explicit assumptions	No explicit assumptions

Balance sheet reconciliation

Particulars	For the year ended March 31, 2025	For the year ended March 31, 2024
Opening net liability	28.43	24.84
Expenses recognized in Statement of Profit and Loss	6.54	6.60
Expenses / (Income) recognized in Other comprehensive income	(3.87)	(0.97)
Benifits Paid	(0.40)	(2.04)
Employer's Contribution	-	-
Closing net liability recognized in the Balance Sheet	30.70	28.43

Cash Flow Projection

Expected cash flow profile of the benefits to be paid to the current membership of the plan based on past service of the employees as at the valuation date

Particulars	For the year ended March 31, 2025	For the year ended March 31, 2024
Expected benefits for year 1	2.64	3.20
Expected benefits for year 2	2.62	3.38
Expected benefits for year 3	3.22	3.27
Expected benefits for year 4	4.58	3.56
Expected benefits for year 5	3.13	4.29
Expected benefits for year 6	2.97	3.19
Expected benefits for year 7	2.79	2.89
Expected benefits for year 8	2.63	2.62
Expected benefits for year 9	2.48	2.36
Expected benefits for year 10 and above	2.33	2.13

Axio Digital Private Limited**Notes to financial statements for the period ended March 31, 2025**

(All amount in INR millions, unless otherwise stated)

Sensitivity analysis

Particulars	For the year ended March 31, 2025	For the year ended March 31, 2024
Projected benefit obligation on current assumptions		
Delta effect of +0.5% change in rate of discounting	29.63	27.64
Delta effect of -0.5% change in rate of discounting	31.84	29.27
Delta effect of +0.5% change in rate of withdrawal	30.70	28.25
Delta effect of -0.5% change in rate of withdrawal	30.69	28.61
Delta effect of +0.5% change in rate of salary increase	31.76	29.16
Delta effect of -0.5% change in rate of salary increase	29.70	27.73

Compensated absences :

Particulars	For the year ended March 31, 2025	For the year ended March 31, 2024
Present value of unfunded obligation	27.08	24.57
Expenses recognised in the Statement of Profit and Loss	4.10	4.39
Discount Rate	6.72%	6.97%
Salary escalation rate	7.58%	13.00%

38 Change in liabilities arising from financing activities

Particulars	As at March 31, 2024	Cash Flows	EIR Impact*	As at March 31, 2025
Borrowing from related party	386.25	163.17	-	223.08
Debt securities-Secured	99.71	398.31	(2.20)	495.82
Total	485.96	561.48	(2.20)	718.90

*Net off accrued interest

39 Related party disclosures

Relationship

Holding Company

Fellow Subsidiary

Associates / Enterprises owned or significantly influenced by key management personnel or their relatives

Name of the party

CapFloat Financial Services Private Limited

Axio Capital Private Limited

Zen Lefin Digital Services Private Limited (earlier Gaurav Sashank Business Software Ventures Private Limited)
Gaurav Sashank Bangalore Financial Ventures Pvt Ltd
Digital Lenders association of India
Valiant Investments & Trades Pvt Ltd

Key Management Personnel

Name

Gaurav Hinduja

Sashank Rishyasringa

Seema Patel

Mauli Agarwal

Designation

Executive Director

Executive Director

Company Secretary (w.e.f. August 18, 2023 - March 31,2025)

Company Secretary (w.e.f. March 31, 2025)

Relatives of Key Management Personnel

Relatives of Key Management Personnel

Dinesh Jhamandas Hinduja

Namitha Hinduja

Nalini Hinduja

Jai Shamsunder Rupani

Related Party transactions during the year:

Particulars	Holding Company		Key Management Personnel		Relatives of Key Management Personnel		Associates / Enterprises owned or significantly influenced by key management personnel or their relatives	
	For the year ended March 31, 2025	For the year ended March 31, 2024	For the year ended March 31, 2025	For the year ended March 31, 2024	For the year ended March 31, 2025	For the year ended March 31, 2024	For the year ended March 31, 2025	For the year ended March 31, 2024
Remuneration to Directors / Key managerial personnel*	-	-	-	-	-	-	-	-
Seema Patel	-	-	0.09	0.04	-	-	-	-
CapFloat Financial Services Private Limited								
Referral Fees income	514.24	427.93	-	-	-	-	-	-
Interest service fees expense (Net of Income)	436.06	336.30	-	-	-	-	-	-
Collection service expense	0.02	0.02	-	-	-	-	-	-
Rent	2.10	2.69	-	-	-	-	-	-
Interest Expense	7.72	59.24	-	-	-	-	-	-
ESOP Expense	7.91	9.04	-	-	-	-	-	-
Business Support Fees - Expense	19.22	4.39	-	-	-	-	-	-
Business Support Fees - Income	43.01	71.35	-	-	-	-	-	-
Dinesh Jhamandas Hinduja								
Rent	-	-	-	-	15.95	-	-	-
Interest Expense								
Gaurav Hinduja	-	-	25.64	-	-	-	-	-
Namitha Hinduja	-	-	-	-	1.78	-	-	-
Jai Shamsunder Rupani	-	-	-	-	2.30	-	-	-
Valiant Investments & Trades Pvt Ltd	-	-	-	-	-	-	0.69	-

Related Party transactions during the year: (Cont..)

Particulars	Holding Company		Key Management Personnel		Relatives of Key Management Personnel		Associates / Enterprises owned or significantly influenced by key management personnel or their relatives	
	For the year ended March 31, 2025	For the year ended March 31, 2024	For the year ended March 31, 2025	For the year ended March 31, 2024	For the year ended March 31, 2025	For the year ended March 31, 2024	For the year ended March 31, 2025	For the year ended March 31, 2024
Borrowings - Taken								
Gaurav Hinduja	-	-	250.00	-	-	-	-	-
Namitha Hinduja	-	-	-	-	32.50	-	-	-
Jai Shamsunder Rupani	-	-	-	-	30.00	-	-	-
Valiant Investments & Trades Pvt Ltd	-	-	-	-	-	-	10.00	-
Borrowings - Repaid								
Gaurav Hinduja	-	-	50.00	-	-	-	-	-
Jai Shamsunder Rupani	-	-	-	-	15.00	-	-	-
Namitha Hinduja	-	-	-	-	15.00	-	-	-

Balance outstanding as at the year end:

Particulars	Holding Company		Key Management Personnel		Relatives of Key Management Personnel		Associates / Enterprises owned or significantly influenced by key management personnel or their relatives	
	As at March 31, 2025	As at March 31, 2024	As at March 31, 2025	As at March 31, 2024	As at March 31, 2025	As at March 31, 2024	As at March 31, 2025	As at March 31, 2024
Balance outstanding as at the year end:								
CapFloat Financial Services Private Limited								
Stock Compensation payable	127.89	119.98	-	-	-	-	-	-
Receivable from Holding Company	403.99	199.13	-	-	-	-	-	-
Payable to Holding Company	500.69	270.02	-	-	-	-	-	-
Borrowings	-	386.25	-	-	-	-	-	-
Borrowings								
Gaurav Hinduja	-	-	223.08	-	-	-	-	-
Namitha Hinduja	-	-	-	-	17.57	-	-	-
Jai Shamsunder Rupani	-	-	-	-	15.04	-	-	-
Valiant Investments & Trades Pvt Ltd	-	-	-	-	-	-	10.02	-

* Salaries include bonus but does not include stock compensation expense and reimbursement

Compensation of key management personnel

Particulars	March 31, 2025	March 31, 2024
Short-term employee benefits	0.09	0.04
Post-employment benefits (note b)	-	-
Other long term benefits	-	-
Termination benefits	-	-
Share-based payments	-	-
Total	0.09	0.04

Note:

- a) Related parties have been identified on the basis of the declaration received by the management and other records available.
b) Provisions for gratuity and compensated absences are made for the Company as a whole and the amounts pertaining to the key managerial personnel are not specifically identified and hence are not included above.
c) The Company enters into transactions, arrangements and agreements involving related parties in the ordinary course of business under the same commercial and market terms, interest and commission rates that apply to non-related parties.

Axio Digital Private Limited**Notes to financial statements for the period ended March 31, 2025**

(All amount in INR millions, unless otherwise stated)

40 Employee Stock Option Scheme (ESOS)**CapFloat ESOP scheme**

CapFloat Financial Services Private Limited, the holding company of Axio Digital Private Limited (Formerly known as Thumbworks Technologies Private Limited), has an ESOP program for its employees and to its subsidiary employees as a part of the group HR strategy to provide fair compensation and talent retention. Under the program, the ESOP cost is part of subsidiary expenses as to the extent it pertains to the employees of the subsidiary and the net liability will be settled with the company either in cash or equity as the case may be. A MOU is entered between the holding and the subsidiary for the same.

On 1 Feb 2014, the board of directors approved the Equity Settled ESOP Scheme 2014 (Scheme 2014) for issue of stock options. Apart from this, 6,96,840 shares are owned by Capital Float Employee Welfare Trust and 115,692 shares are held by employees of the company and its subsidiary pursuant to exercise of grants as at March 31, 2025.

The company provides share-based payment schemes to its employees. For the year ended March 31, 2025 following Employee Stock Option Plans (ESOPs) were in existence. The relevant details of the schemes and the grants are as below:

(i) Details of all grants in operation during the year ended March 31, 2025 are as given below:

Particulars	Date/Date range of grant	No. of options approved	No. of options granted	Exercise price per option (in INR)	Method of settlement	Vesting period	Fair Value per Option on grant date (INR)
Grant I	Apr'17 to Mar'18	1015	1015	10	Equity	4 years	2,123.00
Grant II	Apr'18 to Aug'18	325	325	250	Equity	4 years	1,965.00
Grant III [#]	Sep'18 to Mar'19	199149	199149	10	Equity	4 years	3,785.71
Grant IV	Sep'18 to Mar'19	30719	30719	250	Equity	4 years	3,545.71
Grant V	May'19 to Nov'19	8554	8554	800	Equity	4 years	3,199.34
Grant VI	Apr'20	1911	1911	800	Equity	1 year	3,299.45
Grant VI	Apr'20	4575	4575	800	Equity	4 years	3,351.35
Grant VII	Apr'21	611	611	800	Equity	1 year	3,299.45
Grant VII	Apr'21	751	751	800	Equity	4 year	3,351.35
Grant VII	Jul'21	250	250	800	Equity	4 years	3,351.35
Grant VII	Dec'21	82910	82910	200	Equity	4 years	1,175.16
Grant VII	Mar'22	308	308	200	Equity	4 years	1,175.16
Grant VIII	Apr'22 to Feb'23	11856	11856	200	Equity	4 years	1,182.52

Grant letters for this issuance have infinite exercise period.

Vesting conditions:

The Options would vest only if the Option Grantee continues to be in employment of the Company on the date that they are due to vest. No options would vest in case employment is severed and in such case the date of resignation / termination shall be considered for reckoning the period of vesting.

(ii) The expense recognised for employee services received during the year is shown in the following table:

Particulars	For the year ended March 31, 2025	For the year ended March 31, 2024
Expense arising from equity-settled share-based payment transactions*	2.03	9.04
	2.03	9.04

* Net of capitalized ESOP expenses of Rs. 5.88 Million (Previous Year Rs. 13.70 Millions)

Axio Digital Private Limited
Notes to financial statements for the period ended March 31, 2025

(All amount in INR millions, unless otherwise stated)

Method used for accounting for shared based payment plan.

The Company uses fair value to account for the compensation cost of stock options to employees of the Company.

(iii) Movement in the options outstanding under the Employees Stock Option Plan for the year ended March 31, 2025

Particulars	Options outstanding at April 1, 2024	Adjustments to opening balance	Granted during the year	Forfeited during the year	Exercised during the year	Expired / lapsed during the year	Outstanding at March 31, 2025	Exercisable at March 31, 2025	Weighted average remaining contractual life (in years)	Weighted average share price at the time of exercise
Grant I	1,015	-	-	-	-	-	1,015	1,015	-	-
Grant II	325	-	-	-	-	-	325	325	-	-
Grant III	1,70,606	-	-	-	-	-	1,70,606	1,70,606	-	-
Grant IV	16,951	24	-	-	-	-	16,975	16,975	-	-
Grant V	6,716	-	-	-	-	-	6,716	6,716	-	-
Grant VI	1,905	-	-	-	-	-	1,905	1,905	-	-
Grant VI	2,610	-	-	-	-	-	2,610	2,610	-	-
Grant VI	501	-	-	-	-	-	501	501	-	-
Grant VII	611	-	-	-	-	-	611	611	-	-
Grant VII	187	-	-	-	-	-	187	187	-	-
Grant VII	250	-	-	-	-	-	250	218	0.18	-
Grant VII	59,542	-	-	987	-	-	58,555	48,950	0.50	-
Grant VII	154	-	-	-	-	-	154	154	-	-
Grant VIII	11,673	-	-	73	-	-	11,600	7,372	0.67	-

(iv) Fair Value methodology

The value of the underlying shares has been determined by an independent valuer. The following assumptions were used for calculation of fair value of grants in accordance with Black Scholes model, for options granted during the financial year:

Grant	Grant Period	Fair Valuation	Exercise price (Rs) per share	Risk free interest rate	Expected life (years)	Expected volatility	Dividend yield	Price of the underlying share in the market at the time of the option grant (Rs.) - adjusted for bonus/stock splits
Grant I	Apr'17 to Mar'18	09-Nov-17	250	6.84%	5.5 - 7.01	NIL	NIL	2,133.00
Grant II	Apr'18 to Aug'18	01-Apr-18	250	7.42%	5.5 - 7.01	NIL	NIL	2,215.00
Grant III	Sep'18 to Mar'19	11-Sep-18	10	8.23%	5.5 - 7.01	NIL	NIL	3,795.71
Grant IV	Sep'18 to Mar'19	11-Sep-18	250	8.23%	5.5 - 7.01	NIL	NIL	3,795.71
Grant V	May'19 to Nov'19	01-Nov-19	800	6.37%	5.5 - 7.01	NIL	NIL	3,999.34
Grant VI	Apr'20 to Feb'21	01-Apr-20	800	5.85%	4.5	NIL	NIL	3,914.30
Grant VI	Apr'20 to Feb'21	01-Apr-20	800	6.21%	4.5 - 6.00	NIL	NIL	3,914.30
Grant VI	Apr'20 to Feb'21	17-Nov-20	800	6.42%	5.13 - 6.63	NIL	NIL	3,914.30
Grant VII	Apr'21 to Jul'21	17-Nov-20	800	6.42%	5.13 - 6.63	NIL	NIL	3,914.30
Grant VII	Dec'21	31-Dec-21	200	6.41%	6.00 - 9.00	NIL	NIL	1,299.00
Grant VII	Mar'22	31-Dec-21	200	6.41%	6.00 - 9.00	NIL	NIL	1,299.00
Grant VIII	Apr'22 to Feb'23	31-Dec-21	200	7.44%	5	NIL	NIL	1,299.00

Axio Digital Private Limited**Notes to financial statements for the period ended March 31, 2025**

(All amount in INR millions, unless otherwise stated)

41 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 in the principal (or most advantageous) market at the measurement date under current market conditions (i.e., an exit price), regardless of whether that price is directly observable or estimated using a valuation technique.

Fair value hierarchy**Quoted price in active markets (Level 1):**

Level 1 hierarchy includes financial instruments measured using quoted prices. This includes mutual fund units that have a quoted price. The mutual fund units are valued using the closing net assets value. The company does not have any financial instruments which are level 1.

Observable inputs (Level 2):

The fair value of financial instruments that are not traded in an active market (for example over-the-counter derivatives) is determined using valuation techniques which maximise the use of observable market data and rely as little as possible on entity-specific estimates. The company does not have any financial instruments which are level 2.

Unobservable inputs (Level 3):

If one or more of the significant inputs is not based on observable market data, the instrument is included in level 3.

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

- The fair value of the quoted mutual funds are at Level 1 of Fair value hierarchy and are measured based on Net Asset Value (NAV) in active markets at the reporting date.

- The fair value of the financial assets (other than mutual funds) and financial liabilities were based on amortised cost at the reporting date.

The following table provides the fair value measurement hierarchy of financial assets and liabilities of the Company:

Financial instruments by category

Particulars	Measurement category	Fair value hierarchy	As at March 31, 2025	As at March 31, 2024
Financial assets				
Loans and Advances	Amortised Cost	Level 3	232.08	100.96
Total Financial assets			232.08	100.96

Particulars	Measurement category	Fair value hierarchy	As at March 31, 2025	As at March 31, 2024
Financial liabilities				
Borrowing (Current & Non-current)	Amortised Cost	Level 3	718.90	485.96
Lease Liability (Current & Non-current)	Amortised Cost	Level 3	3.88	9.40
			722.78	495.36

Set out below is a comparison, by class, of the carrying amounts and fair values of the Company's financial instruments other than those with carrying amounts that are approximates of fair value. This table does not include the fair values of non-financial assets and non-financial liabilities.

Particulars	As at March 31, 2025		As at March 31, 2024	
	Carrying value	Fair Value	Carrying value	Fair Value
Financial liabilities				
Non current borrowing	288.58	288.58	386.25	386.25
Lease Liability	2.00	2.00	3.89	3.89
Total	290.58	290.58	390.14	390.14

There have been no transfers between Level 1, Level 2 and Level 3 for the year ended March 31, 2025 and March 31, 2024

The management assessed that cash and cash equivalents, bank balances other than cash and cash equivalent, other current financial assets, trade payables, share based payment obligation and other current financial liabilities approximate their carrying amounts largely due to the short-term maturities of these instruments.

The fair value of the financial assets and liabilities is included at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale. The following methods and assumptions were used to estimate the fair values:

Valuation techniques**Non Current borrowing**

The fair values of non-current borrowings are based on discounted cash flows using a current borrowing rate. They are classified as level 3 fair values in the fair value hierarchy due to the use of unobservable inputs, including own credit risk.

Assets and Liabilities other than above - The carrying value of financial assets and liabilities other than borrowings represents a reasonable approximation of fair value.

Axio Digital Private Limited**Notes to financial statements for the period ended March 31, 2025**

(All amount in INR millions, unless otherwise stated)

42 Financial risk management

The Company's principal financial liabilities, comprise debt securities and borrowings, including lease liabilities and trade and other payables. The main purpose of these financial liabilities is to finance the Company's operations. The Company's principal financial assets include loans, investments, trade and other receivables and cash and cash equivalents and other bank balances that are derived directly from its operations.

Risk is an integral part of the Company's business and sound risk management is critical to the success. As a financial services company, it is exposed to risks that are particular to the environment within which it operates and primarily includes credit, liquidity and market risks. The Board of Directors of the Company are responsible for the overall risk management approach and for approving the risk management strategies and principles.

I. Credit risk

Credit risk is the risk that the Company will incur a loss because its counterparties fail to discharge their contractual obligations. The Company is exposed to credit risk arising from its operating activities which include providing guarantee for first-loss given default. Apart from this, the company is also exposed to credit risk on trade receivables, deposits with banks and other financial assets.

Major classes of financial instruments on which the company is exposed to credit risk are discussed below:

(a) Financial guarantee (FLDG):

Particulars	As at March 31, 2025	As at March 31, 2024
Contingent Liability on financial guarantee contracts	966.06	11.75

(b) Other assets:

The Company maintains exposure in cash and bank balances and other financial assets. Investments of surplus funds are made only with approved banks. Further, individual risk limits are set for each counterparty based on financial position, credit rating and past experience. Concentration of exposures are actively monitored by the Company to manage credit risk.

II. Liquidity risk

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

The principal sources of liquidity of the Company are cash and cash equivalents, borrowings and the cash flow that is generated from operations. The Company believes that current cash and cash equivalents, tied up borrowing lines and cash flow that is generated from operations is sufficient to meet requirements. Accordingly, liquidity risk is perceived to be low.

The following table shows the maturity analysis of financial assets and liabilities of the Company based on contractually agreed undiscounted cash flows as at the Balance Sheet date:

As at March 31, 2025

Particulars	On demand	Less than 3 months	3 to 12 months	1 to 3 years	> 3 years	Total
Financial assets						
Cash and cash equivalents	146.69	-	-	-	-	146.69
Bank balance other than above	-	-	60.17	240.37	-	300.54
Receivables	402.41	-	-	-	-	402.41
Loans and Advances	3.84	-	-	-	-	3.84
Other financial asset	232.08	-	-	-	-	232.08
Total undiscounted financial assets	785.02	-	60.17	240.37	-	1,085.56
Financial liabilities						
Trade payables	655.83	-	-	-	-	655.83
Lease Liabilities	-	1.24	1.57	1.50	-	4.31
Non current borrowing	-	95.74	635.91	68.55	-	800.20
Other financial liabilities	-	-	-	127.89	-	127.89
	655.83	96.98	637.48	197.94	-	1,588.23

Axio Digital Private Limited**Notes to financial statements for the period ended March 31, 2025**

(All amount in INR millions, unless otherwise stated)

As at March 31, 2024

Particulars	On demand	Less than 3 months	3 to 12 months	1 to 3 years	> 3 years	Total
Financial assets						
Cash and cash equivalents	18.40	-	-	-	-	18.40
Bank balance other than above	-	-	1.56	-	-	1.56
Receivables	245.09	-	-	-	-	245.09
Other financial asset	100.96	-	-	-	-	100.96
Total undiscounted financial assets	364.45	-	1.56	-	-	366.01
Particulars	On demand	Less than 3 months	3 to 12 months	1 to 3 years	> 3 years	Total
Financial liabilities						
Trade payables	419.30	-	-	-	-	419.30
Lease Liabilities	-	1.58	4.80	4.13	0.19	10.70
Non current borrowing	-	28.40	466.32	-	-	494.72
Other financial liabilities	-	-	-	119.98	-	119.98
	419.30	29.98	471.12	124.11	0.19	1,044.70

(III) Market risk

The Company is mainly exposed to the price risk due to its investments in Mutual funds. The price risk arises due to uncertainties about the future market values of these investments. Price risk is related to the change in NAV of the investments.

In order to manage its price risk arising from investments in mutual funds, the Company maintains its portfolio in accordance with the framework set by the Risk Management policies.

43 Capital management

The company's objective when managing capital are to

- Safeguard their ability to continue as going concern, so that they can continue for provide returns for the share holders and benefits for the other stake holders, and
- Maintain an optimal capital structure to reduce the cost of capital

The company manages it capital structure and makes adjustment in light of changes in economic conditions and the requirement of financial covenants. To maintain or adjust the capital structure, the company may obtain the loan from Holding Company or issue new shares.

44 Events after reporting date

There have been no events after the reporting date that require disclosure in these financial statements.

Axio Digital Private Limited**Notes to financial statements for the period ended March 31, 2025**

(All amount in INR millions, unless otherwise stated)

45 Leases

The company had entered into a lease arrangement for office premises on May 19, 2022 for a tenure of 36 months. The Company is restricted from assigning or subleasing the leased asset under the terms of lease. The company has also entered into a lease arrangement for cars with it's holding company. There are no other significant short term or long term lease arrangements.

Set out below are the carrying amounts of right-of-use assets recognised and the movements during the year:

Particulars	As at March 31, 2025	As at March 31, 2024
Opening net carrying balance	9.08	7.65
Additions	-	6.70
Depreciation	(5.42)	(5.27)
Disposals	-	-
Closing net carrying balance	3.66	9.08

Set out below are the carrying amounts of lease liabilities (included under Other financial liability) and the movements during the year:

Particulars	As at March 31, 2025	As at March 31, 2024
Opening Balance	9.40	7.92
Additions	-	6.70
Accretion of interest	0.87	1.56
Payments	(6.39)	(6.78)
Deletions	-	-
Closing Balance	3.88	9.40

The effective interest rate for lease liabilities is 13%.

Future Commitments

Particulars	As at March 31, 2025	As at March 31, 2024
Future undiscounted lease payments to which leases is not yet commenced	Nil	Nil

Maturity analysis of undiscounted lease liability

The table below provides details regarding the contractual maturities of lease liabilities as at March 31, 2025 on an undiscounted basis:

Particulars	As at March 31, 2025	As at March 31, 2024
Less than 3 months	1.24	1.58
3 to 12 months	1.57	4.80
1 to 3 years	1.50	4.13
More than 3 years	-	0.19
Total undiscounted lease liabilities	4.31	10.70

Amounts recognized in the Statement of Profit and Loss

	As at March 31, 2025	As at March 31, 2024
Depreciation on right of use assets	5.42	5.27
Interest expense on lease liability	0.87	1.56
Rental expense relating to short term leases.	-	-
	6.29	6.83

The Company had total cash outflows for leases of INR 6.39 (in million) for the year ended March 31, 2025 and INR 6.78 (in million) in March 31, 2024.

Axio Digital Private Limited**Notes to financial statements for the period ended March 31, 2025**

(All amount in INR millions, unless otherwise stated)

46 Financial ratios**i) Current ratio**

The current ratio is used to assess a company's short term liquidity. It is calculated by dividing the current assets by current liabilities.

ii) Debt-equity ratio

"Net Debt" is defined as aggregate of non-current borrowings and current maturities of long term-borrowings less cash and cash equivalents and total equity includes issued capital and all other equity reserves.

iii) Debt service coverage ratio

The Debt Service Coverage Ratio (DSCR) measures the ability of a company to use its operating income to repay all its debt obligations, including repayment of principal and interest on both short-term and long-term debt. It is calculated by dividing net operating income by the total debt service (Interest and principal).

iv) Return on equity ratio

Equal to profit for the year divided by the equity during that period, and is expressed as a percentage.

v) Net profit ratio

The net profit percentage is the ratio of after-tax profits to net sales. It reveals the remaining profit after administration, and financing have been deducted from Net interest, and income taxes recognized

vi) Return on capital employed

Return on Capital Employed is calculated by dividing our EBIT during a given period by Capital Employed (total assets less current liabilities, cash and cash equivalents, bank balances other than cash and cash equivalents and investments) during that period.

vii) Net capital turnover ratio

It is calculated by dividing annual sales by average stockholder equity (net worth). The ratio indicates how much a company could grow its current capital investment level.

Ratio	Numerator	Denominator	As at March 31, 2025	As at March 31, 2024	% change	Reason for variance
i) Current ratio	Current assets	Current liabilities	0.64	0.66	-4%	Increase due to increase in the current liabilities compared to the previous FY.
ii) Debt-equity ratio	Total borrowings	Total Equity	1.43	(19.85)	-107.22%	An increase in overall borrowings and better total equity is leading to this variance.
iii) Debt service coverage ratio	Earnings available for debt service= Net Profit after tax+ Non cash operating expenses+ Interest + Other adjustments like loss on sale of fixed assets, etc.	Debt service= Interest & lease payments + Principal Repayments	0.50	1.03	-51.42%	Overall the company has earned higher revenue as compared to previous year and there is a repayment of unsecured borrowings.
iv) Return on equity ratio	Net Profit after tax	Average Shareholders equity	244.42%	-69.65%	-450.94%	Overall the company has earned higher revenue as compared to previous year.
v) Net profit ratio	Net Profit after tax	Net Sales	22.76%	2.70%	743.76%	Overall the company has earned higher revenue as compared to previous year.
vi) Return on capital employed	Earnings before interest and taxes	Capital Employed = Total Assets- Current Liabilities	0.47	0.15	216.73%	Improvement in the CY ratio is due to increase in profit (attributable to increased revenues)
vii) Net Capital turnover ratio	Net sales shall be calculated as total sales minus sales returns	Working capital shall be calculated as current assets minus current Liabilities	-2.37	-4.02	-41.06%	Year end provisions increased compared to PY.

During the year, the Company has incurred a profit of Rs.248.16 millions (March 31, 2024: Rs. 18.02 millions) and the accumulated losses of as at March 31, 2025 stand at Rs.(2,533.22) millions (March 31, 2024 : Rs.2,785.18millions). The Company is a technology start-up and losses in the initial years of incorporation are primarily attributable to the nature of its business.

47 Other Statutory Information

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

(ii) The Company does not have any transactions with struck-off companies.

(iii) The Company does not have any charges or satisfaction which is yet to be registered with ROC beyond the statutory period.

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

(v) The Company have 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

(vi) The Company have 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 company (Ultimate Beneficiaries) or
- (b) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries

(vii) The Company have not any such transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961.

(viii) The company is not declared as wilful defaulter by any bank or financial institution or other lender.

(ix) The company maintains proper books of accounts in electronic mode on servers physically present in India. Daily restorable backups of the accounting records are also kept in the system.

(x) The Company has complied with the Rule 3 of Companies (Accounts) Rules, 2014 amended on August 05, 2023 relating to maintenance of electronic books of account and other relevant books and papers. The Company's books of account and relevant books and papers are accessible in India at all times and backup of accounts and other relevant books and papers are maintained in electronic mode within India and kept in servers physically located in India on daily basis.

Axio Digital Private Limited**Notes to financial statements for the period ended March 31, 2025**

(All amount in INR millions, unless otherwise stated)

48 Segment information

Since the Company has only one reportable business segment "business of financing" as the primary segment and it operates in a single geographical segment within India, no disclosure is required to be given as per Ind AS108 "Operating segment" as notified under Section 133 of the Companies Act, 2013 ('the Act') read together with Companies (Indian Accounting Standards) Rules, 2015 and Companies (Indian Accounting Standards) (Amendment) Rules, 2016, as amended from time to time.

Information about geographical area

Particulars	As at March 31, 2025	As at March 31, 2024
In India		
Property, plant and equipment	14.43	17.74
Intangible Assets	210.02	209.33
Intangibles under development	523.07	341.25
Other non current assets	1.91	1.69
Income Tax Assets (net)	180.90	151.86
Outside India	-	-
Total	930.33	721.87

Revenue from major customer:

Revenue from all the customers are located in India and major customers was CapFloat Financial Services Private Limited which is 40.98% and others 59.02% (31 March 2024: 46.42% and 53.58%) respectively.

49 Reclassification and Regrouping

The previous numbers have been regrouped/rearranged wherever necessary to make them comparable to current year numbers.

As per our report of even date

For Nangia and Co LLP

Chartered Accountants

ICAI Firm Registration No: 002391C/N500069

**For and on behalf of the Board of Directors of
Axio Digital Private Limited**

CIN : U72900PN2014PTC153050

Jaspreet Singh Bedi

Partner

Membership No. 601788

Place: Mumbai

Date: August 05, 2025

Gaurav Dinesh Hinduja

Director

DIN: 01264801

Place: Bengaluru

Date: August 05, 2025

Sashank R Rishyasringa

Director

DIN: 06466985

Place: Mumbai

Date: August 05, 2025

Mauli Agarwal

Company Secretary

Membership No. 31107

Place: Mumbai

Date: August 05, 2025