

June 14, 2025

To,

National Stock Exchange of India Limited

The Listing Department

Exchange Plaza, C-1, Block G,

BandraKurla Complex, Bandra (East),

Mumbai-400051 (Maharashtra)

NSE SYMBOL: QUICKTOUCH

ISIN: INE0K4D01020

**SUB: SUBMISSION OF NOTICE OF 12TH ANNUAL GENERAL MEETING ALONG WITH
INTEGRATED ANNUAL REPORT OF THE COMPANY FOR THE FINANCIAL YEAR
2024-25.**

Dear Sir / Madam,

This is to inform that the 12th Annual General Meeting (“AGM”) of the Company will be held on Monday, July 07, 2025 at 04.00 p.m. through Video Conferencing / Other Audio Visual Means in accordance with the applicable circulars issued by the Ministry of Corporate Affairs and the Securities and Exchange Board of India.

Pursuant to Regulation 30 & 34 of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are submitting herewith the Integrated Annual Report of the Company along with the Notice of AGM for the financial year 2024-25 which is being sent through electronic mode to the Shareholders.

The Integrated Annual Report containing the Notice is also uploaded on the Company’s website and can be accessed at www.quicktouch.co.in.

We would further like to inform that the Company has fixed Monday, June 30, 2025 as the cut-off date for ascertaining the names of the shareholders holding shares in dematerialised form, who will be entitled to cast their votes electronically in respect of the businesses to be transacted as per the Notice of the AGM and to attend the AGM.

The remote e-voting shall commence on Wednesday, July 02, 2025 at 9:00 am and will end on Sunday, July 06, 2025 at 5:00 pm.

The Annual Report for the financial year 2024-25 and the Notice of AGM are enclosed herewith.

You are requested to take on record the above information.

Thanking you,

Yours faithfully,

For Quicktouch Technologies Limited

Kajal Goel

Company Secretary & Compliance Officer

Membership No. 66838

2024/2025
Annual Report

Quicktouch Technologies Limited



Office No. 203, D-Mall,
Second
Floor, Netaji Subhash Place,
Pitampura, Delhi-110034



Telephone:
+91 96670 09283



Email:
info@quicktouch.co.in
www.quicktouch.co.in

Quicktouch Technologies Limited



www.quicktouch.co.in

FY 2024-25

ANNUAL REPORT

Company's Annual Report & Account 2025

Quicktouch Technologies
Limited



CORPORATE INFORMATION

Listed on National Stock Exchange of India Ltd (SME EMERGE)
CIN: L74900DL2013PLC329536



Board of Directors

Mr. Gaurav Jindal - Managing Director
Ms. Madhu – Non Executive Director
Ms. Divya Kwatra - Independent Director
Ms. Ayushi Sikka - Independent Director
Mr. Vinod Aggarwal - Independent Director
Mr. Arvind Sharma - Non Executive Director
Mr. Krishnan - Non Executive Director

Chief Financial Officer

Mr. Ankit Gupta

Company Secretary & Compliance Officer

Ms. Kajal Goel

Statutory Auditors

M/s. K A R M A & Co. LLP
503, 5th floor, 'PATRON', Opp. Kensville Golf Academy,
Rajpath Club to S P Ring Road, Bodakdev,
Ahmedabad- 380054

Secretarial Auditors

M/s. Virender Kumar & Associates
Company Secretaries
22B Ground Floor, Tower B2 Spaze IT Park, Sector 49,
Sohna Road, Gurgaon, 122001

Internal Auditors

M/s BAS & Co. LLP
Chartered Accountants
Office No. 804, Pearls Omaxe Building, Netaji Subhash Place,
Pitampura, Delhi-110034

Registered Office & Corporate Office

D-Mall, Office No. 203, Second Floor, Netaji
Subhash Place, Pitampura, Delhi-110034
Email: investors@quicktouch.co.in
Website: www.quicktouch.co.in

Registrar And Share Transfer Agent

M/s Skyline Financial Services Private Limited
D-153/A, 1st Floor, Phase-1, Okhla Industrial Area,
New Delhi-110020
Ph No: 011-40450193-97 and 011-26812682-83

Wholly Owned Subsidiary

M/s Tronix IT Solutions Private Limited
M/s Qtouch Business Solutions Private Limited
M/s Vidyahub Private Limited
M/s Techquench Private Limited
M/s Earth Leasing and Finance Private Limited

Associate Company

Pinance Exim IT Solution LLC

Bankers

Indian Overseas Bank
Asix Bank

QUICKTOUCH
Technologies Limited



QUICKTOUCH
INNOVATING INTERESTINGLY



THE CONTENT.

Inside this report

This report provides a comprehensive overview of Quicktouch Technologies Limited's performance, strategic initiatives, financial highlights, and outlook for the financial year 2024-25

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QUICKTOUCH
Technologies Limited

Innovating Interestingly



STATUTORY REPORT &
FINANCIAL STATEMENTS

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Reimagine Business with Quicktouch Solutions

At Quicktouch Technologies Limited, we empower organizations to reimagine their business models through intelligent, integrated, and future-ready digital solutions. Whether it's streamlining school operations with our advanced EdTech platforms, optimizing resources with our enterprise-grade ERP systems, or enabling seamless financial transactions through our Fintech innovation—QuickPay—we help businesses unlock new efficiencies and customer experiences.



Our solutions are designed to simplify complexity, drive data-informed decisions, and foster agility in an increasingly digital world. By combining innovation with usability, Quicktouch is not just solving problems—we're enabling transformation at scale.

Quicktouch delivers innovative, scalable technology solutions tailored to the evolving needs of modern enterprises. From smart education platforms to digital financial tools, our solutions harness automation, cloud, and AI to help businesses operate, connect, and grow in a digitally driven world.

Core Values

We value individuality, and we celebrate and appreciate every person's talents, aspirations, and choices. At Quicktouch, we support open and easy collaboration to create more opportunities for everyone to work toward our shared goals while achieving their specific ones.



Our Vision

Quicktouch Technologies envisions pioneering digital transformation, merging innovation and excellence to empower businesses. We aim to lead with cutting-edge IT solutions, redefining possibilities and enabling clients to thrive in the evolving digital landscape. We help our clients design and build innovative products, platforms, and digital experiences for the modern world. By integrating our strategic design, complex engineering, and vertical industry expertise with Information Technology capabilities.

Our Mission

Quicktouch Technologies envisions pioneering digital transformation, merging innovation and excellence to empower businesses. We aim to lead with cutting-edge IT solutions, redefining possibilities and enabling clients to thrive in the evolving digital landscape. We help our clients design and build innovative products, platforms, and digital experiences for the modern world. By integrating our strategic design, complex engineering, and vertical industry expertise with Information Technology capabilities.

100%

Customer Satisfaction

At Quicktouch, we take full responsibility for the work and the moments of learning. A culture of responsibility runs through the heart of Quicktouch, governed by integrity and respect in its actions and the quality of work it performs.

Quicktouch utilizes its extensive industry experience and advanced technology to channel for clients. Our holistic services blueprint and inventive business model create the best IT solutions to suit improved business outcomes.



Innovating with a Digital Mindset

We help our clients design and build innovative products, platforms, and digital experiences for the modern world. By integrating our strategic design, complex engineering, and vertical industry expertise with Information Technology capabilities.

365+ Love us

We help our clients design and build innovative products, platforms, and digital experiences for the modern world. By integrating our strategic design, complex engineering, and vertical industry expertise with Information Technology capabilities.



Message From Managing Director

Dear Shareholders,

As I sit down to reflect on the journey of Quicktouch Technologies Limited over the course of the financial year 2024-25, I find myself overwhelmed with pride, gratitude, and deep optimism for what lies ahead. This year has not merely been a passage of time—it has been a masterclass in transformation, courage, and purpose. We didn't just grow; we evolved. We didn't just expand; we reimagined. And we didn't just dream; we delivered.

The past year was undoubtedly one of the most defining in the history of Quicktouch. It was a year that witnessed the manifestation of our boldest aspirations into action—where visions materialized into verticals, ideas turned into innovations, and aspirations took shape as tangible assets. From being primarily recognized as a niche player in the EdTech and ERP space, we have now taken commanding strides into the vast universe of fintech, cybersecurity, digital platforms, and international markets, thereby broadening the horizon of what Quicktouch can and will become.

Gaurav Jindal
(Managing Director)



The Dawn of a Fintech Revolution – QuickPay



At the heart of this metamorphosis lies QuickPay, our flagship fintech solution that has the potential to redefine digital commerce in India and globally. The conceptualization and development of QuickPay were not born merely from the pursuit of diversification—it emerged from our innate desire to empower businesses, MSMEs, educational institutions, and individuals with a payment ecosystem that is fast, frictionless, secure, and smart.

In a significant milestone that validated our fintech ambition, the **Reserve Bank of India (RBI)** granted Quicktouch an **In-Principle Authorisation to operate as a Payment Aggregator**. This prestigious recognition is more than a regulatory green light; it is an affirmation of our technical capability, financial prudence, compliance culture, and futuristic outlook. The RBI, in its guidance, rightly emphasized the importance of business segregation for regulated fintech operations. We took this as both a directive and an opportunity to rewire our business architecture to be sharper, more focused, and strategically aligned.

QuickPay is not just another payment gateway—it is a comprehensive ecosystem designed to integrate seamlessly into the commercial fabric of the digital economy. With capabilities like multi-channel payment processing (UPI, cards, wallets, net banking), real-time reconciliation, API-driven merchant onboarding, fraud detection powered by AI, and embedded financial analytics, QuickPay is engineered for the future. Its architecture is built with scale and security at the core, ensuring that it not only meets present needs but anticipates tomorrow's complexities.

To ensure early market entry and feedback, we launched QuickPay under the Technical Service Provider (TSP) model while awaiting final RBI approval. The response from early adopters has been positive. We are onboarding merchants, integrating enterprise clients, and refining user experience—all in preparation for a grand full-scale launch upon receiving the final nod from the regulator.

The capital raised has been systematically deployed. Whether it was product development for QuickPay, acquisition-related integration, or strengthening our technology and marketing teams, every rupee was spent with clarity and purpose. We continue to maintain strong liquidity buffers while remaining virtually debt-free, ensuring long-term financial resilience.

Capital and Confidence – Fueling Growth with Responsibility

Behind every bold move lies sound financial stewardship. This year, Quicktouch successfully raised growth capital through private placements and strategic equity investments. The confidence shown by our investors and promoters underscores their belief in our strategic roadmap and ability to execute.

Stepping onto the Global Stage – The Dubai Chapter

In pursuit of internationalization, we marked our entry into the global tech arena by acquiring Pinnacle Exim IT Solutions LLC, a Dubai-based IT services company with a strong presence in the Middle East, Africa, and Asia. Dubai's fintech ecosystem is rapidly evolving, and our strategic presence in this geography gives us an unmatched vantage point.

Strategic Acquisitions – Expanding the Frontiers of Innovation

While QuickPay symbolizes our leap into the future, we have not ignored the present. FY 2024–25 was a watershed year in terms of strategic acquisitions that brought scale, diversity, and domain strength into our fold. These acquisitions were not opportunistic but orchestrated with intent—to build a digital enterprise that is multidimensional, agile, and synergistic.

Over the course of the year, we undertook a series of strategic acquisitions that have significantly strengthened our technological foundation, broadened our operational scope, and enhanced our ability to deliver integrated digital solutions. These acquisitions spanned across verticals such as IT infrastructure services, hardware-integrated businesses, and educational enablement platforms. Notably, we expanded into the physical coaching and training domain through the acquisition of a network of academic coaching centres operating across three strategic locations, offering a wide array of courses and serving diverse student segments with quality-focused instruction. Additionally, we augmented

our EdTech capabilities by integrating a specialized enterprise that delivers STEM lab solutions to schools, including not only advanced science and robotics infrastructure but also trained educators and a structured curriculum tailored to experiential learning. Each acquisition was carefully evaluated not merely for financial or operational fit but for its strategic alignment with our long-term vision of building a connected, multi-vertical digital enterprise. They brought with them not just assets and capabilities, but fresh perspectives, skilled teams, and access to new markets. Most importantly, these additions have laid a strong foundation for synergistic innovation and operational efficiency, ensuring that Quicktouch evolves as a future-ready platform rather than a collection of fragmented entities.

Each acquisition this year was aligned with our central theme—Platformization. We are not building disparate verticals; we are creating a connected ecosystem where software, security, services, and financial infrastructure merge to form an unrivaled digital backbone.

Governance, Values, and Vision

At Quicktouch, no matter how bold our ambitions or expansive our growth, the compass that guides us remains firmly rooted in the principles of governance, integrity, and purpose-driven leadership. We believe that true progress is not just measured by innovation or expansion, but by the strength of the values that underpin every decision we make. This year, we strengthened our governance framework by welcoming distinguished professionals to our leadership and advisory teams—individuals with illustrious careers in public administration, including former officers from the Indian Administrative and Revenue Services, as well as seasoned experts from the realms of finance, technology, and industry. Their vast experience and diverse perspectives have enriched our boardroom deliberations, ensured strategic prudence, and elevated our corporate stewardship.

To institutionalize transparency and proactive compliance, we have adopted best-in-class practices across our governance landscape. These include robust policies for Structured Digital Disclosure (SDD), a firm code to prevent Insider Trading, and enhanced Board Oversight mechanisms. Our internal audit functions, regulatory communications, and statutory disclosures are meticulously aligned with the evolving standards laid down by SEBI, RBI, and the Ministry of Corporate Affairs. For us, governance is not a mere statutory obligation—it is the soul of our enterprise. It is the invisible scaffolding that holds up our credibility, inspires investor trust, and fosters sustainable long-term value. At Quicktouch, we don't view governance as a checklist—we embrace it as a philosophy.

Looking Ahead: The Road to 2025 and Beyond



As we look ahead, it is clear that Quicktouch is no longer just a company—it is a movement of innovation, a platform of possibilities, and a promise of enduring value. We are at a pivotal inflection point where vision meets velocity, and our momentum is unmistakable. With QuickPay poised for a full-scale national rollout, our subsidiaries aligned for vertical specialization, and our leadership unified in purpose, we are entering a new era of impact.

Building on the foundational success of the past year, we are now preparing to extend our fintech capabilities beyond borders. With robust operational infrastructure and regulatory understanding in place, we are set to apply to the Reserve Bank of India (RBI) for authorization to offer cross-border payment solutions, unlocking access to global commerce for Indian businesses. Our footprint in the Middle East, particularly through our strategic presence in the UAE, positions us to cater to a growing demand for merchant aggregation, remittance services, digital compliance, and e-commerce integrations—especially in the expat-dense Gulf Cooperation Council (GCC) region.

Further, we are actively working towards securing a Prepaid Payment Instruments (PPI) license from the RBI. This will enable us to introduce digital wallets and reloadable instruments under QuickPay, creating a seamless ecosystem for both consumers and merchants to transact, save, and engage.

As we move into the next fiscal year, our key strategic priorities will be:

- Securing final authorization for our RBI Payment Aggregator license, marking the official launchpad for our regulated fintech journey.
- Deploying QuickPay at scale across India, connecting MSMEs, institutions, and consumers to a unified, digital-first payment infrastructure.
- Foraying into merchant lending and embedded finance, offering tailored credit and financial products within the QuickPay ecosystem.
- Deepening our international operations with a focus on the UAE and GCC markets, supported by cross-border payment capabilities and regulatory readiness.
- Reinforcing our commitment to Environmental, Social, and Governance (ESG) principles, and engaging meaningfully with communities and stakeholders.

VISION

Our vision for 2025 and beyond is clear: to build a borderless, trusted, and intelligent digital ecosystem where innovation drives inclusion, technology fuels transformation, and every stakeholder finds value. With our foundations strengthened, our aspirations empowered, and our teams inspired—we are ready to lead the next wave of digital evolution.



To Our Stakeholders – A Heartfelt Thank You

To our investors, your trust is our strength. To our clients, your belief is our motivation. To our employees, your dedication is our engine. To our Board, your wisdom is our compass. And to our regulators and partners, your guidance is our foundation.

Let us move forward together—to create, to disrupt, and to lead.

*Warm regards,
Gaurav Jindal (Managing Director)
Quicktouch Technologies Limited*



Ms. Madhu

Mrs. Divya Kwatra

Mrs. Ayushi Sikka

Mr. Krishnan

Mr. Arvind Sharma

Mr. Vinod Aggarwal



Non Executive Director



Independent Director



Independent Director



Non Executive Director



Non Executive Director



Independent Director

Board of Directors



Mr. Gaurav Jindal
Managing Director



ANKIT GUPTA
Chief Financial Officer



KAJAL GOEL
Company Secretary



Our Successes - Awards & Team

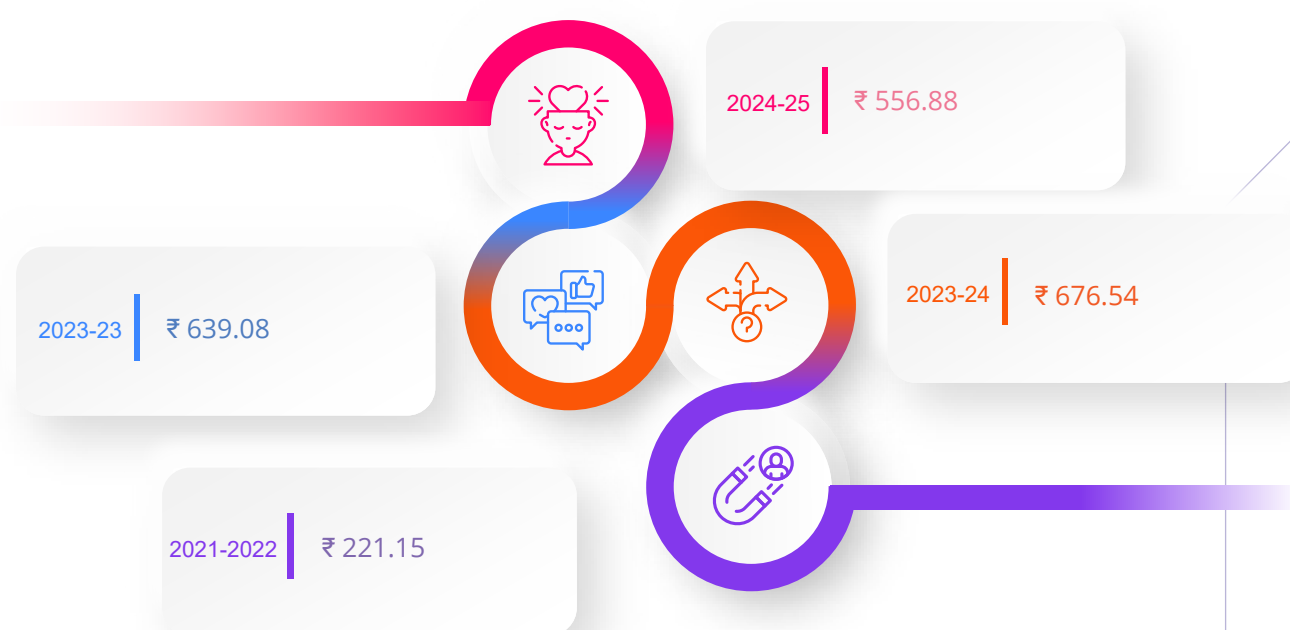


Performance Highlights

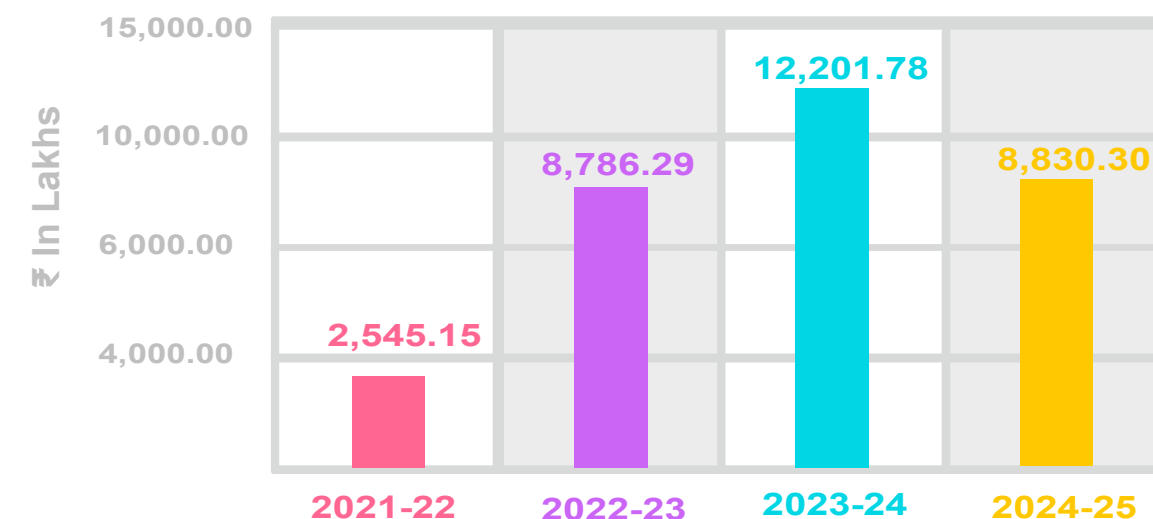


FY 2024-25 was a pivotal year for Quicktouch Technologies Limited, marked by strategic consolidation and future-focused investments. The company reported a total revenue of ₹8,830.30 lakhs, reflecting a 27.63% decline from the previous year, primarily due to deliberate business realignment and the transition into high-potential verticals like fintech. Profit After Tax (PAT) stood at ₹556.88 lakhs, down 17.69% year-on-year, influenced by product development costs and integration expenses from recent acquisitions. EPS for the year was ₹8.37, compared to ₹11.97 in FY 2023-24, showing a dip of 30.07%.

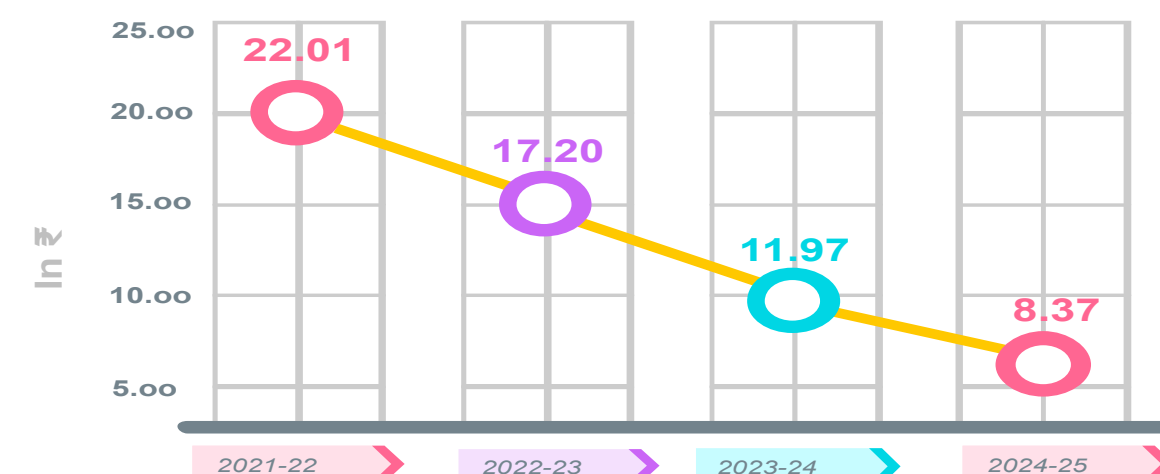
PROFIT AFTER TAX



TOTAL REVENUE



EPS



Despite the moderated financial performance, FY 2024-25 showcased the company's strong commitment to long-term value creation, demonstrated by a significant increase in investments—rising from ₹82.33 lakhs in FY 2023-24 to ₹11,711.67 lakhs. These investments were strategically directed toward the fintech platform QuickPay, expansion into global markets, and strengthening the company's digital and operational infrastructure. With these foundational moves, Quicktouch is well-positioned to unlock accelerated and sustainable growth in the years ahead.



Quicktouch Technologies

Innovative Interestingly



NOTICE TO SHAREHOLDERS



Dear Members,

It is our pleasure to present the 12th Annual Report on the business and operations of Quicktouch Technologies Limited (the Company) along with the Audited Financial Statements for the financial year ended March 31, 2025.

Quicktouch



We have over 10+ years
of experience in this
area of business

Notice to Shareholders

NOTICE IS HEREBY GIVEN THAT THE 12TH (TWELFTH) ANNUAL GENERAL MEETING ("MEETING") OF THE MEMBER(S) OF QUICKTOUCH TECHNOLOGIES LIMITED ("COMPANY") WILL BE HELD ON MONDAY, 07TH DAY OF JULY 2025 AT 04:00 P.M. IST THROUGH VIDEO CONFERENCING ("VC")/ OTHER AUDIO- VISUAL MEANS ("OAVM"), TO TRANSACT THE FOLLOWING BUSINESS:

ORDINARY BUSINESS:

1. (a) To receive, consider and adopt the audited standalone financial statements of the Company for the financial year ended March 31, 2025, together with the Reports of the Board of Directors and Auditors thereon.
(b) To receive, consider and adopt the audited consolidated financial statements of the Company for the financial year ended March 31, 2025 and the Report of the Auditors thereon.

2. To appoint a director in place of Mr. Gaurav Jindal (DIN: 06583133), who retires by rotation and being eligible, offers himself for re-appointment.

3. Appointment of Statutory Auditor

To appoint Statutory Auditor of the Company and to fix their remuneration and if thought fit, to pass with or without modification(s), the following resolution as an **Ordinary Resolution**:

"RESOLVED THAT pursuant to provisions of Section 139, 142 of the Companies Act read with the Companies (Audit and Auditors) Rules, 2014 and other applicable provisions, if any, 2013 as amended from time to time or any other law for the time being in force (including any statutory modification or amendment thereto or enactment thereof for the time being in force), the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and upon the recommendation of the Board of Director and Audit Committee, M/s K A R M A & Co. LLP., Chartered Accountants (Firm Registration No. 127544W), be and is hereby appointed as Statutory Auditors of the Company, for a period of 5 years commencing the conclusion of the ensuing Annual General Meeting till the conclusion of 17th Annual General Meeting to be held in the year of 2030 at such remuneration and terms and conditions mentioned in the Explanatory Statement."

RESOLVED FURTHER THAT the Audit Committee/ Board of Directors of the Company, be and are hereby authorized to revise/ alter/ modify/ amend the terms and conditions and/ or remuneration, from time to time, as may be mutually agreed with the Auditors, during the tenure of their appointment.

RESOLVED FURTHER THAT any Director/ Key Managerial Personnel of the Company be and is hereby authorized to do all such acts, deeds, manners and things as may be necessary, proper, expedient or incidental for giving effect to this resolution and to file necessary e-forms with the Registrar of Companies."

SPECIAL BUSINESS:

4. **RATIFICATION/CONFIRMATION OF APPOINTMENT OF STATUTORY AUDITOR TO FILL CASUAL VACANCY**

To consider and if thought fit, to pass with or without modification, the following resolution as an **Ordinary Resolution**:

"RESOLVED THAT pursuant to the provisions of Section 139(8), 142 of the Companies Act, 2013 read with the Companies (Audit and Auditors Rules), 2014 (the Rules), including any statutory modification(s) or re-enactment(s) thereof for the time being in force and pursuant to the recommendation made by the Board of Directors through resolution passed on January 01, 2025, M/s K A R M A & Co. LLP., Chartered Accountants (Firm Registration No. 127544W), be and are hereby appointed as the Statutory Auditors of the Company to fill the casual vacancy caused

Notice to Shareholders (Contd.)

by the resignation of M/s. ASIM ATREY & ASSOCIATES, Chartered Accountants (Firm Registration No. 004024N).

RESOLVED FURTHER THAT any Director/Key Managerial Personnel be and is hereby severally authorized to do all acts, deeds, manners and things as considered necessary and execute all necessary documents, applications and returns for the purpose of giving effect to the aforesaid resolutions.

5. **TO CONSIDER THE ALTERATION IN CLAUSE III(A), BEING THE OBJECT CLAUSE UNDER THE MEMORANDUM OF ASSOCIATION OF THE COMPANY**

To consider and, if thought fit, to pass the following resolution as a **Special Resolution**:

"RESOLVED THAT pursuant to the provisions of section 4, 13, 15 and other applicable provisions, if any, of the Companies Act, 2013 (Act) read with applicable rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), subject to the approval of statutory authorities, the consent of shareholders be and hereby accorded, to alter/amend and add the object clause (Clause III(A)) of the Memorandum of Association) of the company and the following sub-clause 4 & 5 shall be inserted after the sub-clause 3.

4. "To carry on the business as a Prepaid Payment Instrument (PPI) issuer, including the issuance, distribution, and management of digital wallets, prepaid cards, and such other instruments as permitted by the Reserve Bank of India (RBI) from time to time; to develop, operate, and manage platforms and applications enabling issuance, loading, reloading, redemption, and transfer of such instruments in accordance with applicable laws; to provide services related to digital payment solutions, including mobile wallets, smart cards, online payments, QR-code-based transactions, and Near Field Communication (NFC) enabled transactions; to act as payment aggregator, facilitator or payment system operator, subject to regulatory approvals, and to enter into agreements with banks, non-banking financial institutions, merchants, vendors, telecom companies, and other entities for the purpose of providing and facilitating seamless digital transactions and value-added services.

5. To carry on the business of providing comprehensive value-added services in the financial technology (fintech) domain, including but not limited to customer identification and verification (KYC), data analytics, digital lending integrations, rewards and loyalty programs, and digital payment services. This includes the issuance, distribution, and management of prepaid payment instruments (PPIs) such as digital wallets, prepaid cards, vouchers, and mobile payment applications, as permitted by the Reserve Bank of India (RBI); enabling their seamless usage, reloading, redemption, transfer, and acceptance across various channels and merchant networks. The Company shall also provide and integrate Unified Payments Interface (UPI)-enabled services, including but not limited to peer-to-peer (P2P) and peer-to-merchant (P2M) payments, UPI QR code payments, UPI AutoPay mandates, and allied services in compliance with applicable laws. Furthermore, the Company may collaborate with banks, Non-Banking Financial Companies (NBFCs), and financial institutions to offer credit-linked payment solutions such as Buy Now Pay Later (BNPL), digital lending, co-branded cards, embedded finance products, and corporate expense management solutions, along with providing platforms for customer onboarding, credit scoring, risk assessment, loan lifecycle management, and compliance tools. The Company shall also develop, design, maintain, and offer software applications, APIs, mobile and cloud-based solutions, backend infrastructure, and integration services to support and deliver the above-mentioned digital payment, corporate expense management solutions, and fintech offerings.."

RESOLVED FURTHER THAT any of the Directors of the Company, is hereby authorized severally or jointly to take necessary steps to obtain confirmation of concerned Registrar of Companies, Ministry of Corporate Affairs under Section 13(9) of the Companies Act, 2013 in respect of the aforesaid alteration of Clause III of the Memorandum of Association and to agree to such modifications, terms & conditions in the new proposed sub clause as may be directed by the Registrar of Companies and to modify the same accordingly.

Notice to Shareholders (Contd.)

RESOLVED FURTHER THAT any of the Director of the Company, be and is hereby authorized severally or jointly to take all the requisite, incidental, consequential steps to implement the above resolution and to perform all such acts, deeds, matters and things as it may, in its absolute discretion, deem necessary, any question, query, or doubt that may arise in this regard, and to execute/publish all such notices, deeds, agreements, papers and writings as may be necessary and required for giving effect to this resolution.”

6. TO CONSIDER AND APPROVE THE APPOINTMENT OF MR. VINOD AGGARWAL (DIN: 02069422) AS A NON-EXECUTIVE & INDEPENDENT DIRECTOR

To consider and, if thought fit, to pass the following resolution as a **Special Resolution**:

“RESOLVED THAT to to the provisions of Section 149, 150, 152 and 161(1) read with Schedule IV and Companies (Appointment and Qualification of Directors) Rules, 2014, and other applicable provisions of the Companies Act, 2013 and Rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and Securities Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulation, 2015 and the Articles of Association of the Company and based on the recommendation of the Nomination and Remuneration Committee and approval of Board of Directors in their meeting held on September 02, 2024, the consent of the Members be and is hereby accorded to appoint Mr. Vinod Aggarwal (DIN: 02069422) , who was appointed as Additional Director, designated as Non-Executive Independent Director, by the Board w.e.f. September 02, 2024 and in respect of whom the Company has received declaration confirming that he meets the criteria of independence as provided under Section 149(6) of the Companies Act, 2013 and Regulation 16(1)(b) of the SEBI LODR Regulations and a notice in writing under Section 160 of the Companies Act, 2013 proposing his candidature, as a Non-Executive Independent Director on the Board of the Company w.e.f. September 02, 2024 to hold office for a term of two (02) consecutive years upto September 01, 2026 and not liable to retire by rotation.

RESOLVED FURTHER THAT any Director of the Company be and is hereby authorized to sign and file, digitally or otherwise, necessary communication, e-form(s) as may be prescribed from time to time under the Companies Act, 2013 with the Registrar of Companies, and to get the statutory registers updated for the same and to do such acts, deeds, things and matters as may be necessary to implement the above resolution including intimation of said appointment to the stakeholders wherever required.

RESOLVED FURTHER THAT any Director of the Company be and is hereby authorised to sign the certified true copy of the resolution of the resolution to be given as and when required.”

7. TO APPROVE TRANSFER OF THE SOFTWARE (ERP) AND EDUTECH BUSINESS UNDERTAKING OF THE COMPANY TO QTOUCH BUSINESS SOLUTIONS PRIVATE LIMITED AND EXECUTION OF BUSINESS TRANSFER AGREEMENT

To consider and if thought fit, to pass the following Resolution as a **Special Resolution**:

“RESOLVED THAT in accordance with and pursuant to the provisions of Section 180(1)(a), of the Companies Act, 2013 (including any statutory modification thereto or re-enactment thereof for the time being in force) (“Act”), Regulations 37A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time (“Listing Regulations”), and any other applicable laws, rules and regulations, relevant provisions of Memorandum of Association of the Company and the Articles of Association of the Company and subject to any such other approvals, consents, permissions and sanctions as may be deemed necessary, and on the recommendation of the Audit Committee of the Company and the Board of Directors (“Board”), the consent of the members of the Company is hereby accorded, for entering into a related party transaction with Qtouch Business Solutions Private Limited (“QBSPL”), for transfer of the entire Software (ERP) and Edutech business undertaking of Quicktouch Technologies Limited of the Company together with all specified tangible and intangible

Notice to Shareholders (Contd.)

assets and liabilities, identified to be part of the undertaking as a going concern on a ‘slump sale basis’ to its wholly owned subsidiary company, QBSPL, for a lump sum consideration of upto INR 14,00,00,000 (Indian Rupees Fourteen Crores only), on such terms and conditions as set out in the draft business transfer agreement (including any amendments or modifications thereto) to be entered into between the Company and QBSPL.

RESOLVED FURTHER THAT any of the directors, or Company Secretary of the Company and any other person duly authorized by the Board be and are hereby severally authorized to undertake such acts, deeds, matters and things and to finalize and execute/ amend all such deeds, documents and writings as may be deemed necessary, proper, desirable and expedient in its absolute discretion including without limitation, effecting any modifications or changes to the foregoing, for the purpose of giving effect to this resolution.

RESOLVED FURTHER THAT, the Board be and is hereby authorized to delegate all or any of the powers conferred on it by or under this resolution to any committee of directors or to any director or officer(s) or authorized representative(s) of the Company in order to give effect to this resolution.

RESOLVED FURTHER THAT, the copy of this resolution certified to be true by any director of the Company or the company be submitted to the concerned authorities and they be requested to act thereon.

8. TO APPROVE MATERIAL RELATED PARTY TRANSACTION(S) WITH M/S. STANDARD CAPITAL MARKETS LIMITED

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

“RESOLVED THAT pursuant to the provisions of Regulation 23 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”), including any amendment, modification, variation or re-enactment thereof and upon the recommendation/ approval of Audit Committee/ Board of Directors, the approval of members of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as ‘Board’ which term shall be deemed to include the Audit Committee and any duly constituted/ to be constituted Committee of Directors thereof to exercise its powers including powers conferred under this resolution) for entering into/ ratifying and/ or carrying out, contract(s) or agreement(s) or arrangement(s) or transaction(s) (whether individual transaction or transactions taken together or series of transactions or otherwise) with STANDARD CAPITAL MARKETS LIMITED, a related party of the Company, as specified in the explanatory statement, whether by way of entering into new contract(s) / agreement(s) / arrangement(s) / transaction(s) or renewal(s) or continuation or extension(s) or modification(s) of earlier contract(s) / agreement(s) / arrangement(s) / transaction(s) or otherwise on such terms and conditions as the Board may deem fit, for the financial year 2025-26, in excess of ten percent of the annual consolidated turnover of the Company as per the last audited financial statements of the Company during such financial year.

RESOLVED FURTHER THAT the Board of the Company be and is hereby authorised to do all such acts, deeds, matters and things as it may deem fit at its absolute discretion and to take all such steps as may be required in this connection including finalizing and executing necessary documents, contract(s), scheme(s), agreement(s) and such other documents as may be required, seeking all necessary approvals to give effect to this resolution, for and on behalf of the Company and settling all such issues, questions, difficulties or doubts whatsoever that may arise and to take all such decisions powers herein conferred to, without being required to seek further consent or approval of the members or otherwise to the end and intent that the members shall be deemed to have given their approval thereto expressly by the authority of this resolution.

Notice to Shareholders (Contd.)

RESOLVED FURTHER THAT the Board be and is hereby authorised to delegate all or any of the powers herein conferred to any director(s), committee(s), executive(s), officer(s) or representatives(s) of the Company or to any other person to do all such acts, deeds, matters and things as may be considered necessary or expedient and also to execute such documents, writings etc. as may be necessary to give effect to this resolution.”

By Order of the Board of Directors
For Quicktouch Technologies Limited

Place: New Delhi

Date : June 10, 2025

Regd. Office: D-Mall, 203,

Netaji Subhash Place,

New Delhi - 110034

Sd/-

(Kajal Goel)

Company Secretary

M. No. 66838



Notice to Shareholders (Contd.)

IMPORTANT NOTES:

1. Pursuant to the General Circular No. 09/2024 dated 19 September 2024, issued by the Ministry of Corporate Affairs (MCA) and circular issued by SEBI vide circular no. SEBI/ HO/ CFD/ CFDPoD-2/ P/ CIR/ 2024/ 133 dated 3 October 2024 ("SEBI Circular") and other applicable circulars and notifications issued (including any statutory modifications or re-enactment thereof for the time being in force and as amended from time to time, companies are allowed to hold AGM through Video Conferencing (VC) or other audio visual means (OAVM), without the physical presence of members at a common venue. In compliance with the said Circulars, AGM shall be conducted through VC / OAVM.
2. Pursuant to the Circular No. 14/2020 dated 08 April 2020, issued by the Ministry of Corporate Affairs, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. However, the Body Corporates are entitled to appoint authorized representatives to attend the AGM through VC/OAVM and participate there at and cast their votes through e-voting.
3. Corporate members intending to authorize their representatives to participate and vote at the meeting are requested to send a certified copy of the Board resolution / authorization letter to the Scrutinizer by email to cslokeshvats@outlook.com with a copy marked to compliance@quicktouch.co.in.
4. The facility of participation at the AGM through VC/ OAVM will be made available for 1000 members on first come first served basis. This will not include large Shareholders/Members holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.
5. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
6. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration)

Rules, 2014 (as amended) the Secretarial Standard on General Meetings (SS-2) issued by the ICSI and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs from time to time the Company is providing facility of remote e-Voting to its Members in respect of the business to be transacted at the AGM. The facility of casting votes by a member using remote e-Voting system as well as venue voting on the date of the AGM will be provided by CDSL.

7. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated 13 April 2020, the Notice calling the AGM has been uploaded on the website of the Company at <https://www.quicktouch.co.in/>. The Notice can also be accessed from the websites of the Stock Exchanges i.e. National Stock Exchange of India Limited at www.nseindia.com and the AGM Notice is also available on the website of CDSL (agency for providing the Remote e-Voting facility) i.e. www.evotingindia.com
8. AGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular issued from time to time.
9. Members whose shareholding is in electronic mode are requested to notify any change in address or bank account details to their respective depository participant(s) (DP).
10. Members who have cast their votes by remote e-voting prior to the AGM may participate in the AGM but shall not be entitled to cast their votes again. The manner of voting remotely by members holding shares in dematerialized mode, physical mode and for members who have not registered their email addresses is provided in the 'Instructions for e-voting' section which forms part of this Notice. The Board has appointed LV & Associates, Practicing Company Secretaries, as the scrutinizer ("Scrutinizer") for conducting the e-voting process in a fair and transparent manner
11. The facility for voting during the AGM will also be made available. Members present in the AGM through VC and who have not cast their vote on the resolutions through remote e-voting and are otherwise not barred from doing so, shall be eligible to vote through the e-voting system during the AGM.

Notice to Shareholders (Contd.)

IMPORTANT NOTES:

12. In compliance with the Circulars, the Annual Report 2024-25, the Notice of the 12th AGM, and instructions for e-voting are being sent through electronic mode to those members whose email addresses are registered with the Company / depository participant(s). Members may also note that the Notice of the 12th AGM and the Annual Report 2024-25 will also be available on the Company's website, <https://www.quicktouch.co.in/>, websites of the stock exchanges, i.e. NSE, at www.nseindia.com, and on the website of CDSL, <https://www.evotingindia.com>.
13. The Scrutinizer will submit his report to the Chairman of the Company ("the Chairman") or to any other person authorized by the Chairman after the completion of the scrutiny of the e-voting (votes cast during the AGM and votes cast through remote e-voting), not later than 48 hours from the conclusion of the AGM. The result declared along with the Scrutinizer's report shall be communicated to the stock exchanges, CDSL and RTA, and will also be displayed on the Company's website, <https://www.quicktouch.co.in/>.
14. Since the AGM will be held through VC in accordance with the Circulars, the route map, proxy form and attendance slip are not attached to this Notice.
15. The Deemed Venue for the 12th AGM shall be the Registered office of the Company.
16. The Notice of AGM and Annual Report will be sent to those Members / beneficial owners whose name appears in the Register of Members / list of beneficiaries received from the Depositories as on Friday, June 13, 2025.
17. In accordance with Secretarial Standard - 2 on General Meetings issued by the Institute of Company Secretaries of India (ICSI) read with Guidance/ Clarification dated April 15, 2020 issued by ICSI, the proceedings of the AGM shall be deemed to be conducted at the Registered Office of the Company at D-Mall, 203, Second Floor, Netaji Subhash Place, Delhi-110034 which shall be the deemed venue of the AGM.
18. Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 ('the Act'), which sets out details relating to Special Business at the meeting, is attached with this Notice of AGM.
19. Members are informed that in case of joint holders attending the Meeting, only such joint holder who is higher in the order of the names will be entitled to vote at the meeting.
20. In terms of the provisions of Section 152 of the Act, Mr. Gaurav Jindal, retire by rotation at the Meeting. Nomination and Remuneration Committee and the Board of Directors of the Company recommend their respective re-appointments.
21. Details as per regulation 36(3) of Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulation, 2015 and Secretarial Standard on General Meeting ("SS-2") as issued by the Institute of Company Secretaries of India related to Directors retiring by rotation / seeking appointment / re-appointment at this Meeting are provided in the "Annexure" to the Notice.
22. The facility of participation at the AGM through VC/ OAVM will be made available on first come first served basis (FCFS). No restrictions on account of FCFS entry into AGM will apply in respect of large shareholders (shareholders holding 2% or more shareholding), promoters, institutional investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination & Remuneration Committee and stakeholders' Relationship Committee, Auditors, etc.
23. Members may join the 12th AGM through VC/OAVM Facility by following the procedure as mentioned below in the notice, which shall be kept open for 30 minutes before the time scheduled to start the 12th AGM and the Company may close the window for joining the VC Facility, 15 minutes after the scheduled time to start the AGM. Attendance of members will be counted as the members who have successfully logged in through VC or OAVM and shall be counted for the purpose of reckoning of the quorum under section 103 of the Act.
24. Pursuant to Section 72 of the Act, read with Rule 19(1) of the Companies (Share Capital and Debentures) Rules, 2014, member(s) of the Company may nominate a person in whom the shares held by him/ them shall vest in the event of his/ their unfortunate death. Accordingly, members holding shares in dematerialised form, the nomination form may be filed with the concerned Depository Participant.

Notice to Shareholders (Contd.)

IMPORTANT NOTES:

25. SEBI has mandated that securities of listed companies can be transferred only in dematerialized form effective from April 1, 2019. SEBI has also mandated the submission of PAN by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN details to their DPs with whom they are maintaining their demat accounts.
26. Non-resident Indian shareholders are requested to inform about the following to the Company or its RTA or the concerned DP, as the case may be, immediately of:-
 - a. The change in the residential status on return to India for permanent settlement;
 - b. The particulars of the NRE Account with a Bank in India, if not furnished earlier.
27. In terms of the provisions of Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (SEBI Listing Regulations, 2015) and Sections 108 of the Companies Act, 2013 read with Rule 20 of Companies (Management and Administration) Rules, 2014, as amended, read with MCA Circular and SEBI Circular the Company is providing its members the facility to exercise their right to vote at the meeting by electronic means on any or all of the business specified in the accompanying Notice. Necessary arrangements have been made by the Company with CDSL to facilitate e-voting.

Commencement of E-voting	10: 00 AM, Wednesday 02nd day of July, 2025
End of E-voting	5:00 PM, Sunday 06th day of July, 2025

28. The voting rights of the Members shall be in proportion to the paid-up value of their shares in the equity capital of the Company as on the Cut-off Date i.e Monday, June 30, 2025.
29. The Company had appointed Mr. Lokesh Vats (CP No. 27455), Proprietor, of M/s. LV & Associates, Company Secretaries as scrutinizer to scrutinize the voting entire e-voting process in a fair and transparent manner.
30. The Scrutinizer shall immediately after the conclusion of voting at the Annual General Meeting,

first count the votes at the Annual General Meeting, thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and make not later than two working days of conclusion of the meeting, a Consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, to the Chairman or a Director authorised by him in writing who shall countersign the same.

31. The Chairman or a director authorised by him in writing shall declare the result of remote e-voting on or before closing business hours on July 07, 2025. After the result declared by the Chairman or any other director authorised by the Chairman, the same along with the Consolidated Scrutinizer's Report shall be placed on the Company's website www.quicktouch.co.in and shall also be communicated to National Stock Exchange of India Limited, where the shares of the Company are listed.
32. The Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Act, the Register of Contracts or Arrangements in which the directors are interested, maintained under Section 189 of the Act, and the relevant documents referred to in the Notice will be available electronically for inspection by the members during the AGM.
33. All documents referred to in the Notice will also be available electronically for inspection without any fee by the members from the date of circulation of this Notice up to the date of AGM. Members seeking to inspect such documents can send an email to compliance@quicktouch.co.in.
34. Members seeking any information with regard to the accounts or any matter to be placed at the AGM, are requested to write to the Company on or before Monday, June 30, 2025 through email on compliance@quicktouch.co.in. The same will be replied by the Company suitably.

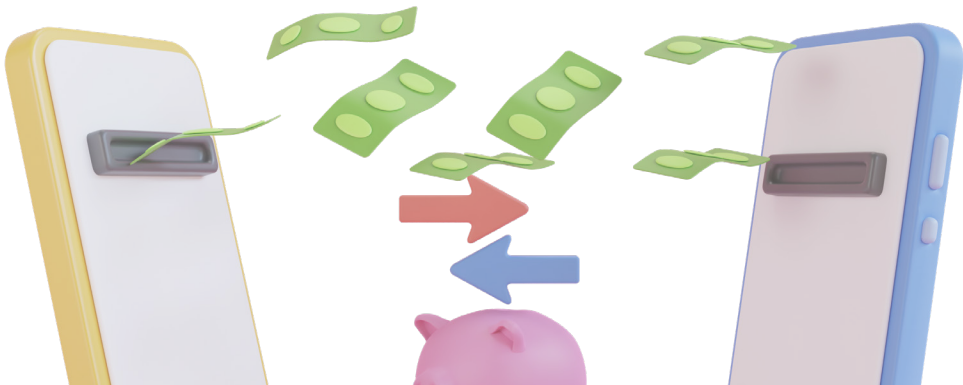
Notice to Shareholders (Contd.)

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

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

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

- i. The remote e-voting period begins on **10:00 AM, Wednesday 02nd day of July, 2025** and ends on 5:00 PM, **Sunday 06th day of July, 2025**. During this period shareholders of the Company, holding shares in dematerialized form, as on the cut-off date (record date) of **Monday 30th June, 2025** may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- ii. Shareholders who have cast their vote by remote e-voting may also attend and participate in the proceeding of the meeting through VC/OAVM but shall not be entitled to cast their vote again.
- iii. A Shareholder who is not member as on cut off date should treat this notice only for the purpose of information.
- iv. The shareholders should log on to the e-voting website www.evotingindia.com.
- v. Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/ retail shareholders is at a negligible level.



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

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

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

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

Notice to Shareholders (Contd.)

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

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL Depository	<ol style="list-style-type: none">Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login to Easi / Easiest are requested to visit cdsi website www.cdslindia.com and click on login icon & New System Myeasi Tab.After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the e voting is in progress as per the information provided by company. On clicking the e voting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly.If the user is not registered for Easi/Easiest, option to register is available at cdsi website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option.Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the e voting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders holding securities in demat mode with NSDL Depository	<ol style="list-style-type: none">If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS "Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jspVisit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/ Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting
Individual Shareholders (holding securities in demat mode) login through their Depository Participants (DP)	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

Notice to Shareholders (Contd.)

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. CDSL and NSDL

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

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

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

For Physical shareholders and other than individual shareholders holding shares in Demat:	
PAN	<p>Enter your 10digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</p> <ul style="list-style-type: none">Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.
Dividend Bank Details OR Date of Birth (DOB)	<p>Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login.</p> <ul style="list-style-type: none">If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field.

- viii. After entering these details appropriately, click on “SUBMIT” tab.
- ix. Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach ‘Password Creation’ menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- x. For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

Notice to Shareholders (Contd.)

- xi. Click on the EVSN for the relevant <Company Name> on which you choose to vote.
- xii. On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- xiii. Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- xiv. After selecting the resolution, you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.
- xv. Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- xvi. You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- xvii. If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- xviii. There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.
- xix. Additional Facility for Non – Individual Shareholders and Custodians –For Remote Voting only.
- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the “Corporates” module.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk. evoting@cdslindia.com.
 - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
 - The list of accounts linked in the login will be mapped automatically & can be delink in case of any wrong mapping.
 - It is Mandatory that, a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
 - Alternatively Non Individual shareholders are required mandatory to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; cslokeshvats@outlook.com and compliance@quicktouch.co.in, if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

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

- The procedure for attending meeting & e-Voting on the day of the AGM/ EGM is same as the instructions mentioned above for e-voting.
- The link for VC/OAVM to attend meeting will be available where the EVSN of Company will be displayed after successful login as per the instructions mentioned above for e-voting.
- Shareholders who have voted through Remote e-Voting will be eligible to attend the meeting. However, they will not be eligible to vote at the AGM/EGM.
- Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.
- Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
- Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
- Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance atleast 7 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at compliance@quicktouch.co.in.

Notice to Shareholders (Contd.)

The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance 7 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at compliance@quicktouch.co.in. These queries will be replied to by the company suitably by email.

8. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.
9. Only those shareholders, who are present in the AGM/EGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available during the EGM/AGM.
10. If any Votes are cast by the shareholders through the e-voting available during the EGM/AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders may be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.

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

1. For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to Company/RTA email id.
 2. For Demat shareholders -, Please update your email id & mobile no. with your respective Depository Participant (DP)
 3. For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.
35. Members may please note that SEBI vide Circular Nos. SEBI/HO/OIAE/OIAE_IAD-1/P/ CIR/2023/131 dated July 31, 2023, and SEBI/HO/OIAE/ OIAE_IAD-1/P/CIR/2023/135 dated August 4, 2023, read with Master Circular No. SEBI/ HO/ OIAE/OIAE_IAD-1/P/ CIR/2023/145 dated July 31, 2023 (updated as on August 11, 2023), introduced Online Dispute Resolution Portal ("ODR Portal") for resolution of disputes in Indian securities market and linked it with Scores platform.
- Pursuant to above-mentioned circulars, post exhausting the option to resolve their grievances with the RTA/ Company directly and through existing SCORES platform, the investors can initiate dispute resolution through the ODR Portal. SEBI circulars and Link for registration under ODR portal is available on the website of the Company <https://quicktouch.co.in/> or the website of our RTA at <https://www.skylinerta.com/>.
36. If you have any queries or issues regarding attending AGM & e-Voting from the e-Voting System, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at www.evotingindia.com, under help section or write an email to helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33 contact Mr. Nitin Kunder (022-23058738) or Mr. Rakesh Dalvi (022-23058542/43).
 37. All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL,) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or or call toll free no. 1800 21 09911

Notice to Shareholders (Contd.)

35. In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at www.evotingindia.com under help section or write an email to helpdesk.evoting@cdslindia.com.

By Order of the Board of Directors
For Quicktouch Technologies Limited

Place: New Delhi
Date : June 10, 2025
Regd. Office: D-Mall, 203,
Netaji Subhash Place,
New Delhi - 110034

Sd/-
(Kajal Goel)
Company Secretary
M. No. 66838



Notice to Shareholders (Contd.)

EXPLANATORY STATEMENT IN RESPECT OF THE SPECIAL BUSINESS PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

As required under Section 102(1) of the Companies Act, 2013 and other applicable provisions of the Companies Act, 2013, this Explanatory Statement contains relevant and material information, as detailed herein, to enable the Members to consider for approval of the Resolution No. 4 to 8.

ITEM NO. 4 RATIFICATION/CONFIRMATION OF APPOINTMENT OF STATUTORY AUDITOR TO FILL CASUAL VACANCY

The Members of the Company, at the 11th Annual General Meeting held on September 4, 2024, had appointed M/s. Asim Atrey & Associates, Chartered Accountants, as the Statutory Auditors of the Company to hold office from the conclusion of the 11th AGM until the conclusion of the 16th Annual General Meeting.

Subsequently, M/s. Asim Atrey & Associates, vide their resignation letter dated December 4, 2024, tendered their resignation from the position of Statutory Auditors of the Company, thereby resulting in a casual vacancy in accordance with the provisions of Section 139(8) of the Companies Act, 2013.

In view of the above, the Audit Committee, in its meeting held on January 1, 2025, evaluated and considered various factors such as the professional competence, experience in auditing businesses of similar scale and complexity, industry expertise, reputation, and clientele of M/s. K A R M A & Co. LLP, Chartered Accountants (Firm Registration No. 127544N).

Based on this evaluation, the Audit Committee found M/s. K A R M A & Co. LLP to be well-qualified to undertake the statutory audit of the Company. Accordingly, the Committee recommended their appointment to fill the said casual vacancy.

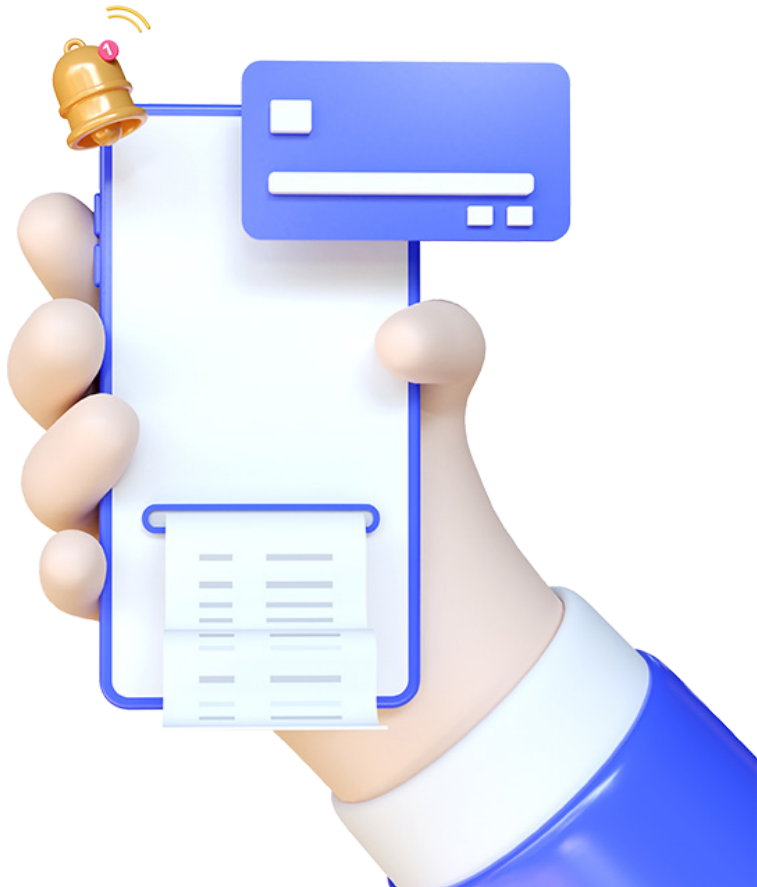
Pursuant to the Audit Committee's recommendation, the Board of Directors, at its meeting held on January 1, 2025, approved the appointment of M/s. K A R M A & Co. LLP, Chartered Accountants as Statutory Auditors of the Company to fill the casual vacancy caused due to the resignation of the outgoing auditors.

The approval of the shareholders is being sought, by way of an Ordinary Resolution, for the appointment of M/s. K A R M A & Co. LLP, Chartered Accountants (FRN: 127544N), as the Statutory Auditors of the Company to fill the casual vacancy and to hold office until the conclusion of the next Annual General Meeting.

M/s. K A R M A & Co. LLP have conveyed their consent to act as Statutory Auditors of the Company, if appointed, and confirmed that their appointment would be in accordance with the conditions prescribed under the Companies Act, 2013, including the eligibility criteria specified in Section 141 of the Act.

The Board of Directors recommends the passing of the resolution set out in Item No. 4 of the Notice as an Ordinary Resolution.

None of the Directors or Key Managerial Personnel of the Company or their relatives is concerned or interested, financially or otherwise, in the said resolution, except to the extent of their shareholding, if any, in the Company. Details required to be provided as per Regulation 36(5) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in relation to the appointment of the Statutory Auditors is provided below:



Notice to Shareholders (Contd.)

Proposed Fee payable to auditor	5,00,000 (Five Lakhs)
Material change in the fee payable to such auditor	In view of the increased scale of operations of the Company and the expanded scope of audit services required, the proposed remuneration is considered reasonable. It is commensurate with the experience, profile, and professional capabilities of the proposed Statutory Auditors and aligns with the scope and complexity of the audit engagement.
Rationale for such change	The Company has appointed M/s. K A R M A & Co. LLP, Chartered Accountants (Firm Registration No. 127544N) as its new statutory auditor to fill a casual vacancy following the resignation of the previous auditor. The decision was made to ensure uninterrupted and compliant audit processes. K A R M A & Co. LLP, established on September 2006, is a Limited Liability Partnership firm with ICAI Registration No. 127544W/W100376. Empanelled with the RBI (MEF95447), CAG (WR4435), and other regulatory bodies, the firm operates from its head office in Ahmedabad and branches in Surat, Rajkot, Junagadh, Mumbai, and Dhanbad. Specializing in bank audits, taxation, GST, internal controls, financial advisory, RERA compliance, and statutory audits, the firm has served notable government entities like Gujarat Gopalak Development Corporation Ltd. and GSPC (JPDA) Limited. With a team of experienced FCA and ACA professionals supported by skilled staff, K A R M A & Co. LLP delivers comprehensive professional services, ensuring high standards across diverse domains. Their appointment is for a five-year term, starting from the conclusion of the 12th Annual General Meeting.

ITEM NO. 5 – ALTERATION OF THE OBJECT CLAUSE OF THE MEMORANDUM OF ASSOCIATION OF THE COMPANY

The Company proposes to alter Clause III(A) of its Memorandum of Association to include additional business objects in the Fintech and digital payments domain. The new clauses will enable the Company to act as a Prepaid Payment Instrument (PPI) issuer, offer digital wallets, prepaid cards, and other RBI-permitted instruments, and provide services such as payment aggregation, online payments, and UPI-enabled transactions. Further, the Company intends to expand into areas such as digital lending, co-branded cards, BNPL, fintech integrations, data analytics, and cloud-based backend infrastructure to support such services. hence it is proposed to alter the main object clause of the Memorandum of Association of the Company. The proposed amendment aligns with the Company's strategic objectives and will facilitate its entry and operations in the rapidly evolving digital financial services sector.

The Board of Directors at its meeting held on June 10, 2025 proposed to alter the Memorandum of Association of the Company. A copy of the altered Memorandum of Association highlighting the proposed changes is placed before the members and also made available on the website of the Company.

In terms of the provisions of Section 4, 13, 15 of the Act, the consent of the Members by way of Special Resolution is required for such alteration of Memorandum of Association of the Company. Hence the Board of Directors recommends resolution for approval of the Members by way of a Special Resolution. None of the Directors and the Key Managerial Personnel of the Company and their respective relatives are concerned or interested in the passing of the above resolution.

ITEM NO. 6 - APPOINTMENT OF MR. VINOD AGGARWAL (DIN: 02069422) AS INDEPENDENT DIRECTOR OF THE COMPANY

The Board of Directors of the Company at its meeting held on September 02, 2024, appointed Mr. Vinod Aggarwal as an Additional Director of the Company in the capacity of Independent Director for a term of 2 years with effect from September 02, 2024, subject to the approval of the Members of the Company. In terms of section 160 of the Companies Act, 2013, the Nomination and Remuneration Committee and the Board have recommended the appointment of Mr. Mr. Vinod Aggarwal as an Independent Director pursuant to the provisions of Sections 149, 150 and 152 of the Companies Act, 2013.

Notice to Shareholders (Contd.)

The Company has received a declaration from Mr. Vinod Aggarwal confirming that he meets the criteria of independence under the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Further, the Company has also received candidature proposing his appointment and Mr. Vinod Aggarwal's consent to act as a Director in terms of section 152 of the Companies Act, 2013 and a declaration that he is not disqualified from being appointed as a Director in terms of Section 164 of the Companies Act, 2013.

In the opinion of the Board, Mr. Vinod Aggarwal fulfils the conditions specified in the Companies Act, 2013 and rules made thereunder and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, for his appointment as an Independent Director of the Company and he is independent of the management. Considering Mr. Vinod Aggarwal's knowledge and experience, the Board of Directors is of the opinion that it would be in the interest of the Company to appoint him as an Independent Director for a period of two years with effect from September 02, 2024.

"The Director being appointed is not debarred from holding the office of director pursuant to any order issued by the Securities and Exchange Board of India (SEBI) or any other such authority."

Copy of letter of appointment of Mr. Vinod Aggarwal setting out the terms and conditions of appointment is being made available for inspection by the members through electronic mode. Additional information in respect of Mr. Vinod Aggarwal, pursuant to Regulation 36 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Secretarial Standards on General Meetings (SS-2), is given at Annexure A to this Notice.

Except Mr. Vinod Aggarwal, being the appointee, or his relatives, none of the Directors and Key Managerial Personnel of the Company or their relatives are concerned or interested financially or otherwise, in the resolution set out at Item No. 6

ITEM NO. 7 TO APPROVE TRANSFER OF THE SOFTWARE (ERP) AND EDUTECH BUSINESS UNDERTAKING OF THE COMPANY TO QTOUCH BUSINESS SOLUTIONS PRIVATE LIMITED AND EXECUTION OF BUSINESS TRANSFER AGREEMENT

The Company proposes to undertake the transfer of its Software (ERP) and Edutech Business Division as a going concern on a slump sale basis in compliance with the conditions stipulated by the Reserve Bank of India (RBI) in its in-principle approval granted to the Company for operating as a Payment Aggregator. This strategic segregation is aimed at ensuring regulatory alignment and enabling focused business operations in both technology and financial services verticals.

The Company proposes to transfer its business of Software (ERP) and Edutech Business together with all specified tangible and intangible assets and liabilities, identified to be part of the undertaking as set out in the business transfer agreement ("BTA") by way of a slump sale on a going concern basis to its wholly owned subsidiary company, Qtouch Business Solutions Private Limited ("Purchaser"), for an aggregate lump sum consideration of upto INR 14,00,00,000 (Indian Rupees Fourteen Crores), subject to the terms and conditions more specifically set out in the BTA and any other agreements executed or to be executed by the Company and the Purchaser pursuant to the BTA or otherwise. Upon recommendation of the Audit Committee, the Board of Directors of the Company at their meeting held on June 10, 2025 has, subject to approval from Members of the Company, approved the transfer of Software and ERP Services business on a slump sale and going concern basis to the Purchaser in accordance with the terms of the BTA as approved by the Board at the same meeting. The consideration for the slump sale has been determined based on a valuation report issued by a Chartered Accountant, who has assessed the fair value of the undertaking in accordance with applicable valuation guidelines and industry standards.

The Company aims to complete the proposed transaction within the second quarter of the current financial year, subject to the execution of necessary agreements and receipt of applicable regulatory and corporate approvals.

In accordance with the provisions of Section 180(1)(a) of the Companies Act, 2013 ("Act"), any sale, lease or otherwise disposal of the whole or substantially all of the undertaking of a company requires the approval of the members of the Company accorded by way of the special resolution.

Notice to Shareholders (Contd.)

An undertaking for the purpose of Section 180(1)(a) of the Act is an undertaking in which the investment of the Company exceeds 20% (twenty percent) of its net worth as per the audited balance sheet of the preceding financial year or an undertaking which generates 20%(twenty percent) of the total income of the company during the previous financial year. Since the Software and ERP Services business exceeds the threshold specified herein, the transfer of the Software and ERP Services business requires an approval of the Members by way of a special resolution under Section 180(1)(a) of the Act.

Additionally, in compliance with Regulation 37A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), a special resolution shall be acted upon only if the votes cast by the public shareholders in favour of the resolution exceed the votes cast by such public shareholders against the resolution and that no public shareholder shall vote on the resolution if any public shareholder is a party, directly or indirectly, to such transaction. As part of the corporate restructuring, the Company intends to transfer Software and ERP Services business to its wholly owned subsidiary. This will enable the company to have flexibility to engage in fintech business. The Company will utilize the same for business activities in the normal course of business.

Being transaction with the wholly owned subsidiary company the approval of Regulation 23 of the Listing Regulations and section 188 of the companies act 2013, is not applicable,

The consideration for the slump sale or transfer of business has been determined based on an independent valuation report issued by a qualified Chartered Accountant, in accordance with applicable accounting standards and regulatory guidelines. This valuation report provides a fair assessment of the business undertaking being transferred, taking into account relevant financial, operational, and market factors.

In the interest of transparency and good governance, the said valuation report is available for inspection by any member of the Company. Members who wish to access or review the report may do so by submitting

a written request to the Company at compliance@quicktouch.co.in. The Board is of the opinion that the aforesaid special resolution is in the best interest of the Company and hence, recommends the special resolution for approval of the Members of the Company. In view of the above, the approval of the Members of the Company is being sought as set out at Item no. 7 of the Notice. The members may note that as per the provisions of the Act and the Listing Regulations, all related parties (whether such related party is a party to the abovementioned transaction or not), shall not vote to approve the resolution set out in Item No. 7. None of the Directors and Key Managerial Personnel of the Company and their respective relatives are, in anyway, concerned or interested, financially or otherwise, in the aforesaid Special Resolution set out at Item No. 7 of this Notice.

The relevant details pertaining to the above-mentioned transaction are provided below for the kind reference of the shareholders:

ITEM NO. 8 TO APPROVE MATERIAL RELATED PARTY TRANSACTION(S) WITH M/S. STANDARD CAPITAL MARKETS LIMITED.

The members of the Company are hereby apprised that the Securities and Exchange Board of India ('SEBI'), vide its notification dated November 09, 2021, has amended the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'). The applicability of Regulation 23 of SEBI LODR to SME listed companies shall come into effect from April 01, 2025.

As per the new threshold, related party transactions in excess of ₹50 crores (Rupees Fifty crores) or 10% (ten per cent) of the annual consolidated turnover of the listed entity as per the last audited financial statements of the listed entity shall be deemed to be Material Related Party Transaction and shall require prior approval of members of the listed entity. Such approval shall be required even if such transactions are in the ordinary course of business of the concerned company and at an arm's length basis. Since, such transactions is supposed to exceed the threshold limit of 10% during the 2025-26, therefore the approval of members is being sought as required under Regulation 23 of the Listing Regulations. The details of such transactions are provided below:

Notice to Shareholders (Contd.)

Name of Related Party and Relation ship	Standard Capital Markets Limited
Nature Transaction	i. Loans and Advances (short term, long term, secured, unsecured)/Inter Corporate Deposits) – Given / Availed ii. Availing and Rendering of Services iii. Investments
Pricing Criteria	On arm’s length basis
Maximum amount of transaction for which approval is sought	Rs. 100 Crores
Period of transaction	For the financial year 26-2025
Transaction carried during FY 25-2024	₹17.94 Crores

The aforesaid Related Party Transactions do not fall under the purview of Section 188 of the Companies Act, 2013 being in the ordinary course of business and at arms’ length. However, the same are covered under the provisions of Regulation 23 of the SEBI Listing Regulations and accordingly the approval of the Shareholders is sought by way of **Ordinary Resolution**.

Notes:

1. Taxes, if any, in relation to the above transactions shall be paid on actual basis.
2. All such related party transactions entered by the Company are related to the day to day business operations of the Company and essential for its activities.
3. So far as pricing is concerned, all the transactions meets the arm’s length criteria. In case Valuation Report from the Independent valuer or external party in relation with the aforesaid transactions will taken as and where applicable and will be placed before the Audit Committee or Board.

Name of the Related Party	Standard Capital Markets Limited
Justification	Quicktouch Technologies Limited has extended short-term funding facilities to Standard Capital Markets Limited by deploying its surplus funds, aimed at supporting their operational and business requirements
Nature of Concern or Interest	Mr. Gaurav Jindal who is a Managing Director & Promoter of the Quicktouch Technologies Limited is also a Promoter of the Standard Capita Markets Limited & Mr. Ram Gopal Jindal (Relative of Mr. Gaurav Jindal) who is the Promoter Group of the Quicktouch Technologies Limited is also a Managing Director and Promoter of the Standard Capital Markets Limited
Further, in terms of applicable SEBI Circulars the members are requested to take note of the additional information:	
The percentage of the Company annual turnover, for the immediately preceding financial year, that is represented by the value of the proposed transaction	
If the transaction relates to any loans, intercorporate deposits, advances or investments made or given by the Company or its subsidiary- The Information pertaining to Loans and Advances provided by the Company	
Justification as to why the RPT is in the interest of the Company	The Board considers that the proposed related party transactions are in the ordinary course of business and at arm’s length basis and play a vital role in the growth of business operations of the listed entity.

Notice to Shareholders (Contd.)

Following additional disclosures to be made in case of loans, inter-corporate deposits, advances or investments made or given	
i. details of the source of funds in connection with the proposed transaction,	The financial assistance is provided/ would be provided from the internal accruals/own funds/ funds raised through issue of equity shares/debt Instruments or inter corporate loans of the Company
ii. where any financial indebtedness is incurred to make or give loans, inter-corporate deposits, advances or investments, • nature of indebtedness. • cost of funds; and • tenure.	Yes
iii. applicable terms, including covenants, tenure, interest rate and repayment schedule, whether secured or unsecured; if secured, the nature of security and	Unsecured working capital loan/ inter corporate deposit, investment in debt securities, investment in securities where coupon rate is fixed/Short term lending for the tenure as mutually agreed between the parties. Interest rate will be in line with prevailing bank lending rates.
iv. the purpose for which the funds will be utilized by the ultimate beneficiary of such funds pursuant to the RPT.	Funds shall be utilized towards meeting the operational cash-flows and/or business objectives/ working capital requirements requirements/ exigencies of the Related Party
Justification as to why the RPT is in the interest of the listed entity.	The Board considers that the proposed related party transactions are in the ordinary course of business and at arm’s length basis and play a vital role in the growth of business operations of the listed entity.
A copy of the valuation or other external party report, if any such report has been relied upon.	If obtained will made available to the shareholders.
Percentage of the counter-party's annual consolidated turnover that is represented by the value of the proposed RPT, on a voluntary basis	NIL
Any other information that may be relevant.	All important information forms part of the statement setting out material facts, pursuant to Section 1)102) of the Act, forming part of this Notice.



The aforesaid Related Party Transactions do not fall under the purview of Section 188 of the Companies Act, 2013 being in the ordinary course of business and at arms’ length. However, the same are covered under the provisions of Regulation 23 of the SEBI

Except, Mr. Gaurav Jindal, Managing Director of the Company and Ms. Madhu, none of the Director and Key Managerial Personnel and their relatives are deemed to be concerned or interested, financially or otherwise, in the resolution at Item no. 8 of the accompanying notice. The Board recommends the resolutions at Item no.8 to be passed as an Ordinary Resolution(s).

The Members may please note that in terms of the provisions of the Listing Regulations, all the related party(ies) shall abstain from voting in favour of the resolutions under Item No. 8.

Notice to Shareholders (Contd.)

ANNEXURE-I

DETAILS PURSUANT TO REGULATION 36 OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 AND 1.2.5 OF SECRETARIAL STANDARD (SS-2) ON GENERAL MEETING AS ISSUED BY THE INSTITUTE OF COMPANY SECRETARIES OF INDIA:

Details of the Directors seeking appointment/re-appointment/variation in terms of remuneration at the AGM

Name of the Director	Vinod Aggarwal	Mr. Gaurav Jindal
Age	69 years	34 years
Qualifications	MBBS, (AIIMS), Post Graduate Diploma in International Trade, (IIFT), Post Graduate Degree in Management, University of Queensland, Australia, Certificate Course in French Language, Alliance Française, & Post Graduate Diploma in Geriatric Medicine, IGNOU	Chartered Accountant
Brief Profile of Director/ Experience	<p>Mr. Vinod Aggarwal, a retired Indian Administrative Service (IAS) officer with over 35 years of experience in various high-level government positions, brings a wealth of expertise in administration, social justice, and healthcare management. A medical graduate from AIIMS with further qualifications in management and international trade, Dr. Aggarwal has held significant roles, including Secretary in the Department of Empowerment of Persons with Disabilities and the National Commission for Scheduled Castes.</p> <p>His deep understanding of public administration and regulatory frameworks will help Quicktouch navigate the complexities of the Indian market while maintaining high standards of corporate governance. His leadership and advisory skills will guide the company in making informed decisions that align with both business objectives and social values.</p>	<p>Mr. Gaurav Jindal is an accomplished professional and currently serves as the Managing Director of the company. With a strong track record of success, he has played a pivotal role in driving the company's growth and strategic direction. Known for his hands-on leadership style, Mr. Jindal is actively involved in the day-to-day operations and key decision-making processes, enabling him to develop a deep understanding of the organization's challenges and opportunities. His clear vision, combined with strategic insights and industry expertise, has helped align the organization toward shared goals and accelerated its expansion into new avenues.</p> <p>Under his dynamic leadership, the company has experienced significant improvements in operational performance and financial outcomes. His ability to leverage opportunities, implement impactful strategies, and foster a culture of excellence has been instrumental in transforming the company and positioning it as a prominent player in its industry. Mr. Jindal's unwavering dedication and effective leadership continue to set new benchmarks for growth, innovation, and sustained success.</p>
Nature of his Experience in specific functional areas	Business Operations, policy implementation, governance, and regulatory affairs,	Overall Business Operations and Financial Planning

Notice to Shareholders (Contd.)

Name of the Director	Vinod Aggarwal	Mr. Gaurav Jindal
Terms and conditions of appointment or reappointment / revision in remuneration	The terms of appointment will be same as decided by the Board at time of appointment.	The terms of appointment will be same as decided by the Board at time of appointment.
Proposed remuneration	Sitting Fee	₹60,00,000 per annum
Last drawn remuneration	Nil	₹60,00,000 per annum
Date of First Appointment on Board	02.09.2024	03.04.2021
Shareholding of Director	nil	17,60,000 Equity Shares
Disclosure of relationships with other directors, Manager and KMP of the Company	Not related to any managerial personnel's of the Company	Mr. Gaurav Jindal is related to the following managerial personnel's of the Company- Ms. Madhu - Non Executive Director
Number of the Meetings of Board of Directors Attended	During the previous financial year 2024-2025, M6. Vinod Aggarwal attended the 7 (Seven) Board meetings of the Company.	During the previous financial year 2024-2025, Mr. Gaurav Jindal attended the 18 (Eighteen) Board meetings of the Company.
Directorships of other listed entities	Sadhna Broadcast Limited (As independent Director) Committee	Mr. Gaurav Jindal is also Managing Director in NDA Securities Limited
Chairmanships/ Memberships of Committees of listed entities	He is holding membership in the following Committee of Sadhana Broadcast Limited:- Audit Committee Nomination and Remuneration Committee Stakeholder Relationship	Does not hold any Chairmanships/Memberships of Committees of other Companies



BOARD'S REPORT

QUICKTOUCH

We have over 10+ years of experience in this area of business

Dear Members,

It is our pleasure to present the 12th Annual Report on the business and operations of Quicktouch Technologies Limited (the Company) along with the Audited Financial Statements for the financial year ended March 31, 2025.

Board's Report

FINANCIAL SUMMARY OF OPERATIONS

The Standalone and Consolidated financial performance of the Company for the financial year ended March 31, 2025 is summarized below:

(Amount in 'Lakh')

Particulars	Standalone		Consolidated	
	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
Revenue From Operations	8,830.30	12,201.78	9,207.98	12,215.54
Other Income	260.89	140.33	280.64	142.25
Total Income	9,091.20	12,342.11	9,488.62	12,357.79
Expenses				
Cost of Material Consumed	-	-	-	-
Purchase of Stock in Trade	6,845.28	8,911.20	7,037.39	8,911.20
Change in Inventory	(673.52)	-	(673.52)	-
Finance Cost	121.22	65.14	124.15	65.14
Employee Benefit Expenses	797.17	466.00	905.93	472.00
Depreciation and amortization expenses	470.65	305.11	547.95	305.11
Other Expenses	730.52	1,734.36	862.15	1,746.58
Total Expenses	8,291.32	11,481.81	8,804.04	11,500.03
Profit before tax	799.88	860.30	781.95	857.76
Tax Expense				
Previous Year Tax	32.86		32.86	
Current Tax	209.73	216.54	213.90	217.54
Deferred Tax	0.41	(32.78)	(32.69)	(32.78)
Profit after tax	556.88	676.54	567.60	673.00

The consolidated total income stood at ₹9,488.62 lakhs, reflecting the contributions from subsidiaries and other group entities.

The Company recorded a standalone revenue from operations of ₹8,830.30 lakhs in FY 2024-25, as compared to ₹12,201.78 lakhs in the previous year.

Profit before tax on a consolidated basis stood at ₹781.95 lakhs, while profit after tax was ₹567.60 lakhs.

Employee benefit expenses and depreciation increased due to business expansion and capitalization of new assets.

Despite a reduction in topline, the Company managed to maintain profitability with controlled operating costs and improved tax efficiency.

Board's Report (Contd.)

During the financial year 2024-25, the Company strategically shifted its focus from the trading segment to its core business activities, resulting in a marginal decline in revenue compared to the previous year. This realignment was part of the Company's long-term growth strategy to concentrate on high-margin and sustainable business segments. Despite the reduction in topline revenue, the Company delivered strong operational performance, reflected in improved profitability. The profit after tax increased proportionately in comparison to the revenue, highlighting better cost efficiency, improved margins, and effective financial management.



BRIEF DESCRIPTION OF THE STATE OF THE COMPANY'S AFFAIRS

Quicktouch Technologies Limited is a progressive, innovation-led company engaged in diverse business activities including software development, education technology (EdTech), financial technology (FinTech), and IT-enabled services. The Company continues to focus on delivering integrated, technology-driven solutions to educational institutions, businesses, and end consumers across both domestic and international markets.

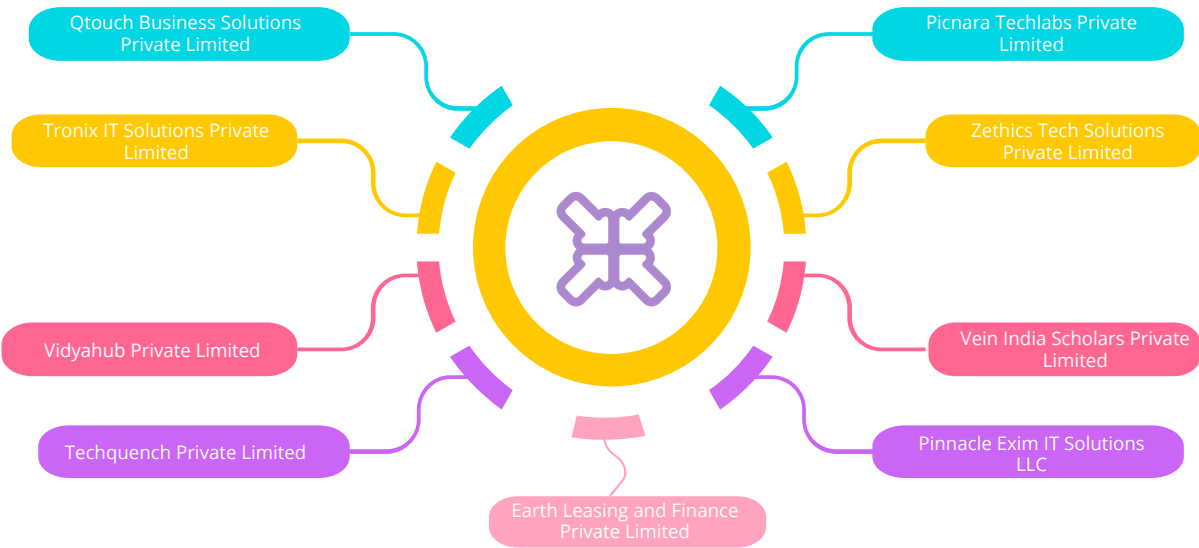
Quicktouch strengthens market position through multiple acquisitions

Strategic Acquisitions and Subsidiary Expansion

During the financial year, the Company significantly enhanced its operational base through a series of strategic acquisitions. It acquired *Vidyahub Private Limited*, *Techquench Private Limited*, and *Earth Leasing and Finance Private Limited*, all of which were made wholly owned subsidiaries. These acquisitions have strengthened the Company's core capabilities in EdTech and digital financial services, aligning with its long-term vision of building scalable and inclusive digital platforms.

The Company also acquired *Pinnacle Exim IT Solutions LLC*, a Dubai-based IT services and support firm, expanding Quicktouch's global footprint and enabling access to new regional markets across the Middle East, Africa, and beyond. Post the balance sheet date, Quicktouch continued its inorganic growth journey with the acquisition of:

- **Picnara Techlabs Private Limited** – a digital marketplace connecting photographers and clients, aimed at tapping into the creator economy,
- **Zethics Tech Solutions Private Limited** – a cybersecurity firm, supporting the Company's diversification into digital infrastructure protection,
- **Vein India Scholars Private Limited** – an AI-based job portal that leverages machine learning to connect job seekers with employers more efficiently, supporting the Company's goal of entering the AI and HR-tech space.



These acquisitions have brought valuable expertise, technology, and market reach to the Group and are expected to contribute meaningfully to the Company's future growth.

Quicktouch strengthens market position through multiple acquisitions

Strengthening the Subsidiary Ecosystem

Quicktouch continues to benefit from its existing wholly owned subsidiaries, which play a vital role in the execution of its core and emerging business strategies:

Qtouch Business Solutions Private Limited (QBSPL)

QBSPL is a core software development arm of the Company and houses the flagship educational product "TET (Talent Enhancement Test)". TET is designed to assess and enhance student competencies and has become a key component of Quicktouch's EdTech offering. QBSPL also delivers customized application development and digital transformation services for a range of clients.

Tronix IT Solutions Private Limited (TISPL)

TISPL operates in the domains of IT services, technical support, co-working space solutions, and printing services. Its diverse business portfolio supports the Group's presence in physical infrastructure and IT-enabled service delivery. TISPL enhances Quicktouch's ability to deliver integrated offerings to SME clients and startups, particularly through managed office and technology services.





Board's Report (Contd.)

Capital Structure and Regulatory Milestones

To support its business growth and expansion, the Company raised capital during the year through the conversion of warrants into equity shares and preferential allotment of equity shares, thereby strengthening its balance sheet and improving its financial flexibility.

A significant regulatory milestone was achieved with the receipt of in-principle authorization from the Reserve Bank of India (RBI) to operate as a Payment Aggregator, subject to meeting certain regulatory conditions within a prescribed timeline. This development marks Quicktouch's formal entry into the digital payments and FinTech space, positioning it to deliver secure, scalable, and innovative payment solutions to merchants and customers.

Quicktouch Technologies Limited has made substantial progress during the year in enhancing its business ecosystem, both organically and inorganically. With a growing network of strategic subsidiaries, a stronger financial base, and regulatory advancements, the Company remains focused on sustainable innovation, operational excellence, and stakeholder value creation. It is well-poised to emerge as a prominent player in the rapidly evolving technology and financial services landscape.

SHARE CAPITAL

During the financial year under review, there was no change in the authorised share capital of the Company, which remains adequate to support future fund-raising requirements and business expansion initiatives.

However, the paid-up share capital of the Company witnessed a significant increase, rising from ₹5,78,00,000 comprising 57,80,000 equity shares of ₹10/- each to ₹11,81,59,960 comprising 1,18,15,996 equity shares of ₹10/- each. This growth was primarily on account of conversion of warrants on various dates and preferential allotment of equity shares, in accordance with applicable legal provisions and shareholder approvals.

Post the balance sheet date, an additional 10,00,000

equity shares were allotted upon conversion of warrants by a promoter group allottee, leading to a further increase in paid-up share capital to ₹12,81,59,960, comprising 12815,996 equity shares of ₹10/- each.

To support its strategic and long-term growth plans, the Company had, during the previous financial year, issued and allotted 1,10,00,000 convertible warrants on a preferential basis to promoters and certain identified non-promoter investors, at a price of ₹196.17 per warrant. Each warrant was convertible into one equity share of ₹10/- each. The issuance was approved by the Board on November 11, 2023, and by the shareholders at the Extra-Ordinary General Meeting held on December 15, 2023, following due compliance with the provisions of the Companies Act, 2013, SEBI (ICDR) Regulations, and other applicable laws.

As per the terms of issue, 25% of the total issue price was received upfront as subscription money, with the balance 75% payable within 18 months from the date of allotment. During FY 2024-25, 28,63,796 warrants were converted into equity shares upon receipt of the balance amount. These conversions included contributions from both promoter and non-promoter groups. Subsequently, 10,00,000 additional warrants were converted post balance sheet date, aggregating to 38,63,796 warrants converted as on the date of this report. The balance 71,36,204 warrants remain pending for conversion.

In addition to the above, the Company completed a preferential allotment of 31,72,200 equity shares to members of the promoter group and certain identified non-promoters at an issue price of ₹144 per share, including a premium of ₹134 per share. This issue was approved by the shareholders at the 11th Annual General Meeting held on September 04, 2024, and the allotment was made on September 24, 2024, subsequent to receiving in-principle approval from the stock exchange.

The funds raised through warrant conversions and preferential allotments were strategically deployed towards the purposes stated in the offer documents. These included, inter alia, business expansion into new domains, strengthening of technological infrastructure, product innovation and development, working capital augmentation, and other general corporate requirements.

Board's Report (Contd.)

This infusion of equity capital has enhanced the financial strength of the Company, reduced its dependence on external borrowings, and empowered it to pursue aggressive growth strategies with greater agility. It is also a strong reflection of the continued confidence reposed by the promoters and investors in the long-term vision of the Company. The additional capital is expected to contribute significantly to the Company's ability to scale operations, enhance shareholder value, and solidify its leadership across both existing and emerging market segments.

DIVIDEND

In view of the Company's strategic focus on reinvestment for future growth and expansion, the Board of Directors has not recommended any dividend on the equity share capital for the financial year 2024-25.

While the Company does not fall under the ambit of the top 1000 listed companies by market capitalization as on March 31, 2025, it has voluntarily adopted a Dividend Distribution Policy to maintain transparency and consistency in shareholder communication. The said policy outlines the guiding principles for dividend declaration and is available on the Company's website at the following link:

<https://www.quicktouch.co.in/policies/dividend-policy.pdf>

TRANSFER TO THE INVESTOR EDUCATION AND PROTECTION FUND

During the year under review, the Company was not required to transfer any funds to the Investor education and protection Fund.

TRANSFER TO GENERAL RESERVES

During the year under review, the Company has not transferred any amount to the general reserves during the year under review.

CHANGE IN THE NATURE OF BUSINESS

During the financial year under review, there was no change in the nature of the core business of the Company.

However, pursuant to the in-principle authorisation received from the Reserve Bank of India (RBI) to operate as an Online Payment Aggregator under the Payment and Settlement Systems Act, 2007, the Company is required to segregate its software and ERP services business from the proposed Payment Aggregator operations.

In compliance with the RBI's directive, the Board of Directors has, subject to the approval of the shareholders at the ensuing Annual General Meeting, decided to transfer the software and ERP services division (operating under the brand 'QuickCampus') to the Company's wholly owned subsidiary, Qtouch Business Solutions Private Limited.

Upon completion of this restructuring, Quicktouch Technologies Limited will focus exclusively on building its capabilities as a full-fledged Fintech Company, subject to receipt of the final authorisation from the RBI for Payment Aggregator operations. This strategic move aligns with the Company's long-term vision to create distinct, focused business entities and to ensure full regulatory compliance.

PUBLIC DEPOSITS

During the year under review, your Company has neither invited nor accepted or renewed any deposits from the public within the meaning of Section 73 of the Companies Act, 2013, read with the Companies (Acceptance of Deposits) Rules, 2014.

STATUTORY AUDITORS & AUDITORS' REPORT

Pursuant to the provisions of Section 139 of the Companies Act, 2013, M/s. Goyal Nagpal & Co., Chartered Accountants (Firm Registration No. 018289C) were appointed as the Statutory Auditors of the Company for a period of four years, from the conclusion of the 9th Annual General Meeting held on September 30, 2022, till the conclusion of the 12th Annual General Meeting.

As per the provisions of Section 141 of the Act and the relevant rules prescribed thereunder, the Company had received necessary certificates from the said auditors, including a peer review certificate, confirming their eligibility and that they were not disqualified from

Board's Report (Contd.)

However, on August 14, 2024, M/s. Goyal Nagpal & Co. tendered their resignation citing that the statutory audit fee was not commensurate with the increased compliance requirements, particularly due to the opening of the Company's foreign branch and the consolidation of two subsidiaries, which created additional statutory obligations. This resulted in a casual vacancy in the office of Statutory Auditor as envisaged under Section 139(8) of the Companies Act, 2013.

Subsequently, the members of the Company, at the 11th Annual General Meeting held on September 4, 2024, approved the appointment of M/s. Asim Atrey & Associates, Chartered Accountants as Statutory Auditors of the Company to hold office until the conclusion of the 16th Annual General Meeting.

On December 4, 2024, M/s. Asim Atrey & Associates submitted their resignation from the position of Statutory Auditors, leading to another casual vacancy under Section 139(8) of the Act.

In response, the Audit Committee, at its meeting held on January 1, 2025, evaluated and recommended the appointment of M/s. K A R M A & Co. LLP, Chartered Accountants (Firm Registration No. 127544N) to fill the said casual vacancy. The Board of Directors, at its meeting held on January 1, 2025, approved their appointment as Statutory Auditors of the Company to hold office until the conclusion of the ensuing Annual General Meeting.

Pursuant to Section 139 of the Act, it is now proposed to appoint M/s. K A R M A & Co. LLP, Chartered Accountants (Firm Registration No. 127544N), as the Statutory Auditors of the Company for a term of five years, commencing from the conclusion of the ensuing Annual General Meeting until the conclusion of the 17th Annual General Meeting to be held in the year 2030.

The Company has received consent from M/s. K A R M A & Co. LLP to act as Statutory Auditors if appointed, along with a confirmation that their appointment, if made, will be in accordance with the conditions prescribed under the Companies Act, 2013, including the eligibility criteria laid down under Section 141 of the Act.

The Statutory Auditors' Report for the financial year ended March 31, 2025, issued by M/s. K A R M A & Co.

LLP, does not contain any qualifications, reservations, adverse remarks, or instances of fraud reported under Section 143 of the Companies Act, 2013.

The notes to the financial statements referred to in the Auditors' Report are self-explanatory and do not call for any further comments from the Board. The Statutory Auditors' Report forms part of the Annual Report, along with the audited financial statements of the Company.

SECRETARIAL AUDIT AND SECRETARIAL AUDIT REPORT

Pursuant to Section 204 of the Companies Act, 2013, Quicktouch Technologies Limited appointed M/s. Virender Kumar & Associates, Practicing Company Secretaries, as the Secretarial Auditors to conduct the audit for the financial year 2024-25. This appointment was made in compliance with the applicable regulatory provisions and was duly approved by the Board.

M/s. Virender Kumar & Associates have conducted the Secretarial Audit for the financial year 2024-25 and their report is attached as Annexure F to this Annual Report. The Secretarial Audit Report confirms that the Company has complied with the relevant provisions of the Companies Act, 2013, and other applicable laws, regulations, and guidelines. The report does not contain any qualification, reservation, or adverse remark.

Further, as per the provisions of Section 204 of the Companies Act, 2013, and the relevant rules under the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, secretarial audit is mandated for material unlisted subsidiaries.

However, for the financial year 2024-25, the subsidiary companies of Quicktouch Technologies Limited do not qualify as material subsidiaries as defined under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and the Company's policy on determining material subsidiaries. Consequently, there is no requirement for conducting a secretarial audit for these subsidiary companies.

Board's Report (Contd.)

INTERNAL AUDITOR

The Company follows a robust Internal Audit process and audits are conducted on a regular basis, throughout the year. During the year under review, M/s BAS & Co. LLP Chartered Accountants., Delhi was appointed as Internal Auditors for conducting the Internal Audit for the financial year 2024 - 2025 of key functions and assessment of Internal Financial Controls etc.

INTERNAL FINANCIAL CONTROL SYSTEM AND THEIR ADEQUACY

The Company has in place adequate internal financial controls. During the year, such controls were tested and no reportable material weaknesses in the design or operation were observed. The Management has reviewed the existence of various risk-based controls in the Company and also tested the key controls towards assurance for compliance for the present year.

In the opinion of the Board, the existing internal control framework is adequate and commensurate with the size and nature of the business of the Company. Further, the testing of the adequacy of internal financial controls over financial reporting has also been carried out independently by the Statutory Auditors as mandated under the provisions of the Act.

The Company believes that internal control is a necessary prerequisite of Governance and that freedom should be exercised within a framework of checks and balances. The Company has a well-established internal control framework, which is designed to continuously assess the adequacy, effectiveness and efficiency of financial and operational controls. The financial control framework includes internal controls, delegation of authority procedures, segregation of duties, system access controls and document filing and storage procedures.

The management is committed to ensure an effective internal control environment, commensurate with the size, scale and complexity of the business, which provides an assurance on compliance with internal policies, applicable laws, regulations and protection of resources and assets. The control system ensures that the Company's assets are safeguarded and protected

and also takes care to see that revenue leakages and losses to the Company are prevented and our income streams are protected. The control system enables reliable financial reporting. The Audit Committee reviews adherence to internal control systems and internal audit reports.

They have been designed to provide reasonable assurance with regard to recording and providing reliable financial and operational information, complying with applicable statutes, safeguarding assets from unauthorized use, executing transactions with proper authorization and ensure compliance of corporate policies. It has continued its efforts to align all its processes and controls with global best practices. During the year under review, there were no instances of fraud reported by the auditors to the Audit Committee or the Board of Directors.

BOARD MEETINGS

The Board convenes at regular intervals to deliberate on company policies, business strategies, and other essential matters. Meetings are scheduled in accordance with the provisions of the Companies Act, 2013. The agenda for each Board or Committee meeting, including comprehensive notes on discussion items, is circulated to members at least one week prior to the meeting date.

The Board Meetings are scheduled in compliance with the provisions of the Companies Act, 2013



During the financial year 2024-25, the Board held 18 meetings on the following dates: April 14, 2024; May 15 & 29, 2024; June 13, 18, 20 & 25, 2024; July 2, 2024; August 6 and 23, 2024; September 2, 12 & 24, 2024; December 03, 2024; January 1, 2025; February 12, 2025 and March 10 & 25, 2025.

The maximum interval between any two Board meetings during the year did not exceed 120 days.

Board's Report (Contd.)

COMMITTEES OF THE BOARD

The Company has the following committees which have been established as a part of the best corporate governance practices and are in compliance with the requirements of the relevant provisions of applicable laws and statutes. The following are the committees constituted by the Board:

- i. Audit Committee;
- ii. Nomination and Remuneration Committee;
- iii. Stakeholder Relationship Committee

The Composition of the Committees as on March 31, 2025 is as follows:

i. Audit Committee

S.No.	Name of Director	Designation & Category
1.	Mrs. Ayushi Sikka	Chairperson (Non-Executive and Independent Director)
2.	Mrs. Divya Kwatra	Member (Non-Executive and Independent Director)
3.	Mr. Gaurav Jindal	Member (Executive Director)

ii. Nomination and Remuneration Committee;

S.No.	Name of Director	Designation & Category
1.	Mrs. Ayushi Sikka	Chairperson (Non-Executive and Independent Director)
2.	Ms. Madhu	Member (Non-Executive Director)
3.	Mrs. Divya Kwatra	Member (Non-Executive and Independent Director)

iii. Stakeholder Relationship Committee

S.No.	Name of Director	Designation & Category
1.	Mrs. Divya Kwatra	Member (Non-Executive and Independent Director)
2.	Mrs. Ayushi Sikka	Chairperson (Non-Executive and Independent Director)
3.	Ms. Madhu	Member (Non-Executive Director)

*There is no change in the Committees during the year.

Disclosure on Acceptance of Audit Committee Recommendations

During the financial year under review, all recommendations made by the Audit Committee were duly accepted by the Board of Directors of Quicktouch Technologies Limited. There were no instances where any recommendation of the Audit Committee was not accepted by the Board. This reflects the Company's strong commitment to maintaining the highest standards of corporate governance, transparency, and accountability.

COMMITTEE MEETINGS

The table below details the meetings of various Committees, including the number of meetings held and their respective dates:

S.No.	Committee	No. of Meetings	Date of Meetings
1.	Audit Committee (ACM)	20	April 14, 2024; May 15 & 29, 2024; June 13, 18, 20 & 25, 2024; July 2, 2024; August 6, 14 and 23, 2024; September 2, 12 & 24, 2024; November 14, 2024; December 03, 2024; January 1, 2025; February 12, 2025 and March 10 & 25, 2025.
2.	Nomination and Remuneration Committee (NRC)	3	April 15, 2023; May 30, 2023; July 18, 2023; August 25, 2023; August 31, 2023; October 27, 2023
3.	Stakeholder Relationship Committee (SRC)	2	April 04, 2023 & November 11, 2023

Board's Report (Contd.)

ATTENDANCE OF DIRECTORS/ MEMBERS AT THE BOARD AND COMMITTEE MEETINGS

As per standard 9 of the Secretarial Standard on Meetings of the Board of Directors ('SS-1') issued by the Institute of Company Secretaries of India ('ICSI'), the attendance of Directors at Board and Committee meetings held during the financial year 2024-25 are as under:

S.No.	Name of Director	Board Meeting	Audit Committee	Nomination and Remuneration Committee	Stake Holder Committee
1	Ms. Madhu	18	N.A	3	3
2	Mr. Gaurav Jindal	18	20	N.A	N.A
3	Mrs. Divya Kwatra	18	20	3	3
4	Mrs. Ayushi Sikka	18	20	3	3
5	Mr. Arvind Sharma	8	N.A	N.A	N.A
6	Mr. Krishnan	8	N.A	N.A	N.A
7	Mr. Vinod Aggarwal	7	N.A	N.A	N.A

MEETING OF INDEPENDENT DIRECTORS

A separate meeting of Independent Directors was held on February 28, 2025 without presence of Non-Independent Directors Members of Management and employees of the Company as required under the Act and in Compliance with requirement under Schedule IV of the Act and as per requirements of Listing Regulations and discussed matters specified therein. The meeting was conducted to evaluate the:

- a. Performance of non-independent Directors and the Board as a whole;
- b. Quality, content and timeliness of the flow of information between the Company management and the Board that is necessary for the Board to effectively and reasonably perform their duties.

However, the Company Secretary and Compliance Officer of the Company, being a member of the management, attended the meeting only to facilitate convening and holding of the meeting. The meeting was attended by all the Independent Directors of the Company.

DECLARATIONS BY INDEPENDENT DIRECTORS

The Company has received necessary declarations from each of the Independent Director of the Company that they meet the criteria of independence as provided under section 149(6) of the Act and complied with the Code of Conduct as prescribed in the Schedule IV of

the Act, as amended from time to time and Regulation 16 of Listing Regulations in respect of their position as an "Independent Director" of Quicktouch Technologies Limited. The Company has received requisite declaration of independence from all the above-mentioned Independent Directors in terms of the Act and SEBI Regulations, confirming that they continue to meet the criteria of independence. Further, in pursuance of Rule 6of the Companies (Appointment and Qualifications of Directors) Rules, 2014, all Independent Directors of the Company have confirmed their registration with the Indian Institute of Corporate Affairs (IICA)database.

During the year under review the non-executive independent directors of the company had no Pecuniary relationship or transactions with the Company other than sitting fees, commission, if any and reimbursement of expenses incurred for the purpose of attending the meetings of the board or committees of the company. The Board took on record the declaration and confirmation submitted by the independent directors regarding them meeting the prescribed criteria of independence, after undertaking due assessment of the veracity of the same in terms of the requirements of regulation 25 of the SEBI Listing Regulations.

The Board is of the opinion that all the Independent Directors of the Company possess requisite qualifications, skills, experience (including proficiency) and expertise and they hold highest standards of integrity and are independent of the management.

Board's Report (Contd.)

SUBSIDIARY AND ASSOCIATE COMPANIES

Q touch Business Solutions Private Limited

Qtouch Business Solutions Private Limited is a wholly owned subsidiary of Quicktouch Technologies Limited, primarily engaged in the business of conducting Olympiads and school-level student assessment examinations. These assessments are designed to evaluate and enhance students' understanding and knowledge across a wide range of academic subjects.

The examinations conducted by Qtouch provide data-driven insights into students' academic strengths and areas that require improvement. This enables educators to adopt more targeted and effective teaching strategies, thereby improving overall learning outcomes. The company aims to support the education ecosystem by promoting academic excellence and critical thinking skills among school students through structured and competitive assessment programs.

Tronix IT Solutions Private Limited

Tronix IT Solutions Private Limited is a wholly owned subsidiary of Quicktouch Technologies Limited, primarily engaged in providing innovative co-working space solutions tailored to meet the evolving needs of today's professionals and businesses. The company offers flexible and modern workspaces equipped with essential amenities and advanced technology infrastructure, designed to foster collaboration, creativity, and productivity.

Tronix IT Solutions caters to a diverse clientele including freelancers, startups, small and medium enterprises (SMEs), and established organizations, providing scalable workspace options that align with their operational and growth requirements. The subsidiary is positioned to support the dynamic shift toward shared work environments and continues to expand its footprint in the flexible workspace ecosystem.



Vidyahub Private Limited

Vidyahub Private Limited is a wholly owned subsidiary of Quicktouch Technologies Limited, actively engaged in the education and test preparation sector. The company operates a network of three coaching centres, with two centres located in Delhi and one in Rajasthan. Vidyahub offers structured classroom programs for IIT-JEE and NEET entrance examinations, along with foundation courses for students from Classes 8 to 10. The Rajasthan centre operates under the brand name "Gudaprince Vidyapeeth", maintaining the same academic standards, faculty expertise, and curriculum design as its Delhi centres.

Through a blend of academic rigour and innovative teaching methodologies, Vidyahub aims to nurture future engineers and medical professionals. The subsidiary plays a key role in supporting Quicktouch Technologies Limited's vision of enhancing quality education and expanding its presence in the learning and skilling ecosystem across India.



Board's Report (Contd.)

SUBSIDIARY AND ASSOCIATE COMPANIES

Earth Leasing and Finance Private Limited

Earth Leasing and Finance Private Limited is a Non-Banking Financial Company (NBFC) and a wholly owned subsidiary of Quicktouch Technologies Limited. The company is engaged in providing structured financial solutions, with a focus on education-based lending and digital finance services. It offers tailored financial products aimed at empowering students, educational institutions, and underserved segments with accessible and responsible credit options.

Through Earth Leasing and Finance, Quicktouch is able to extend its impact in the education and finance ecosystem, combining technology with finance to address real-world needs in a compliant, scalable, and sustainable manner.

Pinnacle Exim IT Solution LLC

Pinnacle Exim IT Solution LLC is a Dubai-based entity that was classified as an associate company of Quicktouch Technologies Limited as on March 31, 2025. The company is engaged in the business of providing comprehensive IT services and solutions, including software development, IT consulting, and support services, catering to clients across the Middle East and other international markets.

Post the balance sheet date, Quicktouch Technologies Limited increased its equity stake in Pinnacle Exim IT Solutions LLC to 57%, thereby acquiring majority control and making it a subsidiary company. This strategic move is aligned with Quicktouch's vision to strengthen its global footprint, especially in the growing IT services and digital transformation space. The acquisition is expected to unlock synergies in terms of technological capabilities, cross-border delivery, and market access, further enhancing the consolidated operational scale of Quicktouch Technologies Limited.

Techquench Private Limited

Techquench Private Limited is a wholly owned subsidiary of Quicktouch Technologies Limited, established with the objective of advancing experiential and technology-based education in schools. The company is primarily engaged in setting up Robotics Labs and STEM Labs in various schools across Delhi, aimed at fostering innovation, problem-solving, and critical thinking among students. In addition to providing advanced lab infrastructure and a structured, curriculum-aligned learning program, Techquench also deploys trained teachers to conduct hands-on training sessions for students. These educators are specially trained in STEM and robotics to ensure high-quality instruction and engagement at the classroom level.

Through its offerings, Techquench supports the Group's commitment to transforming traditional education by embedding future-ready technologies and learning methodologies into early education, thereby contributing meaningfully to the skill development ecosystem.



Board's Report (Contd.)

During the year Vidyahub Private Limited, Techquench private Limited and Earth Leasing and Finance Private Limited become the Wholly Owned subsidiary of Quicktouch Technologies Limited. Pinnacle Exim IT Solution LLC become associate Company of the Quicktouch. As on March 31, 2025

A report on the performance and financial position of the Company's subsidiaries and the contribution made by these entities, as included in the consolidated financial statements, is presented in Form AOC-1, which is attached to this Report as Annexure – B. Additionally, a detailed update on the business operations of the Company's key operating subsidiaries and associate company is provided in the Management Discussion and Analysis (MD&A) section, which forms an integral part of this Annual Report.

In accordance with the provisions of Section 136 of the Companies Act, 2013, the audited financial statements and other related documents of the subsidiary companies are not annexed with the standalone financial statements of the Company. However, the complete set of financial statements, including those of subsidiary and associate companies, is available on the Company's website at www.quicktouch.co.in for inspection by shareholders and stakeholders.

LISTING

The equity shares of the Company are listed on the SME Platform of the National Stock Exchange of India Limited (NSE EMERGE) with effect from May 05, 2023. The Company has paid the annual listing fees to the NSE and is in compliance with all applicable listing regulations.

During the year under review, the Company allotted equity shares pursuant to a preferential issue and upon conversion of warrants into equity shares. These shares were subsequently listed on the exchange, and the Company also received the trading approval from the NSE for the same.

EMPLOYEE STOCK OPTION PLAN

Your Company has an employee stock option plan viz. 'QT - Employee Stock Option Plan 2023' ("Plan" or "ESOP 2023") which was approved by shareholders of the Company on September 29, 2023.

The ESOP Plan provides for the grant of stock options aggregating not more than 8,67,000 (Eight Lakhs Sixty-Seven Thousand) employee stock options to or for the benefit of such person(s) who are the employees of the Company. The ESOP Plan is administered by the Nomination and Remuneration Committee constituted by the Board of Directors of the Company.

There is no change in the ESOP plan during the financial year under review. The ESOP plan is in compliance with the SEBI Regulations. During the year under review, Company has not granted any stock options to employees of the Company and its subsidiaries.

A certificate from the Secretarial Auditors of the Company certifying that the Employee Stock Option Scheme of the Company is implemented in accordance with the SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 and in accordance with the resolutions passed by the Shareholders of the Company, will be available for inspection during the AGM to any person having right to attend the meeting.

PARTICULARS OF LOANS, GUARANTEES AND INVESTMENTS

The details of loans, Guarantee given and investments made by the company pursuant to the provisions of Section 186 of the Act, are mentioned in the notes of the Balance Sheet.

REPORT ON FRAUDS U/S 143(12) OF THE COMPANIES ACT, 2013

The Auditors during the performance of their duties have not identified any offence of fraud committed by the company or its officers or employees. Therefore, no frauds have been reported to the Central Government under Section 143(12) of the Companies Act, 2013.

UTILIZATION OF PROCEEDS

During the financial year, the Company raised funds through the conversion of warrants and preferential issue of equity shares. The proceeds from these issuances have been utilized in accordance with the objects stated in the offer documents filed with the regulatory authorities.

Board's Report (Contd.)

The funds have been deployed towards purposes such as business expansion, strengthening of the technology infrastructure, strategic acquisitions, working capital requirements, and other general corporate purposes, in line with the disclosures made at the time of the capital raising.

The Board of Directors confirms that the utilization of proceeds is in compliance with the terms and conditions set out in the offer documents, and there has been no deviation or variation in the intended use of funds.

Additionally, funds from the preferential issue of fully convertible warrants into equity shares supported acquisition of businesses, fulfilling working capital requirement and other corporate related expenses.

The utilization of funds has been managed prudently, reflecting our commitment to transparency and maximizing shareholder value.

Pursuant to Regulation 32(1)(a) and 32(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company hereby states that there was no deviation(s) or variation(s) in the utilization of public issue proceeds from the objects as stated in the prospectus. Report on the utilization of proceeds is attached in Annexure D and form part of this report.

MATERIAL CHANGES AND COMMITMENTS AFTER THE END OF FINANCIAL YEAR AND THE DATE OF THE REPORT

1. Company has received in principle authorization from the Reserve Bank of India to start its operations as Payment Aggregator, pursuant to the RBI authorization Company has to segregate its software and ERP Business into separate legal entity and Quicktouch will operate as full-fledged payment aggregator. Existing Business of Quicktouch i.e related to software and ERP Business will be operated from its Wholly owned subsidiary company Qtouch Business Solutions Private Limited the said transition will be done post shareholder approval in the ensuring Annual General Meeting.
2. Company has made payment toward the acquisition of further share of the Pinnacle Exim IT Solutions LLC, consequence of which the Pinnacle become

the subsidiary company of the quicktouch and going forward will be added into the consolidated financials of the Quicktouch.

3. Quicktouch has acquired three Companies:-

- » Vein India Scholars Private Limited became a wholly owned subsidiary of Quicktouch Technologies Limited post the balance sheet date. The company was acquired from related parties of Quicktouch, and the transaction was executed at arm's length price, in compliance with applicable regulatory and governance standards.
- » Picnara Techlabs Private Limited has become a wholly owned subsidiary of Quicktouch Technologies Limited post the balance sheet date. Picnara is engaged in providing a technology-driven online platform that connects photographers with potential clients. This strategic acquisition aligns with Quicktouch Technologies Limited's broader vision to diversify into niche, digital-first platforms and establish a strong presence in the creative gig economy.
- » Zethics Tech Solutions Private Limited become subsidiary company of Quicktouch Technologies Limited post the balance sheet date, it is a technology-focused company engaged in the development of advanced cybersecurity solutions designed to protect digital infrastructure against a wide range of cyber threats. As part of the Quicktouch Group, Zethics contributes strategically to the Company's goal of strengthening its technological portfolio by integrating cyber resilience into its range of digital services.

4. Quicktouch Technologies Limited has successfully converted its Dubai branch office into a Wholly Owned Subsidiary (WOS) in accordance with applicable regulatory guidelines and international business structuring norms.

This strategic move is aimed at enhancing operational efficiency, enabling better governance, and providing a more structured platform for expanding the Company's international operations in the Middle East and other global markets. The subsidiary will continue to focus on delivering IT services and support while also exploring new growth opportunities in the region.

Board's Report (Contd.)

5. The conversion of the branch into a WOS is expected to offer greater financial and managerial autonomy, ensure compliance with local regulations, and facilitate smoother execution of contracts and customer engagements in the region. Increase in Stake in Pinnacle Exim IT Solutions LLC

Subsequent to the balance sheet date, Quicktouch Technologies Limited has increased its equity stake in Pinnacle Exim IT Solutions LLC. Pursuant to this investment, Pinnacle has become a subsidiary of Quicktouch Technologies Limited.

MATERIAL EVENTS DURING THE YEAR UNDER REVIEW

• Preferential Issue

During the year, the Company completed a preferential issue of equity shares & Conversion of warrants into equity shares. For detailed information regarding this issuance, please refer to the "Share Capital" section of this report.

• Change in Management

During the year, the Company has appointed Directors (Independent and Non Independent) in the Board of the Company. For detailed information, please refer to the "Directors and Key Managerial Personnel" section of this report.

• Acquisitions of Business

During the year, the Company acquired three companies wholly and 47% stake in another company. For detailed information regarding these acquisitions, please refer to the "Subsidiary Companies" section of this report.

• Payment Aggregator Application Update

During the year under review, the Company submitted an application to the Reserve Bank of India (RBI) for authorization to operate as a Payment Aggregator, as part of our strategic initiative to expand our presence in the fintech domain. The application was prepared in accordance with the regulatory framework laid down by the RBI, ensuring full compliance with all applicable guidelines.

Throughout the year, the Company also invested significantly in strengthening its technological infrastructure to support future payment aggregation

operations, aligning with our vision to provide secure and seamless digital transaction solutions.

Subsequent to the balance sheet date, we are pleased to report that the Company has received the Payment Aggregator in Principle authorization from the Reserve Bank of India. This development marks a major milestone in our fintech journey and will enable us to scale our operations through our in-house payment platform, "QuickPay."

As part of the in-principle approval, the Reserve Bank of India (RBI) has outlined certain conditions that the Company must fulfill within a period of six months from the date of approval. The Company is actively working towards meeting these requirements to obtain the final authorization. We remain grateful to our stakeholders for their continued trust and support as we move forward into this exciting new phase of growth.

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE

The information on the conservation of energy, technology absorption and foreign exchange earnings & outgo as stipulated under Section 134(3)(m) of the Act, read with Companies (Accounts) Rules, 2014 is as follows:

a. Conservation of Energy

- i. the steps are taken or impact on the conservation of energy: Regular efforts are made to conserve energy through various means such as the use of low energy consuming lighting, etc.
- ii. the steps taken by the Company for using alternate sources of energy: Since your Company is not an energy-intensive unit, utilization of alternate sources of energy may not be feasible.
- iii. Capital investment on energy conservation equipment: Nil

b. Technology Absorption

Your Company is not engaged in manufacturing activities, therefore there is no specific information to be furnished in this regard. There was no expenditure incurred on Research and Development during the period under review.

Board's Report (Contd.)

c. Foreign Exchange Earnings and Outgo

The foreign exchange earnings and outgo are given below:

Total Foreign Exchange earned : 612.52

Total Foreign Exchange used : 0

SIGNIFICANT AND MATERIAL ORDERS PASSED BY REGULATORS OR COURTS

During the year under review, there were no such significant and material orders passed by the regulators or courts or tribunals which could impact the going concern status and company's operations in the future.

However, the Company has received demand notice. For detailed information on these matters, please refer to the "Contingent Liabilities" sections of Notes to Accounts.

EXTRACT OF ANNUAL RETURN

The Annual Return in Form MGT-7 as required to be prepared in terms of Section 92 of the Act is being uploaded on the website of the Company and can be accessed through the link <https://www.quicktouch.co.in/investor-relations/annual-return.php>



RISK MANAGEMENT

Your Company considers that risk is an integral part of its business and therefore, it takes proper steps to manage all risks in a proactive and efficient manner. The Board time to time identifies the risks impacting the business and formulates strategies/policies aimed at risk mitigation as part of risk management. Further, a core team comprising of senior management identify and assess key risks, risk appetite, tolerance levels and formulate strategies for the mitigation of risks identified in consultation with process owners.

The Company has adopted a Risk Management policy, whereby, risks are broadly categorized into Strategic, Operational, Compliance and Financial & Reporting Risks. The Policy outlines the parameters of identification, assessment, monitoring and mitigation of various risks which are key to the business performance.

Board's Report (Contd.)

There are no risks which, in the opinion of the Board, threaten the very existence of your Company. However, some of the challenges/risks faced by key operating Subsidiary Companies have been dealt with in detail in the Management Discussion and Analysis section forming part of this Annual Report.

CORPORATE SOCIAL RESPONSIBILITY INITIATIVES

At Quicktouch Technologies Limited, Corporate Social Responsibility (CSR) is a core aspect of our values and reflects our commitment to contributing meaningfully to the community. Our CSR initiatives are aligned with our broader vision of driving sustainable and inclusive growth across all regions where Quicktouch has a presence.

We focus our efforts on education, environment, and employee engagement, aiming to create a long-lasting, positive impact. We believe that technology and innovation can be powerful tools for social good, and we strive to leverage our capabilities to make a difference in the lives of people and communities worldwide.

During the year, Quicktouch has been actively involved in completing its CSR initiative in collaboration with the Srikaya Foundation. This partnership primarily focuses on two significant areas:



Through this collaboration, Quicktouch aims to uplift the underserved sections of society and promote compassion and care for animals, thereby contributing to a more equitable and humane world.

We remain committed to expanding the scope and impact of our CSR initiatives in the years to come, and we thank all stakeholders who continue to support and believe in our vision for a better tomorrow. The Board of Directors is responsible for overseeing the Company's Corporate Social Responsibility (CSR) activities, and the Company has framed the Policy on Corporate Social Responsibility as per the provisions of section 135 of the Companies Act, 2013 and Companies (Corporate Social Responsibility Policy) Rules, 2014.

The CSR Policy including annual action plan is available on Company's website at the link: <https://www.quicktouch.co.in/csr.php>

The initiatives taken by the Company on CSR during the year as per the said rules has been annexed to this Report as "Annexure E"

Board's Report (Contd.)

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

A detailed Management Discussion and Analysis Report is provided in a separate section of the Annual Report, offering insights into the Company's operations, performance, and future outlook. This report is in compliance with Regulation 34 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. It covers various aspects of the business under review, offering stakeholders a comprehensive understanding of the Company's strategic direction, market conditions, and financial health. This section forms an integral part of the Annual Report, ensuring transparency and informed decision-making for investors and other stakeholders.

ANNUAL EVALUATION OF BOARD PERFORMANCE AND PERFORMANCE OF ITS COMMITTEES AND INDIVIDUAL DIRECTORS

Performance evaluation is becoming increasingly important for Board and Directors, and has benefits for individual Directors, Board and the Companies for which they work. The Securities and Exchange Board of India has issued a Guidance Note on Board Evaluation and pursuant to the provisions of the Act, the Board of Directors has carried out an annual performance evaluation of its own performance, Board Committees and individual Directors at their meeting.

The Chairman of the Meeting/Company interacted with each Director individually, for evaluation of performance of the individual Directors. The evaluation of the performance of the Board as a whole and individual and of the Committees was conducted by way of questionnaires.

In a separate meeting of Independent Directors held on February 28, 2025, performance of Non Independent Directors and performance of the Board as a whole was evaluated. Further, they also evaluated the performance of the Chairman of the Company, taking into account the views of the Executive Directors and Non-Executive Directors.

The performance of the Board was evaluated by the Board after seeking inputs from all the Directors on the

basis of various criteria such as structure and diversity of the Board, competency of Directors, experience of Director, strategy and performance, secretarial support, evaluation of risk, evaluation of performance of the management and feedback, independence of the management from the Board etc.

The performance of the Committees was evaluated by the Board on the basis of criteria such as mandate and composition, effectiveness of the committee, structure of the committee and meetings, independence of the committee from the Board and contribution to decisions of the Board.

The Nomination and Remuneration Committee reviewed the performance of the individual Directors on the basis of the criteria such as qualification, experience, knowledge and competency, fulfillment of functions, availability and attendance, initiative, integrity, contribution and commitment etc., and the Independent Directors were additionally evaluated on the basis of independence, independent views and judgment etc. The performance of the Individual Directors was evaluated by the Board on the basis of criteria such as ethical standards, governance skills, professional obligations, personal attributes etc. Further the evaluation of Chairman of the Board, in addition to the above criteria for individual Directors, also included evaluation based on effectiveness of leadership and ability to steer the meetings, impartiality, etc.

The Chairman and other members of the Board discussed upon the performance evaluation of every Director of the Company and concluded that they were satisfied with the overall performance of the Directors individually and that the Directors generally met their expectations of performance.

The summary of the feedback from the members were thereafter discussed in detail by the members. The respective Director, who was being evaluated, did not participate in the discussion on his/her performance evaluation. The Directors expressed their satisfaction with the evaluation process.

The Board of Directors has laid down the manner in which formal annual evaluation of the performance of the board, Committees and individual directors has to be made.

Board's Report (Contd.)

The Company has in place a comprehensive and structured questionnaire for evaluation of the Board and its Committees, Board composition and its structure, effectiveness, functioning and information availability. This questionnaire also covers specific criteria and the grounds on which all directors in their individual capacity will be evaluated. The performance evaluation of the Independent Directors was done by the entire Board excluding the director being evaluated.

DIRECTORS AND KEYMANAGERIAL PERSONNEL

Name of Director	Director Identification Number (DIN)	Designation	Category
Mr. Gaurav Jindal	06583133	Managing Director	Promoter &Executive
Ms. Madhu	07581193	Non Executive Director	Promoter & Non Executive
Mrs. Ayushi Sikka	09707228	Independent Director	Non Executive Director
Mrs. Divya Sikka	08084104	Independent Director	Non Executive Director
Mr. Vinod Aggarwal	02069422	Independent Director	Non Executive Director
Mr. Arvind Sharma	10750603	Non Executive Director	Non Executive Director
Mr. Krishnan	07034128	Non Executive Director	Non Executive Director

Notes on the Changes in the Composition of the Board :

Mr. Arvind Sharma was appointed as a Non-Executive Director on August 23, 2024, with his appointment approved by shareholders on September 04, 2024.
Mr. Krishnan was appointed as a Non-Executive Director on August 23, 2024, with his appointment approved by shareholders on September 04, 2024.
Mr. Vinod Aggarwal was appointed as a Non-Executive Independent Director on September 02, 2024, in the ensuring Annual General Meeting shareholder approve his appointment.

The additions to the Board of Directors are strategic in nature, aimed at strengthening the Company's leadership and driving future business growth. These appointments bring in professionals with extensive knowledge and experience across relevant industries, aligning with the Company's long-term vision. No resignations have taken place, and the expansion of the board reflects the Company's proactive approach to enhancing governance, fostering innovation, and ensuring sustained value creation for all stakeholders.

The Company has received declarations from all the Independent Directors confirming that they meet the criteria of Independence as prescribed under Section 149(6) of the Companies Act, 2013.

S.No	Name of Key Managerial Personnel	Designation
1.	Mr. Gaurav Jindal	Managing Director
2.	Mr. Ankit Gupta	Chief Financial Officer
3.	Ms. Kajal Goel	Company Secretary & Compliance Officer
4.	Mr. Arjun Sharma	Chief Executive Officer

Changes in Key Managerial Personnel

Mr. Arjun Sharma were appointed as Key Managerial Personnel of the Company effective July 18, 2023. Mr. Sharma resigned from his position on May 3, 2024.

DIRECTOR RETIRING BY ROTATION

Pursuant to the provisions of Section 152 the Companies Act, 2013 and the Articles of Association of the Company, Mr. Gaurav Jindal (DIN: 06583133), Director of the Company retires by rotation and being eligible offer himself for re-appointment in the 12th Annual General Meeting of the Company. The details of Directors being recommended for re-appointment as required is contained in the accompanying Notice convening the ensuing Annual General Meeting of the Company.

Board's Report (Contd.)

VIGIL MECHANISM/ WHISTLE BLOWER POLICY

Pursuant to the provisions of section 177(9) & (10) of the Companies Act, 2013 and Regulation 22 of the SEBI (Listing Obligations and Disclosure Requirements), Regulation, 2015 the Company has adopted a Vigil Mechanism/ Whistle Blower Policy for Directors and employee to report concerns about unethical behaviour, actual or suspected fraud or violation of the Company's code of conduct or ethics policy. This policy is made available on the Company's website www.quicktouch.co.in. During the year, no complaint pertaining to the company was received under the Whistle Blower mechanism.

PARTICULARS OF EMPLOYEES

Disclosures pertaining to remuneration and other details as required under Section 197(12) of the Companies Act, 2013 read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 are set out in prescribed format and annexed herewith as Annexure - A to this Report.

The statement containing particulars of employees as required under Section 197(12) of the Companies Act, 2013 read with Rule 5(2) and 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, forms part of this Annual Report. Further, the Report is being sent to the members excluding the aforesaid annexure. In terms of Section 136 of the Act, any shareholder interested in obtaining a copy thereof may write to the Company Secretary of the Company at compliance@quicktouch.co.in.

REMUNERATION POLICY FOR DIRECTORS, KEY MANAGERIAL PERSONNEL AND OTHER EMPLOYEES AND CRITERIA FOR APPOINTMENT OF DIRECTORS

The management of the Company greatly benefits from the guidance, support, and mature advice of the Board of Directors, who also serve on various committees. The Board comprises directors with diverse skills and rich experience, enhancing the quality of performance of its members.

For the selection of any Director, the Nomination and Remuneration Committee identifies individuals of integrity who possess the relevant expertise, experience, and leadership qualities required for the position. The Committee ensures that candidates meet the necessary criteria regarding qualifications, positive attributes, independence, age, and other requirements as specified by the Act, Listing Regulations, or other applicable laws.

The objective of this policy is to serve as a guiding framework for appointing qualified individuals as directors on the Company's Board of Directors ("Directors"), Key Managerial Personnel ("KMP"), recommending their remuneration, and evaluating their performance. The Board of Directors, based on the recommendation of the Nomination and Remuneration Committee, has developed a policy on the appointment and remuneration of Directors, Key Managerial Personnel, and Senior Managerial Personnel. This includes criteria for determining qualifications, positive attributes, independence of a Director, and other matters mandated under Section 178 (3) of the Act and the Listing Regulations.

The Board of Directors has established a policy that provides a framework for the remuneration of Directors, Key Managerial Personnel, and Senior Management of the Company. This policy also outlines the criteria for the selection and appointment of Board Members and emphasizes the importance of Board diversity. The Company acknowledges the benefits and importance of having a diverse Board of Directors in terms of skill sets and experience. The Company has an optimal mix of executive and non-executive, independent directors, and a woman director. The relevant policy(ies) have been uploaded on the Company's website and can be accessed through the link at <https://www.quicktouch.co.in/investor.php>

COMPLIANCE WITH THE CODE OF CONDUCT AND ETHICS

In compliance with the Listing Regulations and Act, the Company has framed and adopted a code of conduct and ethics ("the code"). The code is applicable to the members of the Board, the executive officers and all the employees of the Company.

Board's Report (Contd.)

All the members of the Board and Senior Management Personnel have affirmed compliance to the code for the Financial Year ended on March 31, 2025, and a declaration to this effect signed by the Managing Director forms part of the Corporate Governance Report as Annexure I.

DISCLOSURE OF ACCOUNTING TREATMENT

The Financial Statement of the Company for the fiscal year 2024-25 has been prepared in accordance with the applicable accounting principles in India, as prescribed under Section 133 of the Companies Act, read in conjunction with the rules made thereunder.

As per Provision to regulation Rule 4(1) of the companies (Indian Accounting Standards) Rules, 2015 notified vide Notification No. G.S.R 111 (E) on 16th February, 2015, Companies whose shares are listed on SME exchange as referred to in Chapter XB of SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2009, are exempted from the compulsory requirements of adoption of IND-AS w.e.f. 1st April, 2017. As your Company is also listed on SME Platform of NSE Limited, is covered under the exempted category and is not required to comply with IND-AS for preparation of financial statements.

DISCLOSURE ON RELATED PARTY'S TRANSACTIONS

All related party transactions entered into during the financial year 2024-2025 were conducted on an arm's length basis and in the ordinary course of business. There are no materially significant related party transactions with related parties that could potentially conflict with the interests of the Company.

These transactions comply with the Accounting Standards issued by the ICAI, and further details are provided in the notes to the Financial Statements. All related party transactions are submitted to the Audit Committee for approval in accordance with the Company's Related Party Transactions Policy, as approved by the Board. The policy is available on the Company's website and can be accessed through the link at <https://www.quicktouch.co.in/investor-relations/policy.php>

Since all related party transactions for the financial year were conducted on an arm's length basis and in the ordinary course of business, and there was no material related party transactions as per the Related Party Transactions Policy.

AOC-2 is attached at Annexure C.

The details of the transactions with related parties are included in the notes to the accompanying financial statements.

DIRECTORS' RESPONSIBILITY STATEMENT

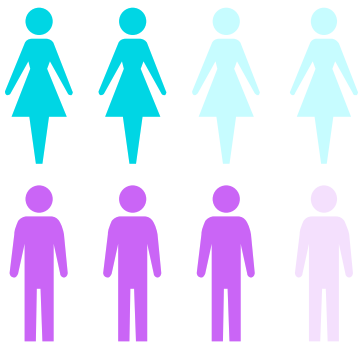
Pursuant to Section 134(5) of the Companies Act, 2013, the Directors of the Company confirm that:

- In the preparation of the annual accounts, the applicable accounting standards have been followed, along with proper explanations for any material departures.
- Appropriate accounting policies have been selected and applied consistently, and judgments and estimates have been made that are reasonable and prudent, so as to give a true and fair view of the state of affairs of the Company as of March 31, 2025, and the profit of the Company for the year ended March 31, 2025.
- Proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013, to safeguard the assets of the Company and to prevent and detect fraud and other irregularities.
- The annual accounts have been prepared on a going concern basis.
- Proper internal financial controls have been followed by the Company, and such internal financial controls are adequate and were operating effectively.
- Proper systems have been devised to ensure compliance with the provisions of all applicable laws, and such systems were adequate and operating effectively.

Board's Report (Contd.)

POLICY AGAISNT SEXUAL HARASSMENT

In accordance with the provisions of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and the rules made thereunder, Quicktouch Technologies Limited has in place a duly constituted Internal Complaints Committee (ICC) to redress complaints of sexual harassment at the workplace. The Company has a strict policy on the prevention and redressal of sexual harassment, which is reviewed and communicated periodically to ensure a safe and inclusive work environment for all employees, particularly women.



The summary of sexual harassment complaints during the financial year is as follows:

The details of the complaints received during the year under review were as follows:

Particulars	Nos.
Number of complaints of sexual harassment received	0
Number of complaints disposed of during the year	0
Number of cases pending for more than 90 days	0
Number of awareness programs/trainings conducted	10
Nature of corrective actions taken (if any)	NA

The Company continues to foster a work culture free from harassment, discrimination, and bias, and promotes gender sensitivity through training and awareness programs.

DISCLOSURE ON MATERNITY BENEFITS

Your Company remains committed to promoting the health, well-being, and rights of its women employees. In accordance with the provisions of the **Maternity Benefit Act, 1961**, as amended by the **Maternity Benefit (Amendment) Act, 2017**, Quicktouch Technologies Limited has implemented all necessary measures to support women employees during and after pregnancy.

The Company provides maternity benefits which are in strict accordance with the provisions of the Maternity Benefit Act, 1961, as amended, and have been duly adopted and incorporated into the Company's employment policy. These entitlements are extended to all eligible women employees in line with statutory compliance.

During the financial year under review, the Company **has not received any grievances** or complaints related to maternity benefits, and remains fully compliant with the applicable legal and regulatory requirements.

Quicktouch Technologies Limited remains committed to fostering a progressive, inclusive, and supportive workplace for all its employees, especially working mothers, and continuously works towards enhancing employee-friendly policies and practices.

PREVENTION OF INSIDER TRADING

Company is fully committed to upholding the highest standards of transparency and fairness in its dealings, particularly with respect to the handling of sensitive information. In compliance with the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015, as amended from time to time ("PIT Regulations"), the Board has adopted a comprehensive Code of Conduct to regulate, monitor, and report trading by designated persons and other connected individuals.

Board's Report (Contd.)

To ensure the ethical handling of Unpublished Price Sensitive Information (UPSI), the Company has also put in place a Code of Practices and Procedures for Fair Disclosure of UPSI, which outlines internal procedures for the timely and equitable disclosure of sensitive information. The trading window is routinely closed during the declaration of financial results and in the event of other material developments, as per the Code. These policies are accessible on the Company's website at:<https://www.quicktouch.co.in/investor-relations/policy.php>.

Further, in accordance with Regulation 3 of the PIT Regulations, the Company has implemented a Structured Digital Database (SDD) using The PIT Archive Compliance Software. This system ensures meticulous compliance by securely recording the sharing of UPSI with various stakeholders strictly on a need-to-know basis and for legitimate purposes only. The database maintains detailed logs with date and time stamps, providing an auditable trail of all such disclosures. Through these measures, the Company reaffirms its commitment to responsible governance, information security, and regulatory compliance.

MAINTENANCE OF COST RECORDS

Your Company is not required to maintain cost records as specified by the Central Government under Section148(1) of the Act.

CORPORATE GOVERNANCE

As a responsible and forward-looking corporate entity, your Company upholds the highest standards of corporate governance, which serve as the foundation of its long-term success and stakeholder trust. The Company remains committed to conducting its business with integrity, transparency, and accountability, ensuring that its decisions and actions align with the interests of shareholders, employees, customers, and the broader community.

In compliance with Regulation 15(2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has adopted a robust governance framework, tailored to meet its operational scale and regulatory status. While the Company is currently exempt from certain prescribed governance

requirements. These include regular board meetings, a focus on ethical conduct, internal controls, and timely and transparent financial reporting. The Company remains dedicated to strengthening its governance standards in line with business growth and evolving regulatory expectations, reaffirming its commitment to building long-term value for all stakeholders.

DISCLOSURE ON SECRETARIAL STANDARDS

Your Directors confirms that pursuant to Section 118(10) of the Companies Act, 2013, applicable Secretarial Standards, i.e. SS-1 and SS- 2, pertaining to Meeting of Board of Directors and General Meetings, respectively specified by the Institute of Company Secretaries of India (ICSI) have been duly complied by the Company. The Directors have devised proper systems to ensure compliance with the provisions of all applicable Secretarial Standards and that such systems are adequate and operating effectively.

MANAGING DIRECTOR AND CFO CERTIFICATE

The Chairman and Managing Director and the Chief Financial Officer also give quarterly certification on financial results while placing the financial results before the Board in terms of Regulation 33(2) of Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. The annual certificate given by the Chairman and Managing Director and the Chief Financial Officer is placed before the board.

DISCLOSURE ON PENALTIES IMPOSED BY STOCK EXCHANGE

During the financial year under review, the National Stock Exchange of India Limited (NSE) imposed penalties on the Company on two occasions for procedural non-compliances:

1. **Delay in Submission of Financial Results:**
A penalty was levied for the delay in submission of the unaudited financial results for the half year ended September 30, 2024 beyond the prescribed timeline. The Company had submitted its explanation to NSE citing genuine reasons for the delay.

Board's Report (Contd.)

2. Delay in Submission of Trading Application:

A second penalty was imposed due to a delay in submission of the trading application for listing approval in respect of equity shares allotted upon conversion of warrants to one of the allottees.

In both instances, the Company has duly paid the penalties and rectified the non-compliances by submitting the required documents and completing the applicable filings. The Company remains committed to maintaining the highest standards of compliance and transparency with all regulatory requirements and has taken corrective measures to avoid recurrence of such instances.

DETAILS OF SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS, COURTS AND TRIBUNALS

During the year under review, there were no such significant and material orders passed by the regulators, courts, tribunals impacting the going concern status and Company's operations in future

OTHER DISCLOSURES

Other disclosures with respect to Board's Report as required under the Act, Rules notified thereunder and Listing Regulations are either NIL or Not Applicable. No proceedings are pending under the Insolvency and Bankruptcy Code, 2016 (31 of 2016) during the year as at the end of the financial year.

No proceedings are pending under the Insolvency and Bankruptcy Code, 2016 (31 of 2016) during the year as at the end of the financial year.

Further, we hereby confirm that no corporate action has been pending for implementation as at the end of

the financial year.

ACKNOWLEDGEMENT AND RECOGNITION

The Board of Directors of Quicktouch Technologies Limited places on record its sincere appreciation for the continued trust, support, and confidence extended by all our stakeholders—shareholders, customers, employees, partners, and vendors—who have played an integral role in the Company's progress and achievements during the year.

We would like to express our heartfelt gratitude to our esteemed Board members for their strategic direction, foresight, and valuable counsel, which have helped the Company navigate both opportunities and challenges. Our sincere thanks also go to our employees across all levels whose dedication, resilience, and commitment remain the driving force behind our success and innovation.

We acknowledge and appreciate the continued cooperation and guidance received from regulatory authorities, the Reserve Bank of India, the Ministry of Corporate Affairs, NSE, bankers, financial institutions, and our professional advisors, whose support has been vital in advancing our strategic initiatives and ensuring compliance.

Looking ahead, we reaffirm our commitment to creating sustainable value, fostering innovation, and contributing positively to all stakeholders as we continue to pursue our long-term vision of excellence and responsible growth

On behalf of the Board of Directors
of Quicktouch Technologies Limited

Sd/-

Gaurav Jindal
Managing Director

DIN:06583133

Sd/-

Madhu
Director

DIN:07581193

Annexure A

of the Board's Report

Disclosures pursuant to Section 197(12) of Companies Act, 2013 and Rule 5(1) of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

I. The ratio of the Remuneration of each director to the median remuneration of the employees of the Company for the financial year:

S.No.	Name of Director	Designation	Remuneration of Director (in ₹) (P.a)	Median Salary of Employee (in ₹) (P.a)	Ratio of the Remuneration to the median remuneration of the employees
1	Mr. Gaurav Jindal	Managing Director	60,00,000	5,76,000	10.42 : 1
2	Mr. Arvind Sharma*	Non-Executive Director	6,00,000	5,76,000	1.04 : 1
3	Mr. Krishnan*	Non-Executive Director	6,00,000	5,76,000	1.04 : 1
4	Ms. Madhu	Non-Executive Director	NA	NA	NA
5	Mr. Vinod Aggarwal*	Non-Executive Independent Director	NA	NA	NA
6	Mrs. Ayushi Sikka	Non-Executive Independent Director	NA	NA	NA
7	Mrs. Divya Kwatra	Non-Executive Independent Director	NA	NA	NA

* Mr. Arvind Sharma and Mr. Krishnan appointed as Non-Executive Director of the Company on August 23, 2024 and Mr. Vinod Aggarwal appointed as Non-Executive Independent Director on September 02, 2024.

II. The percentage increase in remuneration of each Director, Chief Financial Officer, Chief Executive Officer, Company Secretary or Manager, if any, in the financial year:

S.No.	Name of the Director/ CFO/ CS/ Manager	Category	Remuneration (F.Y. 2024-25) (in ₹)	Remuneration (F.Y. 2023-24) (in ₹)	Increase in Remuneration (in ₹)	%Increase in remuneration in the financial year
1	Mr. Gaurav Jindal	Managing Director	60,00,000	60,00,000	0	0%
2	Mr. Arjun Sharma	Chief Executive Officer	24,00,000	24,00,000	0	0%
3	Mr. Ankit Gupta	Chief Financial Officer	10,20,000	5,40,000	4,80,000	88.89%
4	Ms. Kajal Goel	Company Secretary	8,64,000	7,20,000	1,44,000	20%
5	Mr. Arvind Sharma*	Non-Executive Director	6,00,000	0	0	N.A. (New Appointment)
6	Mr. Krishnan*	Non-Executive Director	6,00,000	0	0	N.A. (New Appointment)

* Mr. Arvind Sharma and Mr. Krishnan appointed as Non-Executive Director of the Company on August 23, 2024 hence the increase is not applicable to them.



Annexure A
of the Board's Report

Disclosures pursuant to Section 197(12) of Companies Act, 2013 and Rule 5(1) of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

III. Percentage Increase in the median remuneration of employees in the financial year

Particulars	March, 2025	March, 2024	Increase in Value Terms	Increase in % Terms
No. of Employee	97	70	27	38.57%
Median of Remuneration of employee	5,76,000	4,10,400	1,65,600	40.35%

IV. Number of Permanent Employees on the rolls of company

Number of Permanent Employees on the rolls of Quicktouch Technologies Limited as at March 31, 2025 are 97.

V. Average percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in managerial remuneration and justification thereof and point out of there are any exceptional circumstances for increase in the managerial remuneration:

During the financial year 2024-25, the average percentage increase in the salaries of employees other than managerial personnel was approximately 18%. In comparison, there was no increase in the remuneration of the Managing Director or Chief Executive Officer, while the Chief Financial Officer and Company Secretary received increases of 88.89% and 20%, respectively, based on performance, expanded roles, and responsibilities.

The higher increase in the CFO's remuneration was made to bring it in line with industry benchmarks and reflect his expanded contribution to strategic financial planning, funding activities, and regulatory compliance. This increase, while significant, is considered justifiable and necessary for retaining talent and ensuring business continuity.

There were no exceptional circumstances influencing the managerial remuneration other than performance-based adjustments aligned with the responsibilities and contributions of the concerned individuals.

VI. Affirmation that remuneration is as per the remuneration policy of the company:

The Company affirms that the remuneration is as per the remuneration policy of the Company.

On behalf of the Board of Directors
of Quicktouch Technologies Limited

Place : New Delhi
Date : June 10, 2025

Sd/-
Gaurav Jindal
Managing Director
DIN:06583133

Sd/-
Madhu
Director
DIN:07581193

Annexure B
Form AOC -I
of the Board's Report

(Pursuant to the First Provision to Sub -Section (3) of Section 129 Read with Rule 5 of the Companies (Accounts) Rules, 2014)

Statement containing salient features of the Financial Statement of Subsidiaries/ Associate Companies/ Joint Ventures

Part "A": Subsidiaries

(Amount in 'Lakh')

S.No	Particulars	Subsidiary Companies				
		I	II	III	IV	V
1	Serial No.					
2	Name of the Subsidiary	Tronix IT Solutions Private Limited	Qtouch Business Solutions Private Limited	Techquench Private Limited	Vidyahub Private Limited	Earth Leasing and Finance Private Limited
3	The date since when subsidiary was acquired			06.12.2024	06.12.2024	19.03.2025
4	Reporting period for the subsidiary concerned, if different from the holding company's reporting period	NA	NA	NA	NA	NA
5	Reporting currency and Exchange rate as on the last date of the relevant Financial Year in the case of original subsidiaries.	NA	NA	NA	NA	NA
6	Share Capital	48.50	7.81	1.00	1.00	260.00
7	Reserves & surplus	20.48	1360.41	32.38	(126.19)	242.47
8	Total assets	623.45	1487.08	274.88	237.42	2118.32
9	Total liabilities	554.47	118.86	241.50	362.61	1615.86
10	Investments	-	-	-	-	-
11	Turnover	0.40	334.37	72.46	7.50	21.86
12	Profit before taxation	(19.07)	28.95	39.76	(158.43)	(19.04)
13	Provision for taxation	4.78	(8.41)	(10.01)	39.87	(0.82)
14	Profit after taxation	(14.29)	20.54	29.76	(118.56)	(19.86)
15	Proposed Dividend	-	-	0	0	0
16	% of Shareholding	100	100	100	100	100



Annexure B
Form AOC -I
of the Board's Report

(Pursuant to the First Provision to Sub -Section (3) of Section 129 Read with Rule 5 of the Companies (Accounts) Rules, 2014)

Statement containing salient features of the Financial Statement of Subsidiaries/ Associate Companies/ Joint Ventures

PART “B”: ASSOCIATES AND JOINT VENTURES

As on March 31, 2025 the Company has a Associate Company
Statement pursuant to Section 129 (3) of the Companies Act, 2013 related to Associate Companies and Joint Ventures
(Amount in ‘Lakh’)

S.No	Name of Associates	Pinnacle Exim IT Solutions LLC
1	Latest audited Balance Sheet Date	December 31, 2024
2	Date on which the Associate or Joint Venture was associated or acquired	March 20, 2025
3	Shares of Associate or Joint Ventures held by the company on the year end	
	No.	144
	Amount of Investment in Associates or Joint Venture	7051.88
	Extent of Holding (in percentage)	48%
4	Description of how there is significant influence	Company hold more than 20% stake in the Pinnacle
5	Reason why the associate/Joint venture Is not consolidated.	Because Quicktouch Technologies Limited do not have full control over the Company
6	Net worth attributable to shareholding as per latest audited Balance Sheet	
7	Profit or Loss for the year	
	i. Considered in Consolidation	
	ii. Not Considered in Consolidation	

Note: As on March 31, 2025 Company do not have Joint Venture.

On behalf of the Board of Directors
of Quicktouch Technologies Limited

Place : New Delhi
Date : June 10, 2025

Sd/-
Gaurav Jindal
Managing Director
DIN:06583133

Sd/-
Madhu
Director
DIN:07581193

Annexure C
Form No. AOC-2
of the Board's Report

(Pursuant to clause (h) of sub-section (3) of section 134 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014)

Form for disclosure of particulars of contracts/arrangements entered into by the company with related parties referred to in sub-section (1) of section 188 of the Companies Act, 2013 including certain arms length transactions under third proviso thereto.

1. Details of contracts or arrangements or transactions not at arm’s length basis:

Sl. No	Name(s) of the related party and nature of relationship	Nature of contracts/ arrangements/ transactions	Duration of the contracts/ arrangements /transactions	Salient terms of the contracts or arrangements or transactions including the value, if any	Justification for entering into such contracts or arrangements or transactions	date(s) of approval by the Board	Amount paid as advances, if any	Date on which the special resolution was passed in general meeting as required under first provision to section 188
(a)	(b)	(c)	(d)	(e)	(f)	(g)	(h)	

Not Applicable as all transactions are made at Arm’s Length Basis

2. Details of material contracts or arrangement or transactions at arm’s length basis:

S. No.	Name(s) of the related party and nature of relation-ship	Nature of contracts/ arrangements/ transactions	Duration of the con- tracts/ arrange-ments/ transac- tions	Salient terms of the contracts or arrangements or transactions includ- ing the value, if any	date(s) of approval by the Board	Amount paid as advances, if any
1	Standard Capital Markets Limited Company fall under the same promoters group	Loan/ Advance Transaction	1 Year	Loans and Advances (short term, /Inter Corporate Deposits ₹17.94 ccroes	15/04/2024	NIL



Annexure D
of the Board's Report

Details of utilization of funds raised through Preferential Allotment of Fully Convertible Warrants into Equity Warrants and Preferential Allotment of Equity Shares

1. Preferential Allotment of Fully Convertible Warrants into Equity Warrants

The Company issued 1,10,00,000 fully convertible warrants of face value of ₹10/-each on preferential basis to the persons belonging to Promoter and Non-promoter category at an issue price of ₹196.17/- per warrant aggregating to ₹21,57,87,00,000/-.

Company has received 25% of the total fund aggregating to ₹53,94,67,500 upfront at the time of allotment of warrants. And remaining 75% amount of ₹28,63,796 warrant received, as per the terms and conditions specified in the offering document and the resolutions passed by the Board of Directors and shareholders of the company, subsequent to which warrants converted into equity shares. Below are the details:-

- a. Total Preferential amount received: ₹96,08,10,645.99/-
- b. Amount Utilized till March 31, 2025 ended: ₹96,07,83,145.84
- c. Amount Unutilized*: ₹27,500/-

We confirm that as of the quarter ended March 31, 2025, following are the detail of utilization of the proceeds raised from preferential allotment:-

S.No	Object of the Issue	Total estimated amount to be utilized*	Total Utilization till March 31, 2025	Amount pending for Utilization*
1	Financing of Acquisitions of business in similar or complementary areas	150.00	62.48	87.52
2	Working Capital requirement	15.00	5.93	9.07
3	General Corporate Purposes	50.28	27.58	22.7
4	Issue Related Expenses	0.50	0.08	0.42
Total		215.78	96.07	119.71

*Company receives 25% of the total amount being the subscription amount
*Company also receives 75% on conversion of the allottees in partial.

Annexure D
of the Board's Report

Details of utilization of funds raised through Preferential Allotment of Fully Convertible Warrants into Equity Warrants and Preferential Allotment of Equity Shares

2. Preferential Allotment of Equity Shares

The Company has issued 31,72,200 equity shares of face value ₹10 each on 24th September 2024 to the Promoter and Non-Promoter Group by way of preferential allotment. The shares were issued at a price of ₹144 per share, which includes a premium of ₹134 per share. The total amount raised through the issue aggregates to ₹4567.96 lakhs, comprising ₹317.22 lakhs towards equity share capital and ₹4250.74 lakhs towards securities premium.

S.No	Object of the Issue	Total estimated amount to be utilized	Total Utilization till March 31, 2025	Amount pending for Utilization*
1	For development of our payment aggregator application named ("Quickpay")	7.30	7.30	-
2	For strengthening our technological infrastructure to support our edutech and fintech operations;	4.47	-	4.47
3	For conducting research and development into domains of Payment Aggregation software	7.84	-	7.84
4	For Investment in present subsidiaries of the Company	15.00	15.00	-
5	For General Corporate Purpose	11.05	11.05	-
Total		45.66	33.35	12.31

On behalf of the Board of Directors
of Quicktouch Technologies Limited

Place : New Delhi
Date : June 10, 2025

Sd/-
Gaurav Jindal
Managing Director
DIN:06583133

Sd/-
Madhu
Director
DIN:07581193

ANNEXURE – E
of the Board's Report

ANNUAL REPORT ON CORPORATE SOCIAL RESPONSIBILITY (CSR) ACTIVITIES
(Pursuant to Section 135 of the Companies Act 2013)

1. A brief outline on CSR Policy of the Company

Quicktouch Technologies Limited is committed to operating with integrity, responsibility, and a deep sense of social purpose. The company's Corporate Social Responsibility (CSR) policy reflects its mission to contribute positively to society while promoting sustainable development. Through various initiatives, Quicktouch aims to address social and environmental challenges by embedding these concerns into its business operations and supporting projects that make a meaningful difference in the lives of individuals and communities.

A key element of the company's CSR framework is its collaboration with the Srikaya Foundation. This partnership underscores Quicktouch Technologies' dedication to causes aligned with its core values, including education, health, and community welfare. By working with the Srikaya Foundation, the company is able to extend its outreach and deepen its impact, enabling initiatives that uplift communities and promote social progress.

Quicktouch Technologies concentrates its CSR efforts in critical focus areas such as education, healthcare, environmental sustainability, and community development. The company supports educational programs that promote learning, skill-building, and digital empowerment. In the healthcare space, it contributes to initiatives that increase access to medical services and promote general well-being. Environmental efforts are directed toward conservation and sustainable practices, while community development activities focus on improving infrastructure and empowering underprivileged populations.

The company believes in serving the underserved and ensuring that the benefits of its CSR activities reach those who are most in need. Guided by values of empathy and inclusivity, Quicktouch follows a compassionate approach—helping, caring, and sharing in every way possible—to make a positive impact beyond the commercial realm.

CSR implementation is monitored and guided by the

Board of Directors, who ensure that all activities are aligned with the policy and relevant legal requirements. A defined CSR budget is allocated annually, and the company follows structured procedures for planning, executing, and reviewing its CSR programs. Regular evaluations and reporting mechanisms are in place to measure effectiveness, ensure accountability, and keep stakeholders informed.

Through thoughtful governance, strategic partnerships like the one with the Srikaya Foundation, and a firm commitment to social good, Quicktouch Technologies Limited strives to contribute meaningfully to society and drive sustainable change for a better future.

2. Composition of the CSR Committee

CSR activities are overlooked by the Board of Directors of the Company

3. Provide the web-link where Composition of CSR Committee, CSR policy and CSR projects approved by the board are disclosed on the website of the Company.

CSR Policy can be viewed at the following link: <https://www.quicktouch.co.in/>

4. Provide the details of impact assessment of CSR projects carried out in pursuance of sub-rule (3) of rule 8 of the Companies (Corporate Social Responsibility Policy) Rules, 2014, if applicable (attach the report): Not Applicable

5. Details of the amount available for set off in pursuance of sub-rule (3) of rule 7 of the Companies (Corporate Social Responsibility policy) Rules, 2014 and amount required for set off for the financial year, if any

S.No	Financial Year	Amount available for set-off from preceding financial year (in ₹)	Amount required to be set-off year, if any (in ₹)
1	2023-24	0	0

ANNEXURE – E
of the Board's Report

6.	Average net profit of the company as per Section 5)135)	₹ 6,61,85,399.54
7.	(a) Two percent of average net profit of the company as per section 5)135)	₹ 13,23,707.99
	b) Surplus arising out of the CSR projects or programmes or activities of the previous financial years	NIL
	Amount required to be set off for the financial year, if any	NIL
	Total CSR obligation for the financial year (8a+8b+c)	₹ 13,23,707.99
8.	(a) CSR amount spent or unspent for the financial year	

Total amount spent for the financial year (in ₹)	Amount Unspent (in ₹)				
	Total Amount transferred to Unspent CSR Account as per section 135(6)		Amount transferred to any fund specified under Schedule VII as per second proviso to section 135(5)		
₹ 13,23,707.99	Amount	Date of transfer	Name of the Fund	Amount	Date of transfer
	Nil	Nil	Nil	Nil	Nil

(b) Details of CSR amount spent against ongoing projects for the financial year: Nil

Name of the Project.	Item from the list of activities in Schedule VII to the Act	Local area (Yes/ No).	Location of the Project - State/ District	Project duration	Amount allocated for the project (in ₹) *	Amount spent in the current financial Year (in ₹).	Amount transferred to Unspent CSR Account for the project as per Section 35(6) (in ₹).#	Mode of Implementation – Direct (YES/ NO).	Mode of Implementation – Through Implementing Agency Name/ CSR Registration number
-	-	-	-	-	-	Nil	Nil	Nil	-

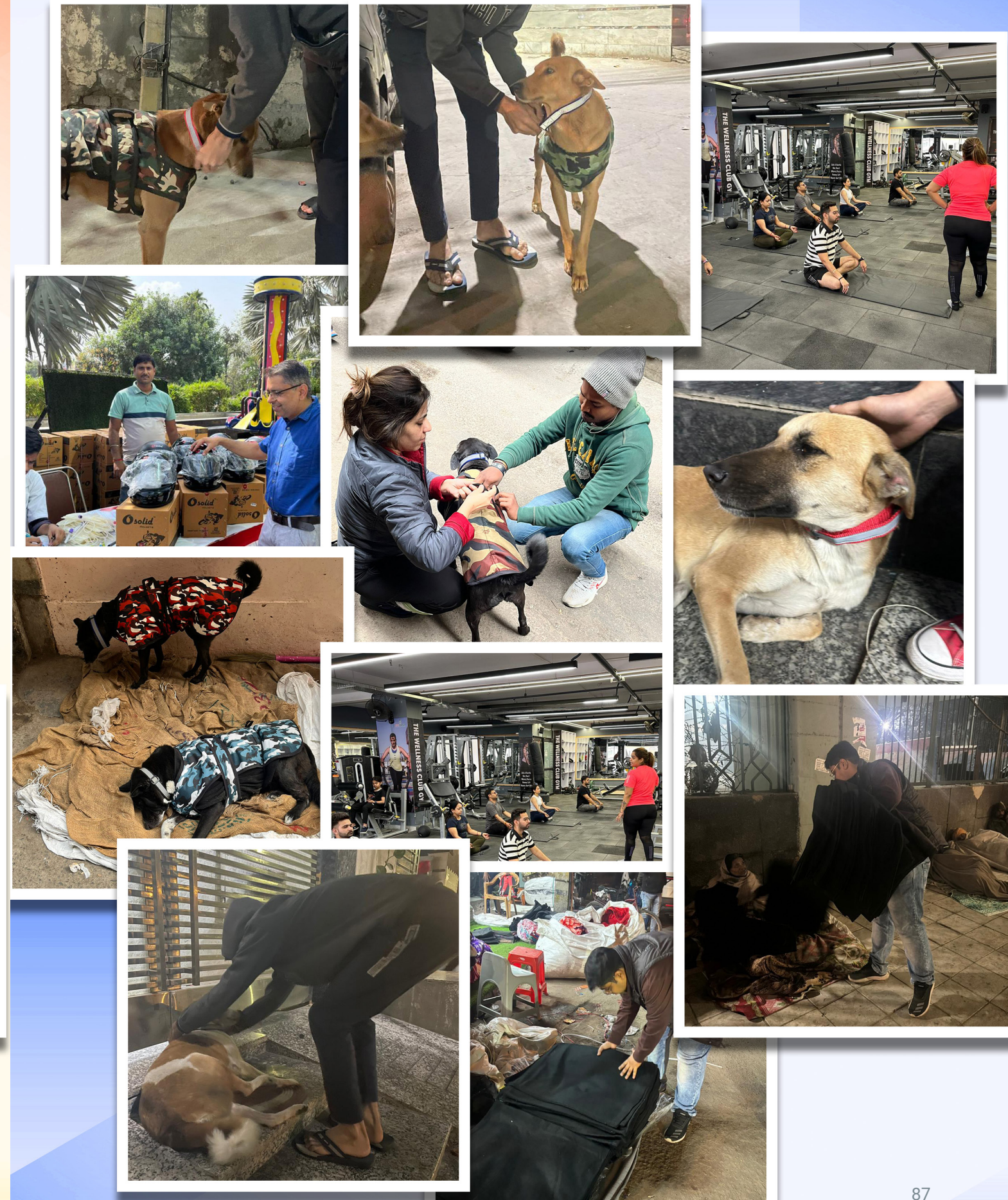
(c) Details of CSR amount spent against other than ongoing projects for the financial year:

Name of the Project.	Item from the list of activities in Schedule VII to the Act	Local area (Yes/ No).	Location of the Project - State/ District	Amount spent in the current financial Year (in ₹)	Mode of Implementation – Direct (YES/ NO).	Mode of Implementation – Through Implementing Agency	
						Name	CSR Registration number
Srikaya Foundation	Promoting Education, Livelihood Generation, Women Empowerment, Animal Welfare, Yoga and Therapy Sessions, Eradicating hunger, poverty and malnutrition, distribution of food, water and clothes	Yes	Delhi	13,23,707.99	No	Srikaya Foundation	CSR00011457

CSR ACTIVITIES



CSR ACTIVITIES



Annexure E

of the Board's Report

ANNUAL REPORT ON CORPORATE SOCIAL RESPONSIBILITY (CSR) ACTIVITIES (Pursuant to Section 135 of the Companies Act 2013)

(d) Amount spent in Administrative Overheads:	NIL
(e) Amount spent on Impact Assessment, if applicable:	NIL
(f) Total amount spent for the Financial Year:	13,23,707.99
(g) Excess amount for set off:	NIL

S.No	Particular	Amount
1	Two percent of average net profit of the company as per section 135(5)	13,23,707.99
2	Total amount spent for the Financial Year	13,23,707.99
3	Excess amount spent for the financial year [(ii)-(i)]	NIL
4	Surplus arising out of the CSR projects or programmes or activities of the previous financial years, if any	NIL
5	Amount available for set off in succeeding financial years	NIL

9. (a) Details of Unspent CSR amount for the preceding three financial years:

Sl. No.	Preceding Financial Year.	Amount transferred to Unspent CSR Account Under section 135-6 (₹ In Lacs)	Amount spent in the reporting Financial Year (₹ In Lacs)	Amount transferred to any fund specified under Schedule VII as per section 135(6), if any.			Amount remaining to be spent in succeeding financial years. (₹ In Lacs)
				Name of Fund	Amount (in ₹)	Date of transfer	
-	-	NIL	NIL	-	NIL	-	NIL

(b) Details of CSR amount spent in the financial year for ongoing projects of the preceding financial year(s):

Sl. No	Project ID.	Name of the Project.	Financial Year in which the project was commenced	Project duration	Amount spent on the project in the reporting Financial Year (Rs in million)#	Cumulative amount spent at the end of reporting Financial Year (Rs In Million)	Status of the project - Completed / Ongoing.
-	-	-	-	NIL	NIL	NIL	-

Annexure E

of the Board's Report

ANNUAL REPORT ON CORPORATE SOCIAL RESPONSIBILITY (CSR) ACTIVITIES (Pursuant to Section 135 of the Companies Act 2013)

10. In case of creation or acquisition of capital assets, furnish the details relating to the asset to the asset so created or acquired through CSR spent in the financial year (asset-wise details)

(d) Date of creation or acquisition of the capital asset(s). No Capital Assets	NIL
(e) Amount of CSR spent for creation or acquisition of capital - asset	NIL
(f) Details of the entity or public authority or beneficiary under whose name such capital asset is registered, their address etc.	NIL
(g) Provide details of the capital asset(s) created or acquired (including complete address and location of the capital asset).	NIL

11. Specify the reason(s), if the company has failed to spend two percent of the average net profit as per section 135(5).

The Company has made 100% contribution of its CSR obligations amount equivalent of two per cent of the average net profit as per section 135(5) Average Net Profit for the last 3 years and prescribed CSR Expenditure.

On behalf of the Board of Directors
of Quicktouch Technologies Limited

Sd/-

Gaurav Jindal
Managing Director
DIN:06583133

Place : New Delhi
Date : June 10, 2025



Annexure F

FORM NO. MR - 3

of the Board's Report

SECRETARIAL AUDIT REPORT FOR THE FINANCIAL YEAR ENDED MARCH 31, 2025

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

To,

The Members,
Quicktouch Technologies Limited
Office No. 203, 2nd Floor, D-Mall, Netaji Subhash Place,
Pitampura, Delhi-110034

We have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by M/s Quicktouch Technologies Limited having **CIN: L74900DL2013PLC329536 (hereinafter called "the Company")**. The Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon for the financial year ended on March 31, 2025 ("**Review Period**").

It is also noted that the Company is a Listed Company. The Company is engaged in the business of Software Development, Computer programming, consultancy and related activities.

Limitations of the Auditors

- Based on our verification of the Company's books, papers, minute books, forms and returns filed, and other records maintained by the Company and also the information provided by the Company, its officers, agents, and authorized representatives during the conduct of Secretarial Audit, we hereby report that in our opinion, the Company has, during the Review Period, complied with the statutory provisions listed hereunder; and
- Based on the management representation, confirmation, and explanation wherever required by us, the Company has proper board processes and compliance mechanisms in place to the extent, in the manner and subject to the reporting made hereinafter.

Auditors Responsibility

- Our responsibility is to express our opinion on compliance with the applicable laws and maintenance of records based on the audit. We conducted our audit in accordance with the Guidance Note on Secretarial Audit ("Guidance Note") and Auditing Standards issued by the Institute of Company Secretaries of India ("ICSI"). The Guidance Note and Auditing Standards require that we comply with statutory and regulatory requirements and also that we plan and perform the audit so as to obtain reasonable assurance about compliance with applicable laws and maintenance of records.
- Due to the inherent limitations of an audit, including internal, financial, and operating controls, there is an unavoidable risk that some misstatements or material non-compliances may not be detected, even though the audit is properly planned and performed in accordance with the Standards.
- Our audit involves performing procedures to obtain audit evidence about the adequacy of compliance mechanisms that exist in the Company to assess any material weakness, and testing and evaluating the design and operating effectiveness of compliance mechanisms based upon the assessed risk. The procedures selected depend upon the auditor's judgment, including assessment of the risk of material non-compliance whether due to error or fraud.
- 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 board processes and compliance mechanisms.

Annexure F

FORM NO. MR - 3

of the Board's Report

We have examined the books, papers, minute books, forms and returns filed, and other records maintained by the Company for the Review Period, according to the provisions of:

- The Companies Act, 2013 ('the Act') and the rules made thereunder;
- The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder; (Not Applicable)
- The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment and Overseas Direct Investment;
- The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):
 - The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
 - The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;\
 - The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021;
 - The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021;
 - The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with clients;
 - The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021; (**Not Applicable**)
 - The Securities and Exchange Board of India (Buy-back of Securities) Regulations, 2018; (**Not Applicable**); and
 - The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred to as 'Listing Regulations')

It is further reported that with respect to the compliance of other applicable laws, we have relied on the representation made by the Company and its officers for the system and mechanism framed by the Company for compliance under general laws (including Labour Laws, Tax Laws, etc.)

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

- Secretarial Standards issued by the ICSI, wherein the Company is generally complying with the standards; and
- The Listing Agreements entered into by the Company with the Stock Exchange(s) and Listing Regulations.

During the Review Period, the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. As mentioned hereinabove.

We further report that:

- The Board of Directors of the Company was duly constituted with the proper balance of Executive Director(s), Non-Executive Directors, and Independent Directors as at the end of the Review Period. The changes in the composition of the Board of Directors that took place during the Review Period were carried out in compliance with the provisions of the Act, and the changes that took place in the composition are as follows:
 - Mr. Krishnan was appointed as a Non-Executive Director on August 23, 2024, with his appointment approved by shareholders on September 04, 2024.
 - Mr. Arvind Sharma was appointed as a Non-Executive Director on August 23, 2024, with his appointment approved by shareholders on September 04, 2024.
 - Mr. Vinod Aggarwal was appointed as a Additional Director in the capacity Non-Executive Independent Director on September 02, 2024.

Annexure F

FORM NO. MR - 3

of the Board's Report

- ii. Further, the composition of all statutory committees was also in compliance with the Act and applicable Rules and Regulations as at the end of the Review Period.
- iii. Adequate notice was given to all directors to schedule the Board Meetings, Statutory Committee Meetings, and agenda, and detailed notes on the agenda were sent at least seven days in advance and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.
- iv. Majority decisions were carried through and there were no instances where any director expressed any dissenting views.

We further report that in our opinion, the Company has, in all material respects, adequate systems and processes commensurate with the size and operations of the company to monitor and ensure compliance with applicable laws, rules, regulations, and guidelines.

We further report that during the Review Period, the following events occurred in the Company having a major bearing on the Company's affairs in pursuance of the above-referred laws, rules, regulations, guidelines, standards, etc. referred to above.

- i. During the Reporting Period the paid-up share capital of the Company witnessed a significant increase, rising from ₹5,78,00,000 comprising 57,80,000 equity shares of ₹10/- each to ₹1,18,11,59,960 comprising 11,81,15,996 equity shares of ₹10/- each. This growth was primarily on account of the conversion of warrants on various dates and preferential allotment of equity shares, in accordance with applicable legal provisions and shareholder approvals.
- ii. Post the balance sheet date, an additional 10,00,000 equity shares were allotted upon conversion of warrants by a promoter group allottee, leading to a further increase in paid-up share capital to ₹1,28,11,59,960, comprising 12,81,15,996 equity shares of ₹10/- each.
- iii. The Company completed a preferential allotment of 31,72,200 equity shares to members of the promoter group and certain identified non-promoters at an issue price of ₹144 per share, including a premium of ₹134 per share. The shareholders approved this issue at the 11th Annual General Meeting held on September 04, 2024, and the allotment was made on September 24, 2024, subsequent to receiving in-principle approval from the stock exchange.
- iv. The Company has acquired 100% shareholding of M/s Vidyahub Private Limited, for a cash consideration of approximately ₹12,00,00,000/- (Rupees Twelve Crore Only). As the result of such acquisition, M/s Vidyahub Private Limited will become the wholly-owned subsidiary of the Company;
- v. The Company has acquired 100% shareholding of M/s Techquench Private Limited, for a cash consideration of approximately ₹30000000/- (Rupees Three Crore Only). As the result of such acquisition, M/s Techquench Private Limited will become the wholly-owned subsidiary of the Company;
- vi. The Company has made acquisition of 48% shareholding of M/s Pinnacle Exim IT Solutions LLC, a company incorporated in Dubai, by way of purchasing of 144 (One Hundred Forty-Four) Equity Shares, for the aggregate consideration of USD 83,14,260 (USD Eighty-Three Lakhs, Fourteen Thousand, Two Hundred and Sixty only). Consequently, M/s Pinnacle Exim IT Solutions LLC shall be classified as an associate company of the Company.

For Virender Kumar & Associates,
(Company Secretaries)

Place : Gurugram
Date : June 10, 2025

Virender Kumar
(Company Secretary)
ACS No.: A67835
CP No.: 25458
Peer Review No.: 2023/5242
UDIN: A067835G000573164

Annexure A

of the FORM NO. MR - 3

Disclaimer:

This report is to be read with our letter of even date which is annexed as "Annexure A" and forms an integral part of this report.

To,

The Members,
Quicktouch Technologies Limited
Office No. 203, 2nd Floor, D-Mall, Netaji Subhash Place,
Pitampura, Delhi-110034

Our Secretarial Audit Report of even date is to be read along with this letter:

- i. Maintenance of secretarial records is the responsibility of the management of the Company. Our Responsibility is to express an opinion on these secretarial records based on our audit.
- ii. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on sampling basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.
- iii. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
- iv. Wherever required, we have obtained the Management representation about the compliance of laws, rules and regulation and happening of events etc.
- v. The compliance of the provisions of corporate and other sector specific laws as applicable on the Company, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedures on sampling basis.
- vi. The Secretarial Audit Report is neither an assurance as to future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

For Virender Kumar & Associates,
(Company Secretaries)

Place : Gurugram
Date : June 10, 2025

Virender Kumar
(Company Secretary)
ACS No.: A67835
CP No.: 25458
Peer Review No.: 2023/5242
UDIN: A067835G000573164



TECHQUENCH ROBOTICS & A.I. LAB



CELEBRATIONS &
SMILES AT WORK

Management Discussion and Analysis Report



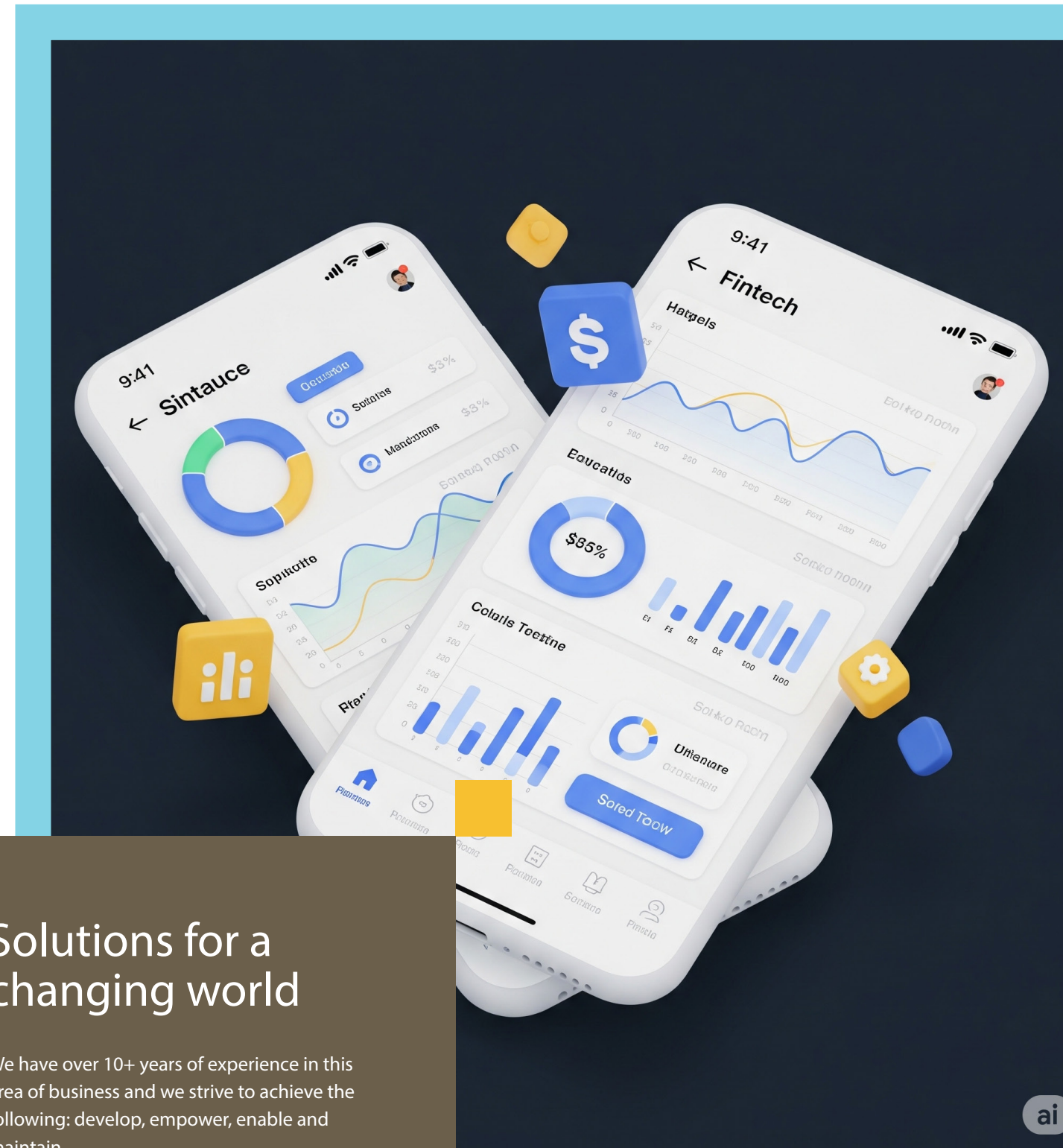
Solutions for a changing world

We have over 10+ years of experience in this area of business and we strive to achieve the following: develop, empower, enable and maintain.

Leverage agile frameworks to provide a robust synopsis for high level overviews.



Take advantage of our network connections



Management Discussion and Analysis Report

COMPANY OVERVIEW

Quicktouch Technologies Limited is a technology-driven company offering a diverse range of solutions in the fields of Edutech, Fintech, and IT-enabled services. With a strong foundation in digital innovation and customer-centric delivery, the company continues to evolve in line with industry trends and emerging market demands.

In the Edutech segment, Quicktouch has made significant strides through its flagship school management software, designed to enhance academic operations, improve administrative efficiency, and foster digital transformation in educational institutions. These solutions have empowered numerous schools and colleges to manage their resources effectively and deliver better educational outcomes.

A major milestone in the company's strategic growth was the receipt of in-principle authorisation from the Reserve Bank of India (RBI) to commence operations in the Fintech domain. With this approval, Quicktouch Technologies is now placing increased focus on developing and launching a suite of digital financial services aimed at promoting financial inclusion, enhancing user convenience, and addressing the needs of underserved markets. This Fintech initiative marks a transformative shift in the company's business model and is expected to contribute significantly to its long-term growth. Quicktouch also continues to expand its footprint in the IT services sector through both organic growth and strategic acquisitions. Quicktouch has pursued inorganic growth as a core expansion strategy by acquiring several companies, primarily in the education, technology, and finance domains. In the previous reporting year, notable acquisitions such as Qtouch Business Solutions Private Limited and Tronix IT Solutions Private Limited significantly enhanced the company's capabilities in software development, mobile applications, IT support, and co-working solutions. These strategic investments enabled the company to diversify its revenue streams, expand its service offerings, and strengthen its competitive position. The company has further accelerated its growth by acquiring additional companies operating

across the education, technology, and financial services sectors. These new acquisitions are aligned with Quicktouch's long-term vision of building a comprehensive ecosystem of digital services. They are expected to add substantial value by contributing domain expertise, expanding the company's customer base, and opening up new avenues for innovation and market penetration. This continued focus on strategic acquisitions reflects Quicktouch Technologies' commitment to scaling its operations and delivering enhanced value to stakeholders.

With its headquarters in the Delhi-NCR region and a presence across multiple locations, Quicktouch Technologies Limited is driven by a vision to deliver scalable, reliable, and innovative technology solutions. The company is committed to maintaining high standards of governance, investing in research and development, and building strategic partnerships to unlock new growth opportunities.

Backed by a team of experienced professionals and guided by a commitment to innovation, quality, and ethical practices, Quicktouch Technologies Limited is well-positioned to capitalize on growth opportunities. The company continues to invest in technology, talent, and partnerships to build scalable and sustainable business models that deliver long-term value to its stakeholders. As it continues to grow, Quicktouch remains focused on creating long-term value for all stakeholders, contributing to India's digital future, and leveraging technology to solve real-world problems.

The financial statements of the Company have been prepared to comply in all material respects with accounting standards notified under Section 133 of the Companies Act, 2013 and other accounting principles generally accepted in India. The Management accepts the responsibility for the integrity and objectivity of these financial statements, as well as for various estimates and judgements used therein. The estimates and judgements relating to the financial statements have been made on a prudent and reasonable basis, so that the financial statements reflect in a true and fair manner the form and substance of transactions, and reasonable present the state of affairs, profits and cash flows for the year.

Management Discussion and Analysis Report (Contd.)

1. INDUSTRY STRUCTURE AND DEVELOPMENTS

India's technology landscape is undergoing a transformative phase, marked by rapid advancements in the EdTech, FinTech, and IT services sectors. These developments are driven by technological innovation, supportive regulatory frameworks, and evolving consumer demands.

EdTech Sector

The Indian EdTech industry is experiencing significant growth, propelled by the integration of Artificial Intelligence (AI) and the adoption of hybrid learning models. AI is revolutionizing education by enabling personalized learning experiences, automating administrative tasks, and facilitating real-time assessments. According to EY, AI tools are assisting teachers in focusing more on high-value activities such as lesson planning and personalized curriculum development, thereby enhancing the overall learning experience.

Hybrid learning, which combines online and offline education, has become a prominent trend. Major EdTech companies like BYJU'S have expanded their hybrid learning models by establishing offline centers, indicating a shift towards more flexible and accessible education solutions. (Source: thehindubusinessline.com)

Government initiatives are also playing a crucial role in shaping the EdTech landscape. The National Education Policy (NEP) 2020 emphasizes the integration of AI and digital tools in education, aiming to equip students with essential skills for the future. Additionally, the Odisha government's AI Policy 2025 plans to introduce AI education in a significant percentage of schools by 2036, reflecting a nationwide commitment to digital literacy.

FinTech Sector

India's FinTech sector is witnessing robust growth, driven by increased digital adoption, supportive government policies, and technological advancements. The Reserve Bank of India

(RBI) has implemented various regulations to encourage innovation while ensuring financial stability. For instance, the introduction of the regulatory sandbox allows FinTech firms to test new products in a controlled environment, fostering innovation. [ahlawatassociates.com](https://www.ahlawatassociates.com)

The sector has also seen a surge in the number of FinTech startups and unicorns. As of 2024, India is home to 26 FinTech unicorns with a combined market value of \$90 billion, highlighting the sector's dynamism and investor confidence.

Technological innovations such as AI-powered advisory services, blockchain, and the introduction of the Central Bank Digital Currency (CBDC) are further enhancing the efficiency and transparency of financial services. The RBI's launch of the Digital Rupee aims to modernize the payment ecosystem and reduce dependency on cash.

IT Services Sector

India's IT services industry continues to be a global leader, with revenues projected to reach \$282.6 billion in FY2025. A significant development in this sector is the evolution of Global Capability Centers (GCCs) from cost-effective support units to strategic value creators. GCCs are now integral in driving product innovation, enhancing global strategies, and pioneering advancements in AI across various industries.

The industry is also focusing on tapping into underpenetrated small and mid-market enterprises to diversify its customer base amid a slowing market. This strategic pivot highlights the industry's adaptive approach to driving expansion by exploring emerging and less saturated markets within the SME sector. (Source: economictimes.indiatimes.com)

The convergence of technological advancements, regulatory support, and market demand is reshaping India's EdTech, FinTech, and IT services sectors. Companies that can adapt to these changes and innovate continuously are well-positioned to capitalize on the emerging opportunities.

Management Discussion and Analysis Report

INDUSTRY OUTLOOK

The outlook for India's technology-driven sectors, particularly EdTech, FinTech, and IT services, remains optimistic, driven by increasing digitization, favorable regulatory frameworks, and sustained demand for smart, scalable solutions. Quicktouch Technologies Limited is well-poised to harness this momentum and play a pivotal role in shaping the future of these high-growth industries.

EdTech Outlook

The Indian EdTech industry is expected to continue its robust expansion, with a strong push from government initiatives such as the National Education Policy (NEP) 2020, the Digital India campaign, and state-level digital education programs. The increasing penetration of smartphones and internet connectivity, even in rural areas, is fostering the adoption of digital tools in schools.

The segment is projected to reach USD 4 billion by 2025 (Source: RedSeer Report), as schools, coaching institutes, and universities invest in ERP systems, LMS platforms, and AI-driven learning modules. With its ERP-based School Management Software, Quicktouch Technologies is aligned with the demand for integrated solutions that streamline school operations, enhance transparency, and support academic excellence. Continued government emphasis on digital infrastructure in education and hybrid learning models will likely fuel further growth in this space.

FinTech Outlook

India's FinTech ecosystem is anticipated to be among the fastest-growing globally, with a projected market size of over USD 150 billion by 2025. Key growth areas include digital payments, lending, insurtech, regtech, and wealth tech. The Reserve Bank of India (RBI) continues to promote responsible innovation through frameworks for digital lending, the account aggregator ecosystem, and the Digital Rupee (CBDC). Quicktouch Technologies, having already received in-principle authorization from RBI, will focus on building secure, scalable, and inclusive financial solutions. With the rise of AI and data analytics in financial services, the company's future offerings are

expected to target underserved markets, promote financial inclusion, and support India's transition to a cash-lite economy.

IT Services and Software Development Outlook

India's IT services and software development industry is forecasted to grow steadily at a CAGR of over 8% through 2026, reaching over USD 350 billion in annual revenue (Source: NASSCOM, Gartner). Demand is particularly strong for cloud computing, cybersecurity, automation, enterprise mobility, and digital transformation solutions.

Quicktouch Technologies has strategically positioned itself to benefit from these trends by enhancing its development capabilities through targeted acquisitions and investing in next-generation software services. As digital transformation becomes a boardroom priority for enterprises worldwide, the demand for agile, custom-built IT solutions will continue to rise, offering ample growth opportunities for the company.

2. OPPORTUNITIES AND THREATS

OPPORTUNITIES

Quicktouch Technologies Limited operates at the intersection of three dynamic sectors—EdTech, FinTech, and IT services—each offering significant growth potential in India's rapidly evolving digital economy. The company's strategic positioning, coupled with its innovative mindset and focus on scalable solutions, creates multiple avenues for expansion and value creation.

1. Rising Demand for Digital Education Infrastructure

With increased government focus on digitizing education under the National Education Policy (NEP) 2020, there is a growing need for school ERP systems and digital learning tools. Quicktouch's School Management ERP software directly addresses this demand, offering scalable solutions to educational institutions for managing academic, administrative, and communication functions efficiently.

Management Discussion and Analysis Report (Contd.)

2. Expansion into the FinTech Ecosystem

The recent in-principle authorization from the Reserve Bank of India (RBI) marks a significant milestone, enabling Quicktouch to enter the FinTech space with credibility and regulatory backing. This opens up opportunities in digital lending, digital payments, wealth management, and AI-driven financial tools. The growing push for financial inclusion, combined with consumer trust in regulated digital finance platforms, strengthens the potential of Quicktouch's upcoming offerings.

3. Inorganic Growth Through Strategic Acquisitions

The company's strategy of inorganic growth through targeted acquisitions has allowed it to broaden its service portfolio and customer base. Acquisitions such as Qtouch Business Solutions Private Limited, Tronix IT Solutions Private Limited, and four more companies in the current financial year—spanning EdTech, FinTech, and IT—have equipped Quicktouch with enhanced technical capabilities, new market access, and diversified revenue streams.

4. Increasing Demand for Custom Software Solutions

As businesses across industries undergo digital transformation, there is increasing demand for tailored IT solutions, mobile applications, and cloud-based platforms. Quicktouch's strong software development arm is well-placed to meet this demand through its technical expertise and customer-centric approach.

5. Government Support and Regulatory Push

Programs such as Digital India, Startup India, and the roll-out of regulatory sandboxes by the RBI and SEBI create a supportive policy environment for innovation in both the EdTech and FinTech domains. This allows Quicktouch to test and scale solutions in a risk-mitigated regulatory framework.

6. Entry into New Business Verticals

Quicktouch is also expanding into new-age

business verticals, such as solar solutions for educational institutions, talent enhancement tests, and incubation support in collaboration with Srikaya Foundation. These ventures provide not only diversification but also reinforce the company's commitment to social impact and sustainable development.

7. Global Market Reach

Through its network and presence in regions like the UAE, Africa, the US, and the UK, Quicktouch has an opportunity to export its products and services to international markets. This global footprint helps mitigate domestic risks and provides access to high-value contracts and partnerships abroad.

THREATS

While Quicktouch Technologies Limited has made significant strides across fintech, edutech, and digital services, we remain vigilant about the evolving risk landscape that surrounds a fast-paced and highly regulated technology environment. The following threats may pose potential challenges to our sustained growth and strategic execution:

1. Regulatory Uncertainties and Compliance Burden

As a company operating under the regulatory oversight of bodies such as the RBI, SEBI, and MCA, any changes in policies related to payment aggregators, cross-border remittance, or digital lending could significantly impact our operations. Delays in receiving final regulatory approvals, or future changes in licensing conditions, may influence timelines and business models, particularly for QuickPay and other fintech initiatives.

2. Cybersecurity and Data Privacy Risks

With increasing digitalization comes heightened exposure to cybersecurity threats, data breaches, and misuse of personal and financial information. Any failure to ensure robust data protection across our platforms, including fintech and education verticals, could erode customer trust, invite penalties, and impact brand reputation.

INDUSTRIES WE SERVE

Our deep cross-industry expertise enables global brands to hit the ground running as you imagine (or re-imagine) your products, services, or capabilities.



INDUSTRY-LEADING SOLUTIONS,

GLOBAL IMPACT



Education & Skill Development

Our Education and Skill Development solutions will provide institutions with powerful operational tools to improve learning outcomes and overall efficiencies. From primary education and higher learning to specialized skill development centers, our solutions are crafted to support the entire learning journey.

Banking, Financial & Insurance

The three pillars Governance, Risk management and Compliance should work together in sync in order for an organization to meet its objectives. Quicktouch Governance Risk & Compliance solutions for Banking & Financial IT services helps streamline and automate data governance and reconciliation process, support compliance with Basel, Dodd-Frank & FATCA regulations. As part of the Credit Risk Compliance we act as a third eye of the organization, detecting and predicting potential defaults and estimating future losses, performing stress tests on loan portfolio, performing scenario analysis to assess.

Communications & Social

The three pillars Governance, Risk management and Compliance should work together in sync in order for an organization to meet its objectives. Quicktouch Governance Risk & Compliance solutions for Banking & Financial IT services helps streamline and automate data governance and reconciliation process, support compliance with Basel, Dodd-Frank & FATCA regulations. As part of the Credit Risk Compliance we act as a third eye of the organization, detecting and predicting potential defaults and estimating future losses, performing stress tests on loan portfolio, performing scenario analysis to assess.



Healthcare & Life Sciences

From connected health systems to clinical trial management solutions, Quicktouch partners with some of the world's leading MedTech and life sciences companies to help them create world-class digital patient experiences and transform care management operations.



Automotive

Quicktouch transforms what's in and around the vehicle. By leveraging the latest technology, we have provided digital solutions for in-vehicle electronics, driver assistance systems, active safety systems, and modern cloud platforms, leaving drivers with unparalleled user experience.

Hyperautomation

Businesses are automating a lot of repetitive and robotic activities in their workflows using RPA and related digital technologies. However, only simple tasks yield to these technologies. With AI, Machine Learning, Machine Vision, and Natural Languages Processing - a whole new set of complex activities can be automated, and businesses can bring significant scale and speed to their workflows.

Decision Intelligence

Human beings make more than 35,000 decisions a day. Only a fraction of these is optimal. Faced with dynamic market conditions and complex scenarios, an organization has to deal with multiple variables and make optimal, error-free decisions. AI algorithms work efficiently, in almost real-time, to consider all constraints and recommend the most promising alternative.

Enhancing technology with improved digital strategies

The use of machine learning (ML) and artificial intelligence (AI) is expanding. Smart systems are penetrating in all areas of business and public life, basing on advanced tools for data collection and analysis, knowledge discovery, forecasting, and decision making. These systems can "think" quickly, independently "perceive" their environment, and operate in dynamically changing conditions. This increases the efficiency and quality of operations. The Quicktouch team has been successfully involved in AI-related projects for several years. The Quicktouch team has been successfully involved in AI-related projects for several years.



Sales & Marketing

The future of business management lies in an Ever-evolving marketing and selling strategies will determine a new relationship or connectivity with the customer. Quick Touch uses data-driven insights and digital solutions to increase engagement and build brand loyalty while ensuring smoother customer journeys. ates a significant impact on your business.

Management Discussion and Analysis Report

3. Intensifying Competition in the Fintech and Edutech Space

The sectors we operate in are highly dynamic and competitive. Emerging startups and well-funded technology giants entering similar domains with aggressive pricing, innovation, or partnerships may disrupt market share and margin expectations. Sustained differentiation and value creation will be critical.

4. Economic Volatility and Currency Fluctuations

Our international operations and planned cross-border services expose us to macroeconomic instability, inflationary pressures, and foreign exchange fluctuations, particularly in the Middle East and South Asia regions. These could affect pricing models, remittance volumes, and investor sentiment.

5. Talent Retention and Capability Gaps

The rapid pace of innovation demands a high-caliber workforce with specialized skill sets. Retaining top talent in areas such as AI/ML, cybersecurity, product engineering, and compliance remains a challenge across the tech ecosystem. Any gaps in leadership or capability could delay key product rollouts or affect execution excellence.

6. Operational Risks in Scaling Up

As QuickPay moves toward full-scale national deployment and our subsidiaries expand into new geographies, operational bottlenecks in logistics, tech infrastructure, customer support, or partner onboarding could emerge. Managing scale while maintaining service quality and compliance will be essential.

7. Geopolitical and Cross-Border Policy Risks

Our growing interests in the UAE and broader GCC region expose us to risks arising from changing diplomatic relationships, local fintech regulations, and policy differences. Any restrictions on cross-border digital transactions or foreign ownership laws may impact future plans.

3. SEGMENT WISE OR PRODUCT WISE PERFORMANCE

Edutech Segment

The Edutech segment continues to be a foundational pillar for Quicktouch Technologies Limited. In FY 2024-25, our Edutech vertical witnessed stable growth, supported by enhanced product offerings, wider market outreach, and strategic integrations. Our proprietary school management ERP solutions remained the preferred choice for a growing number of institutions due to their end-to-end digital administration capabilities, user-friendly interface, and adaptability to hybrid learning environments.

The acquisition and integration of coaching centres under the Vidyahub brand enabled us to enter the offline education delivery space, extending our impact across academic coaching, test preparation, and student mentoring. Operating from three key locations, these centres served thousands of students across multiple academic streams. This hybrid approach—combining digital platforms with physical learning—positions us strongly in a segment undergoing transformation.

Further, through Techquench, we expanded into experiential learning with the deployment of STEM labs in schools. These labs, equipped with hardware, curriculum, and trained educators, are enabling schools to offer hands-on science and technology education—reinforcing our commitment to innovation-led learning. Our Talent Eligibility Test initiative also gained traction, further contributing to our brand visibility and student engagement in Tier 2 and Tier 3 cities.

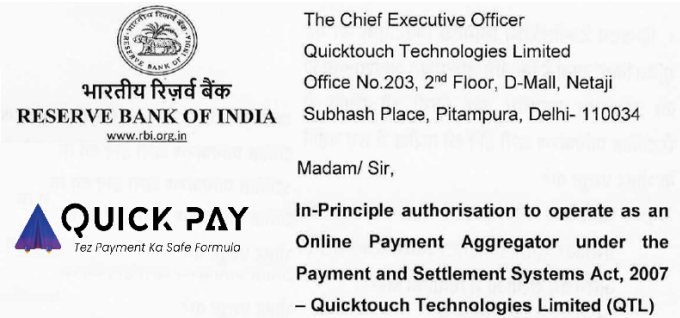
Overall, the Edutech segment contributed positively to revenue and brand equity, with increasing adoption across private and semi-government educational institutions. With continuous innovation, we expect further growth and consolidation in the coming years.

Fintech Segment

The Fintech vertical has emerged as the most dynamic and transformative segment for Quicktouch

Management Discussion and Analysis Report (Contd.)

Technologies Limited during FY 2024-25. The company achieved a major milestone by securing In-Principle Authorization from the Reserve Bank of India (RBI) to operate as a Payment Aggregator. This strategic approval has laid the foundation for the full-scale launch of our flagship fintech product, QuickPay. QuickPay is designed as a multi-utility digital payment platform, integrating merchant onboarding, payment gateway services, UPI, card, and wallet solutions—all under a single interface. During the year, we commenced operations in partnership with licensed aggregators, acting as a Technical Service Provider (TSP) while awaiting final RBI approval.



QuickPay has been strategically rolled out to pilot merchants across education, healthcare, retail, and MSME sectors. Initial traction has been promising, with scalable onboarding mechanisms, real-time settlement options, and a strong focus on user experience. Our expansion into the Gulf and GCC regions has begun with preparatory groundwork to offer cross-border payment solutions, B2B merchant aggregation, and eventual remittance services. Applications for PPI and Cross-border payment licenses are also being prepared to further extend our offerings.

The fintech business is expected to be a key growth engine for the company in the coming years, driven by QuickPay's full-scale launch, deeper integration into embedded finance, and foray into merchant lending and financial services.

4. OUTLOOK

As we step into the next phase of our journey, the outlook for Quicktouch Technologies Limited is both promising and purpose-driven. The transformative achievements of FY 2024-25 have positioned us on

the threshold of exponential growth across fintech, edutech, and digital enterprise solutions. With strategic clarity and operational readiness, our future roadmap reflects vision, velocity, and value. Below is a detailed view of our key focus areas for FY 2025-26 and beyond:

1. Final RBI Payment Aggregator Approval – A Defining Milestone

Quicktouch is actively working toward securing the final authorisation from the Reserve Bank of India to operate as a licensed Payment Aggregator. This approval will not only validate our compliance readiness but also unlock the full potential of our fintech vertical. It is the single most critical regulatory milestone that will formally launch us into the core of India's rapidly evolving digital financial ecosystem.

2. QuickPay: Poised for National Impact

With the foundational framework already in place, QuickPay is set to emerge as a transformative fintech platform, delivering frictionless, secure, and feature-rich digital payment solutions to merchants and consumers alike. In the coming year, we aim to expand QuickPay across sectors including education, retail, healthcare, and MSMEs.

These capabilities will allow QuickPay to go beyond payments—becoming a comprehensive financial tool for businesses of every scale.

3. GCC Expansion – Unlocking Cross-Border Potential

With our operational groundwork laid in Dubai, we are now geared to expand aggressively in the UAE and the broader GCC region.

Our vision includes:

- Launching cross-border B2B and B2C payment services
- Aggregating merchant networks for the expat population
- Offering digital compliance and financial integration tools

This international foray not only diversifies our revenue streams but also positions Quicktouch as a trusted name in global fintech collaboration.

Management Discussion and Analysis Report

4. Edutech: Deeper Reach and Smarter Learning

Our Edutech vertical will continue to serve as a catalyst for digital transformation in Indian education.

In FY 2025–26, we will:

- Expand our ERP solutions to more schools and educational bodies
- Enhance our software with AI-driven dashboards and predictive analytics
- Broaden the reach of Vidyahub coaching centers to new regions
- Scale up Techquench STEM labs, equipping more schools with experiential science & robotics education

These initiatives will ensure that we not only empower institutions digitally, but also uplift the learning experience for students nationwide.

5. Expansion of Fintech Licensing and Product Portfolio

In alignment with our fintech roadmap, we are preparing to:

- Apply for a Prepaid Payment Instruments (PPI) license from the RBI
- Enter the remittance and wallet-based services space
- Build a robust cross-border transaction platform tailored to the needs of Indian and expat users

Our expanding fintech portfolio reflects our commitment to becoming a multi-product, multi-market player in the digital finance domain.

6. Strategic Acquisitions – Powering Synergy and Growth

Building on our success in acquiring high-value assets across IT services, edutech, and platform-based technologies, we will continue to explore targeted acquisitions that complement our core vision.

The integration of assets acquired during FY 2024–25—especially our position as the Successful Resolution Applicant for Positive Electronics Limited—will be a key area of operational consolidation and value extraction in the year ahead.

7. Corporate Governance and ESG – Deepening Our Foundation

Governance remains our north star. We will continue to uphold the highest standards of:

- Transparency and stakeholder disclosures
- Board oversight and regulatory alignment
- Structured Digital Disclosure (SDD)
- ESG principles in our strategy and reporting

We believe that purpose-driven governance will be our differentiator as we scale.

8. Technology Innovation – From Capability to Leadership

With the digital landscape evolving rapidly, Quicktouch is committed to staying ahead of the curve through:

- Investments in R&D
- Implementation of advanced AI/ML tools
- Focus on user experience, cybersecurity, and system scalability

We aim to create not just products, but future-ready platforms that evolve with user needs.

9. People, Culture, and Capacity Building

As we scale, so will our team. Our human capital strategy is centered on:

- Hiring top talent across fintech, edutech, data science, and compliance
- Offering leadership development programs
- Fostering an innovative and ethical work culture

We view our people as partners in progress—each one critical to the realization of our mission.

10. A Future of Confidence and Clarity

Looking ahead, Quicktouch is poised to become a flagbearer of innovation and integration in India's digital revolution. Our outlook for FY 2025–26 is underscored by:

- Sustainable revenue growth across verticals
 - Operational excellence and product-market fit
 - Strong investor confidence and global vision
- We are not just building a company—we are shaping a platform for impact.

Management Discussion and Analysis Report (Contd.)

RISK AND CONCERNS

While Quicktouch Technologies Limited continues to maintain a strong growth trajectory and diversified strategic focus, we remain cognizant of the dynamic risk landscape that accompanies innovation and expansion. Identifying, assessing, and mitigating potential risks is a core part of our governance framework. Below are the key risks and concerns that could impact our business in the coming periods:

1. Regulatory and Licensing Dependencies

Our fintech operations are subject to evolving regulations issued by the Reserve Bank of India (RBI) and other financial authorities.

Any delays in obtaining the final Payment Aggregator license could impact the pace of product roll-out. Prepaid Payment Instruments (PPI) license, or future authorisations for cross-border payments could impact the pace of product roll-out. Amendments to compliance requirements under RBI, SEBI, or the Ministry of Corporate Affairs (MCA) may necessitate operational changes, impacting timelines and costs.

2. Technological Disruptions and Cybersecurity Risks

As a technology-driven enterprise, we are exposed to risks associated with:

- System downtimes or failures in mission-critical platforms such as QuickPay or our school ERP solutions.
- Cyberattacks, data breaches, or vulnerability exploits, which could erode stakeholder trust and result in regulatory penalties.
- Inability to keep pace with technological advancements could impact our competitiveness in the market.

3. Market Competition and Price Pressure

The fintech and edutech sectors are highly competitive, with both established players and new entrants offering similar services.

- Increased price sensitivity, margin compression,

or commoditization of offerings could affect revenue growth.

- Competing products with aggressive pricing, bundled services, or better brand recall could slow down customer acquisition.

4. Integration Challenges from Acquisitions

While acquisitions form a key pillar of our growth strategy, they are accompanied by integration-related risks:

- Cultural mismatches, misaligned systems, or talent attrition post-acquisition may affect operational efficiency.
- If synergies are not realised in a timely manner, the financial returns from these investments could be delayed or diluted.

5. Geopolitical and International Expansion Risks

Our international expansion, particularly in the GCC region, introduces risks such as:

- Policy or regulatory shifts in foreign jurisdictions, which may affect our operational feasibility or licensing ability.
- Currency exchange rate fluctuations and cross-border compliance challenges that may impact profitability.

6. Talent Acquisition and Retention

As we continue to scale, acquiring and retaining skilled talent in areas like fintech, AI/ML, compliance, and cybersecurity is critical.

- High employee turnover, wage inflation, or leadership gaps can impact the quality and continuity of execution.
- The competitive hiring environment in the tech industry presents a persistent challenge.

7. Reputation and Brand Risk

Our brand reputation is directly linked to customer trust, product reliability, and transparent communication.

- Any service lapse, negative media coverage, data incident, or regulatory non-compliance may result in reputational harm that affects all business verticals.

Management Discussion and Analysis Report

8. ESG and Social Responsibility Expectations

Increasing scrutiny on Environmental, Social, and Governance (ESG) practices requires consistent efforts in compliance, disclosure, and ethical operations.

- Any perceived inadequacy in ESG performance could adversely impact investor perception and stakeholder trust.

9. Economic and Funding Volatility

Our growth depends partly on the availability of capital to fund innovation and expansion.

- Macroeconomic challenges such as interest rate hikes, inflation, or global funding slowdowns may restrict access to affordable financing and slow down business scaling plans.

10. Client Concentration and Business Continuity

Heavy dependency on a few large clients or segments could pose concentration risks.

- Disruption in these relationships due to performance issues or external factors could affect topline stability.
- Business continuity may be impacted during unforeseen events such as pandemics, natural disasters, or IT system failures.

At Quicktouch, we proactively monitor these risks through structured risk management policies, internal audits, contingency planning, and a dedicated compliance and legal function. We believe that a resilient organization is not one without risk—but one that is fully prepared to navigate it.

INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY

At Quicktouch Technologies Limited, internal control is not merely a regulatory requirement—it is a strategic pillar that enables us to drive growth responsibly, safeguard stakeholder interests, and ensure the integrity of all our operations. We view our internal control systems as the nervous system of our enterprise, enabling seamless coordination, risk mitigation, and compliance across every function and vertical.

Internal control systems refer to the structured set of policies, processes, protocols, and procedures that guide and govern our actions toward achieving the company's strategic and operational objectives. These systems are meticulously designed and implemented to ensure the reliability of financial and operational information, statutory compliance, asset protection, authorization of transactions, and alignment with corporate policies.

Given the growing complexity and scale of our operations—spanning across fintech, edutech, IT services, and international markets—we have built an internal control ecosystem that is commensurate with the size, diversity, and dynamism of our business model. The goal is to establish a strong foundation of trust, efficiency, and resilience, while remaining agile in the face of emerging risks and opportunities.

Framework of Control and Governance

We have instituted a comprehensive and modern internal financial control and risk management framework. This framework ensures:

- High standards of transparency, accountability, and integrity
- Compliance with statutory obligations across RBI, SEBI, MCA, and global governance frameworks
- Consistent and accurate financial reporting
- Robust safeguarding of tangible and intangible assets
- Real-time responsiveness to fraud, error, or compliance lapses

In doing so, we align our governance philosophy with the best-in-class practices followed by global enterprises, yet tailor our systems to suit the unique fabric of Quicktouch.

CORE OBJECTIVES OF OUR INTERNAL CONTROL SYSTEM

The Company's internal control systems are structured to ensure:

- The orderly and efficient conduct of business through adherence to organizational policies and workflow
- The safeguarding and optimal utilization of the Company's assets, both tangible and digital

Management Discussion and Analysis Report (Contd.)

- The proactive prevention and timely detection of frauds and errors
- The accuracy, integrity, and completeness of the Company's accounting and operational records
- The timely and reliable preparation of financial information for informed decision-making and regulatory reporting

Three Lines of Defence Model

To institutionalize risk resilience and accountability, Quicktouch has adopted the Three Lines of Defence Model, comprising:

- First Line** – Operational management and process owners ensuring daily compliance with internal policies
- Second Line** – Oversight functions including risk management, financial control, data security, and regulatory compliance
- Third Line** – Independent assurance through internal audits, control validations, and Board-level reviews

This tiered mechanism ensures that control lapses, if any, are identified at the root and corrective measures are deployed at speed.

Technology-Enabled Control Environment

We are deeply invested in technology-led governance tools such as:

- Integrated ERP systems that standardize and automate internal processes
- Access-controlled workflows and digital authorization layers
- Audit trails and analytics dashboards for real-time visibility
- Structured Digital Disclosure (SDD) and Insider Trading Prevention frameworks, ensuring SEBI compliance and operational transparency

With the emergence of our fintech platform QuickPay, additional layers of transaction monitoring, KYC/AML compliance, and cybersecurity protocols have been introduced, reviewed frequently to keep pace with evolving risks.

Audit Function and Oversight

To ensure the effectiveness of these systems, the Company has appointed M/s BAS & Co. LLP, Chartered Accountants as the Internal Auditor. Their role is to:

- Conduct detailed audits across departments and business units
- Test compliance with internal controls and statutory frameworks
- Recommend improvements or remediation where required

Their findings and recommendations are reviewed at regular intervals by the Audit Committee of the Board, comprising experienced Independent Directors. These insights serve as a feedback loop for refining and strengthening our governance architecture.

Continuous Review and Improvements

Internal controls are not static—they are living systems that evolve in response to business growth, external regulations, and technological advancement. Our control environment undergoes periodic validation, and wherever necessary, enhancements are made through:

- Updated policies and manuals
- Training and sensitization of teams
- Automation and digitization of manual processes
- Centralized risk dashboards and early-warning systems

The Internal Financial Control (IFC) framework is routinely evaluated and forms the bedrock of our overall risk management strategy. Furthermore, the provisions under the Companies Act, 2013 mandate that both the Board and the statutory auditors opine on the adequacy and operating effectiveness of these systems—a responsibility we embrace with commitment and diligence.

Quicktouch's internal control systems are not just adequate—they are dynamic, purpose-driven, and deeply interwoven with our mission of building a trusted, scalable, and future-ready digital enterprise. As we expand into new markets and digital verticals, this foundation will serve as our compass—guiding us with clarity, protecting us with foresight, and empowering us with the confidence to lead.



WHAT WE CAN
DO AND HOW
WE DELIVER ON
OUR **THINKING**
BREAKTHROUGHS
PROMISE

QUICKTOUCH
Innovating Interestingly

SERVICES WE OFFER

EXPERIENCE DESIGN

Using design-thinking, we help you build the best user experience and work backward to the technology.

Quicktouch Strategic Design studio, Method, takes a holistic approach to experience design. From considering a business' brand and relationship with its customers to defining coherent & intuitive services, we help create engaging user experiences that are as strong as the technology behind them.

DATA & ANALYTICS

Harness the power of data to drive innovation and accelerate your business outcomes

Data analytics is the science of analyzing raw data to make conclusions about that information. Many of the techniques and processes of data analytics have been automated into mechanical processes and algorithms that work over raw data for human consumption.

DIGITAL ACCELERATORS

Our Accelerators help to deliver quality at speed through application of engineering best practices and process for faster time to market.

Software Engineering

We have the expertise and scale to help you build the best digital products in the shortest possible time.

DATA MANAGEMENT

We have the expertise and scale to help you build the best digital products in the shortest possible time.

CONTENT ENGINEERING

Modern products thrive on customized content and data. Our teams accelerate content enrichment, data analytics and Machine Learning-led model training.

CLOUD ADOPTION

Navigate your cloud journey, from migration to modernization

WHAT WE CAN DO AND HOW



Human Centered Design

In an increasingly digital world, consumers not only engage with products and services, but also contribute to their continuous development. We approach UX design from a consumer-first perspective, putting users at the heart of the products we create.

What We Offer

Whether you want to migrate to a cloud platform, build a cloud-native solution, or transition to a new cloud environment, we can help you seamlessly navigate your cloud journey. With a dedicated Cloud Center of Excellence; in-house digital accelerators; and advanced consulting partnerships with AWS, Microsoft, and Google Cloud, we enable our customers to rapidly adopt, scale, and optimize their cloud solutions.

Where We Can Help You

When you design, think, and build applications solely for the cloud, you begin to create an environment that works for you. We can help you adopt a cloud-first mindset, enabling you to build applications that work within a modern infrastructure, have security baked in, and improve customer engagement.

Understanding Data Analytics

Data analytics is a broad term that encompasses many diverse types of data analysis. Any type of information can be subjected to data analytics techniques to get insight that can be used to improve things. Data analytics techniques can reveal trends and metrics that would otherwise be lost in the mass of information. This information can then be used to optimize processes to increase the overall efficiency of a business or system.

Data analytics can do much more than point out bottlenecks in production. Gaming companies use data analytics to set reward schedules for players that keep the majority of players active in the game. Content companies use many of the same data analytics to keep you clicking, watching, or re-organizing content to get another view or another click.



Content Engineering

Quicktouch provides customers with end-to-end content engineering services to support their content journey, turning raw data into actionable insights. We help businesses manage their content ecosystems through automated solutions and real-time moderation teams.

WE DELIVER ON OUR THINKING BREAKTHROUGHS PROMISE



Design, Build, Accelerate

With our designers, architects, and software engineers around the world, we not only have the talent, but mature processes (Agile, QA), and development tools to give your software project the boost that it needs. Whether your software is on a chip, on a physical device, or in the cloud, we can help you design, build, and accelerate your software lifecycle.

Digital Accelerators

Digital Accelerators are pre-built technology that enable Quicktouch to deliver solutions in a fast and repeatable way. Our Accelerators help to deliver quality at speed through application of engineering best practices and process for faster time to market.

Digital insights

Digital insights driven business models are the truth of the customer-centric economy. However, identifying the possibilities hidden away in the tremendous amount of data is becoming increasingly difficult for organizations. As traditional analytical methods become obsolete, businesses need to reinvent the way they utilize data to glean actionable insights.

Business Intelligence & Data Visualization

The future of business management lies in an organization's ability to consume data irrespective of its source, size or type. Concepts of Virtual Data Warehouse, easy Data Visualization and Data Extraction in Real-time have opened a new vista of Analytics that take decision-making processes of a business to an all new level.

Quicktouch helps you explore data to gain insights that can be shared in a simplistic manner with your teams. These solutions can be seamlessly integrated with legacy systems and deliver smart, advanced, real-time analytics for speedy decision making. We adopt the approach of Understand, Adapt and Transform; ensuring that all the solutions we deliver, creates a significant impact on your business.



Data Services

As per the TDWI's annual BI Benchmark Report, one of the key emerging trends of Data Management is multi-domain Master Data Management (MDM). While most companies apply MDM primarily to customer and product data, there is a rising need to incorporate multiple domains in emerging areas, such as social, location, financials, etc. into MDM.

Management Discussion and Analysis Report

MATERIAL DEVELOPMENTS IN HUMAN RESOURCES

At Quicktouch Technologies Limited, we believe that our people are our greatest asset and the driving force behind our success. The year 2024-25 witnessed transformative progress in our Human Resource (HR) strategy, in line with our vision of becoming a high-performance, innovation-led, and people-centric organization. As we expanded into new sectors, diversified geographies, and scaled our operations, our HR framework evolved to meet the rising expectations of a dynamic and digital-first workforce.

Strategic Talent Acquisition and Expansion

The year marked a significant increase in our employee base, both in numbers and in capability. With business diversification across Fintech, Edutech, Digital Services, and International Markets, we onboarded talent with deep domain expertise, especially in areas such as product engineering, data science, compliance, cybersecurity, project management, and customer success. We also strengthened our leadership bandwidth by inducting senior professionals with backgrounds in public administration, finance, law, and emerging technology, including former IAS and IRS officers, industry veterans, and domain specialists. Their strategic acumen is shaping our governance culture, operational excellence, and risk-aware growth.

Learning, Development, and Upskilling

Understanding that skill development is the cornerstone of a future-ready workforce, we launched several initiatives focused on continuous learning.

Key highlights include:

- Internal Learning Platforms and role-based training modules
- Specialized workshops on RBI guidelines, fintech regulations, data privacy, cybersecurity, and ethical governance
- Upskilling programs for our technology and customer support teams to align with the demands of our flagship platforms like QuickPay
- Managerial and leadership development bootcamps for mid- and senior-level employees

These initiatives are designed to nurture a culture of innovation, agility, and accountability, empowering employees to lead with confidence and competence. Culture, Engagement, and Inclusion

Quicktouch continues to foster a culture of transparency, collaboration, and meritocracy. We implemented robust communication frameworks, regular leadership townhalls, and anonymous feedback systems to ensure that every voice is heard. Our HR policies are inclusive and respectful of individual differences, ensuring a safe, empowering, and diverse workplace. We continued to focus on:

- Gender diversity and leadership representation
- Work-life balance through hybrid work models and wellness programs
- Employee well-being initiatives including mental health sessions, health insurance, and ergonomic workspace design

Performance Management and Rewards

To reinforce high performance, we enhanced our performance evaluation system with objective, measurable KPIs and 360-degree feedback mechanisms. Performance-linked incentives, spot awards, and long-term growth plans were introduced to recognize and reward exceptional contributions. The Company also ensured that the median remuneration of employees was reviewed and adjusted fairly, in line with market trends, inflationary pressures, and internal equity—demonstrating our commitment to employee welfare and growth.

Digital HR Transformation

As part of our digital-first philosophy, we initiated automation in HR processes including:

- Digital onboarding and exit management
- Attendance and payroll systems integration
- HR analytics dashboards for real-time insights into employee metrics
- Performance appraisal platforms enabling seamless review cycles

These initiatives not only improve operational efficiency but also provide a more engaging and transparent experience for employees across locations.

Management Discussion and Analysis Report (Contd.)

Talent Retention and Succession Planning

In a competitive talent environment, retention of top performers remains a priority. We implemented robust career progression frameworks, mentorship programs, and internal mobility policies that allow employees to grow within the organization. Our succession planning process ensures leadership continuity and identifies high-potential employees for fast-track development.

In essence, the Human Resources function at Quicktouch has transformed into a strategic partner, aligned with business goals and equipped to support rapid growth and innovation. As we continue to scale in India and abroad, our focus remains on building a resilient, motivated, and future-ready workforce—one that shares our values, embodies our culture, and contributes meaningfully to the Company's long-term success.

FINANCIAL PERFORMANCE WITH RESPECT TO OPERATIONAL PERFORMANCE

Snapshot of the Company's financial performance for the last three years is as follows:-

Year	Total Revenue	Revenue growth %	Profit after Tax (PAT)	PAT Change %	EPS	EPS Change
2023-24	12201.78	38.8	676.54	5.9	11.97	-30.04
2022-23	8786.29	245.21	639.08	188.98	17.20	-21.9
2021-22	2545.15	249.96	221.15	319.08	22.01	4052.83

8. DETAILS OF SIGNIFICANT CHANGES (I.E. CHANGE OF 25% OR MORE AS COMPARED TO THE IMMEDIATELY PREVIOUS FINANCIAL YEAR) IN KEY FINANCIAL RATIOS, ALONG WITH DETAILED EXPLANATIONS THEREFORE, INCLUDING:

Changes in the key financial ratios as compared to the immediately previous financial year, details of the same are as follows:

Particular	F.Y. 2023-24	F.Y. 2024-25	% Variance	Reason (if more than 25% change)
(i) Debtors Turnover	4.11	2.71	-34.15	Ratio decrease due to increase in credit sale
(ii) Creditor Turnover	8.32	16.94	103.63%	The increase in the trade payables turnover ratio indicates a more efficient settlement of supplier obligations, reflecting the company's strengthened liquidity position and commitment to maintaining strong vendor relationships through timely payments.
(iii) Debt Service Coverage Ratio	14.28	7.33	-48.68%	The debt service coverage ratio declined as the major loan facility was not fully utilized during the previous year. The current year reflects a normalized finance cost structure, aligning with the company's growth plans and strategic use of borrowed funds to support long-term objectives.
(iv) Current Ratio	3.42	4.41	29.14%	The improvement in the current ratio during the year, is mainly attributable to a reduction in current liabilities. This indicates a stronger liquidity position, driven by lower short-term obligations rather than an increase in current assets.



Management Discussion and Analysis Report

Particular	F.Y. 2023-24	F.Y. 2024-25	% Variance	Reason (if more than 25% change)
(v) Debt Equity Ratio	0.79	0.08	-90.27%	The improvement in the debt-to-equity ratio is primarily due to the increase in the equity base, along with some reduction in borrowings through repayments.
(vi) Return on Capital Employed (%)	8.74	4.93%	-3.81%	The decline in the return on capital employed is primarily due to an increase in the capital base, following the issuance of additional shares and share warrants during the financial year. This expansion in equity reflects the company's strengthened financial foundation to support long-term growth and strategic initiatives as the company has invested the funds in its subsidiaries.
(vii) Net Profit Ratio (%)	5.48	6.13%	0.64%	The increase in the net profit ratio is primarily attributable to effective cost management and a reduction in overall expenses, reflecting improved operational efficiency and profitability.

9. DETAILS OF ANY CHANGE IN RETURN ON NET WORTH (Rs. in Lakhs)

During the financial year 2024–25, Quicktouch Technologies Limited demonstrated a remarkable improvement in its Return on Net Worth (RoNW), a key indicator of the company's financial performance and shareholder value creation. The RoNW surged from ₹8,305 Lakhs in FY 2023–24 to ₹17,643 Lakhs in FY 2024–25, reflecting a substantial year-on-year increase.

This notable rise is a direct outcome of the Company's enhanced profitability, disciplined financial management, and strategic execution across business verticals, particularly in its newly ventured fintech and digital solutions segments. The efficient deployment of capital, superior return on investments, and sustained operational excellence contributed significantly to this performance.

Furthermore, the Company's continued focus on innovation, inorganic growth through acquisitions, diversification into high-margin segments, and its ability to leverage synergies across subsidiaries have led to optimized resource utilization and elevated shareholder value. This upward trend in RoNW reinforces investor confidence and underlines the long-term sustainability of Quicktouch's business model.

In essence, this growth in RoNW is not merely a financial metric—it is a reflection of the resilience, agility, and forward-looking vision that Quicktouch embodies as it forges ahead on its path of digital and financial transformation.

CAUTIONARY STATEMENT

The Management Discussion and Analysis (MD&A) section of this Annual Report contains certain statements that are or may be deemed to be forward-looking statements. These statements are based on the current expectations, assumptions, projections, and beliefs of the management of Quicktouch Technologies Limited concerning anticipated developments and financial performance. They are intended to provide stakeholders with a deeper understanding of the Company's vision, direction, and potential.

Management Discussion and Analysis Report (Contd.)

Forward-Looking Statements

Forward-looking statements may include, but are not limited to, projections of revenue, earnings, capital expenditures, cash flows, future economic performance, strategic initiatives, product developments, and market expansion plans—especially related to our growing fintech platform QuickPay, ongoing regulatory approvals, and new international ventures. These statements often use words such as: "aim," "anticipate," "aspire," "believe," "could," "estimate," "expect," "intend," "may," "plan," "project," "seek," "should," "will," and other expressions of similar nature.

While these statements reflect management's optimistic outlook and are grounded in reasonable assumptions at the time of reporting, they are by nature subject to inherent risks, uncertainties, and changing conditions—both internal and external.

Limitations and Risk Considerations

A variety of factors could cause actual results, performance, or achievements to differ materially from those contemplated in such forward-looking statements. These factors may include but are not limited to:

- Changes in domestic and global economic conditions
- Regulatory developments or delays (including those from RBI, SEBI, MCA, etc.)
- Currency fluctuations or cross-border compliance challenges
- Competitive market dynamics and technological disruptions
- Operational risks, cybersecurity threats, and supply chain constraints
- Shifts in consumer behavior or business client requirements

Given the dynamic nature of the environment in which the Company operates, these statements do not guarantee future performance.

Responsibility and Disclosure

Readers are therefore cautioned not to place undue reliance on these forward-looking statements. This MD&A section should be read in conjunction with the Company's audited financial statements, related notes, and all other disclosures contained in this Annual Report.

Quicktouch Technologies Limited undertakes no obligation to revise or publicly update any forward-looking statement to reflect future events, changed circumstances, or the occurrence of unanticipated developments, unless required by applicable law or regulation.

Internal controls are not static—they are living systems that evolve in response to business growth, external regulations, and technological advancement. Our control environment undergoes periodic validation, and wherever necessary, enhancements are made through:

- Updated policies and manuals
- Training and sensitization of teams
- Automation and digitization of manual processes
- Centralized risk dashboards and early-warning systems

The Internal Financial Control (IFC) framework is routinely evaluated and forms the bedrock of our overall risk management strategy. Furthermore, the provisions under the Companies Act, 2013 mandate that both the Board and the statutory auditors opine on the adequacy and operating effectiveness of these systems—a responsibility we embrace with commitment and diligence.

Quicktouch's internal control systems are not just adequate—they are dynamic, purpose-driven, and deeply interwoven with our mission of building a trusted, scalable, and future-ready digital enterprise. As we expand into new markets and digital verticals, this foundation will serve as our compass—guiding us with clarity, protecting us with foresight, and empowering us with the confidence to lead.

Transforming industries with disruptive Innovation



1

TRANSFORMING EXPERIENCE INTO INNOVATION

We are composed of savvy technocrats and industry experts, bringing years of experience to a young company

2

YOUR PARTNER IN DIGITAL EDUCATION TRANSFORMATION

We are empowering schools to innovate and optimize their operations while increasing learning-to foster growth. Together, we make the future of education work

3

SEAMLESS DIGITAL FINANCE SOLUTIONS

Scale up your finances with our smart platform, handle invoices and transactions efficiently, gain insights, and drive financial growth seamlessly

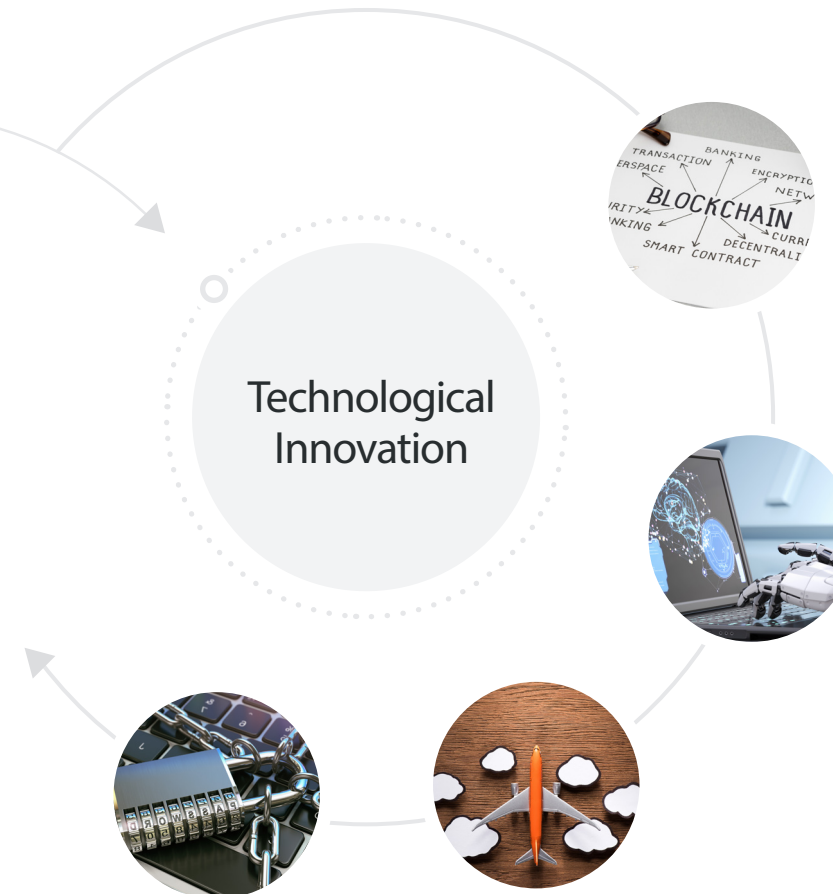
4

WHERE VISION MEETS REALITY

From conception to creation, we bring bold ideas into the real world through smooth execution. Experience the future together with us, reimagined, refined, and ready



Technological Innovation



Blockchain

Blockchain is an anti-pattern to traditional IT operations and offers massive opportunities for enterprises

AI & Machine Learning

The use of Artificial Intelligence (AI) and Machine Learning (ML) is expanding as smart systems.

Cloud Engineering

Quicktouch cloud engineering professionals deliver excellence in cloud security and application design.

Security

Expert security consultants, delivering strategic risk management solutions that drive business success.

Our team of developers, testers and designers have strong experience in delivering highly secured, multi-user, robust, high valued and high performance web applications, mobile apps and intuitive elegant designs. Some of our major projects include building community websites, ecommerce websites, Social networking mobile apps, Content Management System, e-learning software, Document Management Systems and many more. We show businesses how they can better engage their consumers, innovate within predictable budgets, and bring the next generation of digital products and services to market in the shortest possible time. By using human-centered design practices, superior engineering skills, and Agile delivery — we help customers re-imagine their business, consumer interactions, and develop innovative products and services, with an accelerated time-to-market.



ENHANCING TECHNOLOGY WITH IMPROVED DIGITAL STRATEGIES

- ➔ Agile
- ➔ E-commerce
- ➔ Internet of Things (IOT)
- ➔ DevOps

WE ASPIRE TO ACHIEVE PHENOMENAL SUCCESS IN THE BUSINESS BY PROPOSING INNOVATIVE AND EXEMPLARY IT DEVELOPMENT SERVICES.



INDEPENDENT AUDITOR'S REPORT



To'
The Members
of Quicktouch
Technologies Limited



Making the most of
opportunities and going
further

Independent Auditor’s Report

REPORT ON THE AUDIT OF THE STANDALONE FINANCIAL STATEMENTS

OPINION

We have audited the accompanying financial statements of **QUICKTOUCH TECHNOLOGIES LIMITED** (“the Company”), which comprise the Balance Sheet as at March 31, 2025, the Statement of Profit and Loss (including Other Comprehensive Income), the Cash Flow Statement and the Statement of Changes in Equity for the year then ended, and notes to the financial statements, including a summary of material accounting policies information 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 accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2025, its profit/loss including other comprehensive income, its cash flows and the changes in equity for the year ended on that date.

BASIS FOR OPINION

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

KEY AUDIT MATTERS

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements for the financial year ended March 31, 2025. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined that there are no key audit matters to communicate in our report.

INFORMATION OTHER THAN THE STANDALONE 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 Annual report, but does not include the financial statements and our auditor’s report thereon.]

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

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

RESPONSIBILITIES OF MANAGEMENT FOR THE FINANCIAL STATEMENTS

The Company’s Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, cash flows and changes in equity of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under section 133 of the Act read with the Companies (Accounting Standards) Rules, 2014, as amended.

Independent Auditor’s Report (Contd.)

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

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

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

AUDITOR’S RESPONSIBILITIES FOR THE AUDIT OF THE FINANCIAL STATEMENTS

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor’s report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of 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 control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management’s use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company’s ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor’s report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor’s report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

Independent Auditor’s Report (Contd.)

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

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

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the financial statements for the financial year ended March 31, 2025 and are therefore the key audit matters. We describe these matters in our auditor’s report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on Other Legal and Regulatory Requirements

- 1. As required by the Companies (Auditor’s Report) Order, 2020 (“the Order”), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the “Annexure I” a statement on the matters specified in paragraphs 3 and 4 of the Order.
- 2. As required by Section 143(3) of the Act, we report 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 Cash Flow Statement and Statement of Changes in Equity dealt with by this Report are in agreement with the books of account;
- d. In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Companies (Accounting Standards) Rules, 2014, as amended;
- 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 matter to be included in the Auditor’s Report under section 197(16) of the Act, in our opinion and according to the information and explanations given to us, remuneration paid by the Company to its directors during the current year is in accordance with the provisions of section 197 of the Act.
- g. With respect to the adequacy of the 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 II” to this report;
- h. In our opinion the managerial remuneration for the year ended March 31, 2025 has been paid/ provided by the Company to its directors in accordance with the provisions of section 197 read with Schedule V of the Act.
- i. With respect to the other matters to be included in the Auditor’s Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended in our opinion and to the best of our information and according to the explanations given to us:
 - i. The Company does not have any pending litigations which would impact its financial position.

Independent Auditor’s Report (Contd.)

- ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
- iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.
- iv. a) The management has represented that, to the best of its knowledge and belief, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the company to or in any other person(s) or entity(ies), including foreign entities (“Intermediaries”), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company (“Ultimate Beneficiaries”) or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

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

c) Based on such audit procedures that were considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (a) and (b) contain any material misstatement.
- v. No dividend has been declared or paid during the year by the Company.
- vi. Based on our examination which included test checks, the company has used 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

For, KARMA & Co. LLP
Chartered Accountants
FRN No.
127544W/W100376

Place: Surat
Date: 28/05/2025

CA Rakesh J. Kotadia
Designated Partner
Mem.No. 124134
UDIN : 25124134BMLHWG7785



Independent Auditor’s Report (Contd.)

ANNEXURE I TO THE INDEPENDENT AUDITORS’ REPORT OF EVEN DATE ON THE FINANCIAL STATEMENTS OF “QUICKTOUCH TECHNOLOGIES LIMITED”

Referred to in paragraph 1 under ‘Report on Other Legal &Regulatory Requirement’ section of our report to the members of Quicktouch Technologies Limited of even date:

In terms of the information and explanations sought by us and given by the company and the books and records examined by us in the normal course of audit and to the best of our knowledge and belief, we state that:

I. In respect of the company’s Property, Plant & Equipment and Intangible Assets;

- (a) (A) The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment.
- (B) The Company has maintained proper records showing full particulars of intangible assets
- (b) The company has implemented a verification program to ensure that all items of Property, Plant and equipment are properly accounted, which in our opinion is reasonable with regard to size of company and nature of assets of the company. According to Information and explanation given to us, no material discrepancies were noticed during the verification.
- (c) According to the information and explanations given to us and the records examined by us, title deeds in respect of immovable properties disclosed as Property, Plant and Equipment (other than properties where the company is the lessee and lease agreement are duly executed in favour of the lessee) in the financial statements are in the name of the company.
- (d) According to the information and explanations given to us and based on the records examined by us, the Company has not revalued its Property, Plant and Equipment or intangible assets or both during the year. Accordingly, reporting under Clause (i)(d) of the Companies (Auditor’s Report) Order, 2020 is not applicable.
- (e) According to the information and explanations given to us and based on the records examined by us, no proceedings have been initiated or are pending against the Company under the Benami Transactions (Prohibition) Act, 1988 and the rules made thereunder. Accordingly, reporting under Clause (i)(e) of the Companies (Auditor’s Report) Order, 2020 is not applicable.

II. In respect of Inventories ;

- (a) According to the information and explanations given to us and based on records examined by us, The company has implemented a verification program to ensure that physical verification of inventory has been conducted at reasonable intervals by the management and in our opinion, the coverage and procedure of such verification by the management is appropriate; we have not noticed any discrepancies of 10% or more in the aggregate for each class of inventory.
- (b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has been sanctioned working capital limits in excess of five crore rupees, in aggregate, from banks or financial institutions on the basis of security of current assets. In our opinion, the quarterly returns or statements filed by the Company with such banks or financial institutions are in agreement with the books of account of the Company.

Independent Auditor’s Report (Contd.)

III. In respect of investments made, provided any guarantee or security or granted any loans or advances ;

- (a) Based on the audit procedures carried on by us and as per the information and explanations given to us the Company has provided loans and made investments which are mentioned as below information is as below.

(Amount in ‘Lakh’)

Term-Loan Secured	Loans Amount	Investments Amount
Aggregate amount during the year	1,808.37	11,629.25
Balance outstanding as at balance sheet date	1,774.10	11,711.58

- (b) In our opinion, the investments made and the terms and conditions of the grant of loans, during the year are prima facie, not prejudicial to the Company’s interest.
- (c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, in the case of loans given, in our opinion the repayment of principal and payment of interest has been stipulated and the receipts have been regular except in case of one wholly- owned subsidiaries India where cumulative principal amount of Rs.1774.10 Lakhs which is repayable on demand.
- (d) In our opinion and according to the information and explanations given to us, there is no amount overdue for more than ninety days
- (e) According to the information and explanations given to us and on the basis of our examination of the records of the Company, during the year, no loan or advance has fallen due during the year.
- (f) In respect of loans granted by the Company as short term loan advance which is repayable on demand.

(Amount in ‘Lakh’)

Particulars	All Parties Amount	Promoters Amount	Related Parties Amount
Aggregate amount of loans/ advances in nature of loans:			
- Repayable on demand (A)	1808.37	-	1808.37
- Agreement does not specify any terms or period of repayment (B)	-	-	-
Total (A+B)	1808.37	-	1808.37
Percentage of loans/ advances in nature of loans to the total loans	100 %	-	100 %

- IV. According to the information and explanations given to us and based on our examination of the records, the Company has not made any loans, investments, or provided guarantees or security that would require compliance with the provisions of Section 185 and Section 186 of the Companies Act, 2013. Accordingly, the requirements of Clause (iv) of the Companies (Auditor’s Report) Order, 2020 are not applicable.
- V. The Company has not accepted any deposits or amounts which are deemed to be deposits under the directives issued by the Reserve Bank of India and the provisions of Sections 73 to 76 or any other relevant provisions of the Companies Act, 2013 and the rules framed thereunder, where applicable. Accordingly, the provisions of Clause (v) of the Companies (Auditor’s Report) Order, 2020 are not applicable to the Company.

Independent Auditor’s Report (Contd.)

VI. To the best of our knowledge and belief, and according to the information and explanations given to us, the Central Government has not specified the maintenance of cost records under sub-section (1) of Section 148 of the Companies Act, 2013 in respect of the Company's products or services. Accordingly, the provisions of Clause (vi) of the Companies (Auditor’s Report) Order, 2020 are not applicable.

VII. In respect of Statutory Dues

- a. According to the information and explanations given to us and based on our examination of the records of the Company, the Company is regular in depositing undisputed statutory dues including Goods and Services Tax (GST), Provident Fund, Employees’ State Insurance, Income-tax, Sales-tax, Service tax, Customs duty, Excise duty, Value Added Tax, Cess, and any other statutory dues, as applicable, with the appropriate authorities. Further, there were no undisputed amounts payable in respect of the aforesaid statutory dues which were outstanding as at the year-end for a period of more than six months from the date they became payable
- b. Statutory dues referred to in sub-clause (a) above which has not been deposited as on March 31, 2025 on account of disputes are given below:

(Amount in ‘Lakh’)

Name of Statue	Nature of Dues	Amount	Period to which the amount relates	Forum where dispute is pending
Income Tax Act	Income Tax U/s 143(1)(a)	206.04/-	A.Y. 2024-25	Date of Demand 29th May 2024. No action has been taken against the demand
Income Tax Act	Income Tax U/s 143(1)(a)	1050.96/-	A.Y. 2023-24	Date of Demand 29th May 2024. Case is pending with CIT(A) Delhi
Income Tax Act	Income Tax U/s 143(3)	270.61/-	A.Y. 2022-23	Date of Demand 28th Mar 2024. Case is pending with CIT(A) Delhi
Income Tax Act	Income Tax U/s 143(1)(a)	12.53/-	A.Y. 2021-22	Date of Demand 13th Nov 2022. No Rectification action has been taken against the demand
Income Tax Act	Income Tax U/s 143(3)	11.09/-	A.Y. 2020-21	Date of Demand 21st Sep 2022. No action has been taken against the demand

- VIII. According to the information and explanation given to us and the records of the company examined by us, there are no any transactions which are not recorded in the books of accounts and disclosed or surrendered as income during the year in the tax assessment under the Income Tax Act, 1961. Accordingly paragraph 3 (viii) of the order is not applicable.
- IX. (a) In our opinion and according to the information and explanations given to us, the Company has not defaulted in the repayment of loans or other borrowings or in the payment of interest thereon to any lender. Accordingly, reporting under Clause (xi)a of the Companies (Auditor’s Report) Order, 2020 is not applicable.
- (b) According to the information and explanations given to us and based on the records examined by us, the Company has not been declared a willful defaulter by any bank, financial institution, or any other lender.

Independent Auditor’s Report (Contd.)

- (c) According to the information and explanation given to us, the company has utilized the amount of term loans for the purpose for which they were obtained;
- (d) According to the information and explanation given to us, the company has not utilized the short term funds for long term purpose.
- (e) According to the information and explanation given to us, the company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries, associates or joint ventures. The Company does not have joint ventures or associate companies.
- (f) According to the information and explanation given to us, the company has not raised loans during the year on the pledge of securities held in its subsidiaries, joint ventures or associate companies. The Company does not have joint ventures or associate companies.
- X. (a) Based upon the audit procedures performed and according to the information and explanations given by the management, the Company has not raised any moneys by way of initial public offer or further public offer (including debt instruments) during the year. Accordingly, reporting under Clause (x)(a) of the Companies (Auditor’s Report) Order, 2020 is not applicable.
- (b) During the year the company has made allotment by way of issue of share warrants in our opinion and according to information and explanations given to us the Company has utilized the monies raised by way of preferential allotment for the purpose for which they were raised however there is also an unutilized amount which is mentioned in the (Note No.42 to the standalone financial statement)
- XI. (a) Based upon the audit procedures performed and according to the information and explanations given to us, no fraud by the company or any fraud on the company has been noticed or reported during the year.
- (b) Based upon the audit procedures performed and according to the information and explanations given to us, as no fraud has been noticed during the year, there is no requirement to file report under section 143 (12) of The Companies Act in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government.
- (c) Based upon the audit procedures performed and according to the information and explanations given to us, No whistle-blower complaints has been received by the company during the year.
- XII. In our opinion, the Company is not a Nidhi Company.
- Therefore, the provisions of clause 3 (xii) of the Order are not applicable to the Company.
- XIII. According to the information and explanations given to us, we are of the opinion that all transactions with related parties are in compliance with Section 177 and 188 of Companies Act, 2013 where applicable and the details have been disclosed in the Financial Statements etc., as required by the Accounting Standards and the Companies Act, 2013 (Note No.29 to the standalone financial statement)
- XIV. (a) According to the information and explanations given to us and based on audit procedures performed by us, the Company has an internal audit system commensurate with nature and size of its business. Company has appointed “BAS and Co. LLP” as an internal auditor for the period covered under audit as required under the provisions of section 138 of the Companies Act.
- (b) We have considered, the internal audit reports issued to the Company issued till the date for the period under audit.
- XV. According to the information and explanations given to us and based on our examination of the records of the company, the company has not entered into non-cash transactions with directors or persons connected with them. Accordingly, paragraph 3(xv) of the order is not applicable.
- XVI. (a) According to the information and explanations given to us and based on our examination of the records of the company, the company is not required to be registered under section 45-IA of the Reserve Bank of India Act 1934.
- (b) According to the information and explanations given to us and based on our examination of the records of the company, the company has not conducted any Non-Banking Financial or Housing Finance activities without a valid Certificate of Registration (CoR) from the Reserve Bank of India as per the reserve Bank of India Act, 1934.
- (c) In our opinion, the Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India.
- (d) In our opinion and according to the information and explanations provided to us, the Group do not have any Core Investment Company (CIC).
- XVII. According to the information and explanations given to us and based on our examination of the records of the company, the Company has not incurred cash losses in the current financial year and in the immediately preceding financial year

Independent Auditor's Report (Contd.)

XVIII. During the year under audit, statutory auditors has been resigned and we have considered the issues, objections or concerns raised by the outgoing auditors.

XIX. On the basis of the financial ratios, 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 indicating that company is incapable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the company as and when they fall due

XX. The Company has fully spent the required amount towards Corporate Social Responsibility (CSR) and there is no unspent CSR amount for the year requiring a transfer to a Fund specified in Schedule VII to the Companies Act or special account in compliance with the provision of sub-section (6) of section 135 of the said Act.

XXI. The reporting under clause (xxi) is not applicable in respect of audit of standalone financial statements of the Company. Accordingly, no comment has been included in respect of said clause under this report.

For, KARMA & Co. LLP
Chartered Accountants
FRN No.
127544W/W100376

Place: Surat

Date: 28/05/2025

CA Rakesh J. Kotadia
Designated Partner
Mem.No. 124134
UDIN : 25124134BMLHWG7785



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Independent Auditor’s Report (Contd.)

Annexure II

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

We have audited the internal financial controls with reference to financial statements of QUICKTOUCH TECHNOLOGIES LIMITED (“the Company”) as of March 31, 2025 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management’s Responsibility for Internal Financial Controls

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

Auditor’s Responsibility

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

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls with reference to these financial statements and their operating effectiveness. Our audit of internal financial controls with reference to financial statement included obtaining an understanding of internal financial controls with reference to these financial statements, assessing the risk that a material

weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor’s judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

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

Meaning of Internal Financial Controls With Reference to these Financial Statements

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

Inherent Limitations of Internal Financial Controls With Reference to Financial Statements

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

Independent Auditor’s Report (Contd.)

Opinion

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

For, K A R M A & Co. LLP
Chartered Accountants
FRN No.
127544W/W100376

Place: Surat
Date: 28/05/2025

CA Rakesh J. Kotadia
Designated Partner
Mem.No. 124134
UDIN : 25124134BMLHWG7785



Standalone Financial Statements



Quicktouch
Technologies
Limited

Go further

We have over 10+ years of experience in this area of business and we strive to achieve the following.

Quicktouch Technologies Limited

Standalone Balance Sheet as at March 31st 2025

(Amount in 'Lakh')

Particulars	Notes	As at March 31st, 2025	As at March 31st, 2024
EQUITY AND LIABILITIES			
Shareholders' Funds			
(a) Share Capital	3	1,181.60	578.00
(b) Reserves & Surplus	4	12,471.48	2,332.32
(c) Money Received Against Share Warrants	5	3,990.20	5,394.68
Non - Current Liabilities			
(a) Long - Term Borrowings	6	285.09	298.12
(b) Long Term Provisions	7	17.80	10.23
Current Liabilities			
(a) Short - Term Borrowings	8	760.43	1,991.29
(b) Trade Payables	9		
- total outstanding dues of micro enterprises and small enterprises and		119.80	303.00
- total outstanding dues of creditors other than micro enterprises and small enterprises		-	385.22
(c) Other Current Liabilities	10	154.00	187.73
(d) Short - Term Provisions	11	210.89	165.56
TOTAL LIABILITIES		19,191.29	11,646.15
ASSETS			
Non-Current Assets			
(a) Property, Plant and Equipment and Intangible Assets			
(i) Property, Plant and Equipment	12(i)	446.33	495.14
(ii) Intangible Assets	12(ii)	1,215.00	304.52
(iii) Intangible Assets under Development	12(iii)	74.65	128.35
(b) Non Current Investments	13	11,711.67	82.33
(c) Deferred Tax Assets (Net)	14	59.18	59.58
(d) Long Term Loans and Advance	15	45.00	45.00
(e) Other Non Current Assets	16	144.72	167.12
Current Assets			
(a) Trade Receivables	17	2,556.11	5,404.01
(b) Inventories	24	673.52	-
(c) Cash and Cash Equivalents	18	182.87	4,669.15
(d) Short - Term Loans and Advances	19	2,020.73	206.67
(e) Other Current Assets	20	61.51	84.28
TOTAL ASSETS		19,191.29	11,646.15

Quicktouch Technologies Limited

Standalone Statement of Profit & Loss for the period ended March 31, 2025

(Amount in 'Lakh')

Particulars	Notes	As at March 31st, 2025	As at March 31st, 2025
Revenue from operations	21	8,830.30	12,201.78
Other Income	22	260.89	140.33
TOTAL INCOME		9,091.20	12,342.11
EXPENSES			
Purchase of Stock in Trade	23	6,845.28	8,911.20
Change In Inventory	24	(673.52)	-
Employee Benefits Expense	25	797.17	466.00
Finance Costs	26	121.22	65.14
Depreciation & Amortisation Expense	27	470.65	305.10
Other Expenses	28	730.52	1,734.36
TOTAL EXPENSES		8,291.32	11,481.81
Profit before exceptional & extraordinary item and tax		799.88	860.30
Exceptional Items		-	-
Profit before extraordinary items and tax		799.88	860.30
Exceptional Items		-	-
Previous Year Tax		32.86	
Profit before tax		767.02	860.30
Tax Expense:			
Current Tax		209.73	216.54
Deferred Tax		0.41	(32.78)
Total Tax Expenses		210.14	183.76
Profit for the year		556.88	676.54
Earning Per Equity Share (Face Value ₹10 each)	29		
Basic (In ₹)- After Exceptional Item		6.65	11.97
Diluted (In ₹)- After Exceptional Item		6.65	11.97

Summary of significant accounting policies

The accompanying notes form an integral part of the financial statements

1-46

CIN: L74900DL2013PLC329536

As per Audit Report of even date

For and on behalf of the Board

For K A R M A & CO LLP
Chartered Accountants
Firm Regn.No 127544W/W100376

Gaurav Jindal
Managing Director
DIN: 06583133

Madhu
Director
DIN: 07581193

CA Rakesh J Katodia
Partner
M. No. 124134
Place: New Delhi
Date : 28-May-2025

Kajal Goel
Company Secretary
PAN: BYCPG0869A

Ankit Gupta
Chief Financial Officer
PAN: CKTPG0879G

Quicktouch Technologies Limited

Standalone Statement of Cash Flows for the year ended March 31, 2025

(Amount in ‘Lakh’)

Particulars	As at March 31st, 2025	As at March 31st, 2025
Cash flows from operating activities		
Profit before taxation	799.88	860.30
Adjustments for:		
Depreciation	470.65	305.10
Foreign exchange gains (net)	(70.86)	64.41
Interest and Other Finance cost	121.22	55.16
Branch Incorporation Expenses Written Off	2.82	-
Working capital changes:		
(Increase) / Decrease in Trade and other receivables	1,127.46	(2,043.74)
(Increase) / Decrease in Inventories	(673.52)	-
Increase / (Decrease) in Trade and other payables	(566.04)	(239.14)
Cash generated from operations	1,211.62	(997.90)
Income taxes paid	(197.79)	(216.54)
Net cash used in operating activities	1,013.83	(1,214.44)
Cash flows from investing activities		
Purchase of Property, Plant and Equipment	(155.97)	(369.24)
Purchase of Intangible Assets	(1,122.66)	(103.35)
Purchase of Investments in Subsidiaries	(11,629.34)	(82.33)
Bank Deposit having maturity more than 12 months	(8.43)	(125.00)
Branch Incorporation Expenses	-	(42.12)
Net cash used in investing activities	(12,916.39)	(722.05)
Cash flows from financing activities		
Interest Paid	(121.22)	(55.16)
Receipt/(Payment) of Secured Loan	(1,243.89)	181.81
Proceed from Share Capital and Share Premium	4,567.97	933.30
Proceed Received from Issuance of Warrants	4,213.43	5,394.68
Net cash from financing activities	7,416.28	6,454.63
Net increase in cash and cash equivalents	(4,486.28)	4,518.14
Cash and cash equivalents at beginning of period	4,669.15	151.01
Cash and cash equivalents at end of period	182.87	4,669.15

Notes to the Standalone Financial Statements

for the year ended 31 March 2025

NOTE : 1 OVERVIEW

The Company Quicktouch Technologies Limited, registered under the Companies Act 1956 and incorporated in July 2013 The Company is a dynamic technology company with its registered office located in New Delhi, India. It is listed on the National Stock Exchange of India in India. Quicktouch Technologies Limited is specialized in software development, with a primary focus on educational solutions.

1. During the year, the company continued to strengthen its position in the financial technology sector by focusing on innovation, compliance, and strategic expansion. A significant milestone was achieved, when the company received in-principle authorization from the Reserve Bank of India (RBI) to operate as a Payment Aggregator (Quickpay) under the regulatory framework issued by RBI. This in-principle approval reflects the company's commitment to building a secure, compliant, and customer-centric digital payments infrastructure. The Payment Aggregator (PA) platform developed by the company is designed to facilitate seamless online payment solutions for merchants and businesses across sectors, enabling them to accept various digital payment methods such as credit/debit cards, UPI, net banking, and wallets through a unified interface. The platform emphasizes robust risk management, data security, and scalability to meet the evolving demands of the digital economy. With this approval, the company is now well-positioned to launch its PA operations in full compliance with regulatory standards and contribute meaningfully to the country's digital financial ecosystem. The company remains focused on completing the required formalities to obtain final authorization and is actively engaging with partners, merchants, and financial institutions to ensure a successful rollout of the platform in the coming months.

2. The flagship product, "Quick Campus," is a comprehensive school management software designed to streamline and enhance the administration and operations of educational institutions. In addition to its core software development business, Quicktouch Technologies has strategically expanded its business line to include the trading of computer software and IT-enabled goods. This expansion allows the company to serve a broader market, both within India and

internationally, leveraging its expertise in technology to provide innovative solutions and products.

NOTE : 2 SIGNIFICANT ACCOUNTING POLICIES

(a) Basis of accounting and preparation of financial statements

These financial statements are prepared in accordance with Indian Generally Accepted Accounting Principles (GAAP) under the historical cost convention on the accrual basis except for certain financial instruments which are measured at fair values. GAAP comprises mandatory accounting standards as prescribed under Section 133 of the Companies Act, 2013 ('Act') read with Rule 7 of the Companies (Accounts) Rules, 2014, the provisions of the Act (to the extent notified). The accounting policies adopted in the preparation of the financial statements are consistent with those followed in the previous year. All assets and liabilities have been classified as current and Non-current as per the Company's normal operating cycle and other criteria set out in Schedule-III to the Companies Act,2013.

(b) Use of estimates

The preparation of the financial statements in conformity with Indian GAAP requires the Management to make estimates and assumptions considered in the reported amounts of assets and liabilities (including contingent liabilities) and the reported income and expenses during the year. Future results could differ due to these estimates and the differences between the actual results and the estimates are recognized in the periods in which the results are known / materialize.

(c) Inventories

Inventories are valued in accordance with the Accounting Standard- 2 i.e. Cost (FIFO) or Net Relizable value whichever is lower.

Notes to the Standalone Financial Statements

for the year ended 31 March 2025 (Contd.)

(e) Revenue Recognition

Revenue from sale of goods is recognized when all the significant risks and rewards of ownership in the goods are transferred to the buyer as per the terms of the contract, the Company retains no effective control of the goods transferred to a degree usually associated with ownership and no significant uncertainty exists regarding the amount of the consideration that will be derived from the sale of goods. Sales are recognized net of trade discounts, rebates and Goods and Service Tax.

Revenue from rendering of services is recognised when the performance of agreed contractual task has been completed. Interest income is recognized on accrual basis on balance outstanding as at end of financial year.

(e) Depreciation & amortisation

Depreciation on Property, Plant and Equipment is provided to the extent of depreciable amount on the written down value method . Depreciation is provided based on useful life of the assets as prescribed in Schedule II to the Companies Act 2013. which are as follows :

Asset Head	Useful life
Building	30 Years
Plant & Machinery	15 Years
Vehicles	8 Years
Furniture & Fixtures	10 Years
Computers	3 Years
Electrical Equipments	10 Years
Office Equipments	5 Years
Intangibles	5 Years

The residual value and the useful life of an asset is reviewed at each financial year end.

(f) Property, Plant & Equipment

Items of Property, plant and equipment are measured at its cost less any accumulated depreciation and any accumulated impairment losses. The cost comprises its purchase price including import duties and non-refundable purchase taxes after deducting trade discounts and rebates and any cost directly attributable to bringing the assets to its working condition for its

intended use.

Subsequent expenditures related to an item of Tangible asset are added to its book value only if they increase the future benefits from the existing asset beyond its previously assessed standards of performance. Items of property, plant and equipment retired from active use and held for disposal is stated at the lower of their carrying amount and net realisable value. Any write-down in this regard is recognised immediately in the statement of profit and loss.

(g) Intangible Assets

An intangible asset is recognised only when it is probable that the future economic benefits that are attributable to the asset will flow to the enterprise and the cost of the asset can be measured reliably. Subsequent expenditure on an intangible asset after its purchase or its completion recognised as an intangible asset it is probable that the expenditure will enable the asset to generate future economic benefits in excess of its originally assessed standard of performance and the expenditure can be measured and attributed to the asset reliably.

Intangible assets are carried at cost less accumulated amortization and accumulated impairment losses, if any. An intangible asset is derecognised (eliminated from the balance sheet) on disposal or when no future economic benefits are expected from its use and subsequent disposal. The depreciable amount of an intangible asset is allocated on a systematic basis over the best estimate of its useful life.

Intangible assets are carried at cost less accumulated amortization and impairment losses, if any. The company has capitalized all costs relating to acquisition and installation of intangible fixed assets.

(h) Cash flow statement

Cash flows are reported using the indirect method, whereby profit / (loss) before extraordinary items and tax is adjusted for the effects of transactions of non-cash nature and any deferrals or accruals of past or future cash receipts or payments.

Notes to the Standalone Financial Statements

for the year ended 31 March 2025 (Contd.)

Cash flow statement classifies cash flows during the period from operating, investing and financing activities of the Company.

(i) Cash and Cash equivalent

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

(j) Foreign currency transactions

Foreign Currency Transactions related to purchase and sales are recorded at the exchange rates prevailing under Customs Act on the date of the transactions. Gains and losses arising out of subsequent fluctuations are accounted for on actual payments or realisations as the case may be. Monetary assets and liabilities denominated in foreign currency as on Balance Sheet date are translated into functional currency at the exchange rates prevailing on that date and Exchange differences arising out of such conversion are recognised in the Statement of Profit and Loss.Other foreign currency transactions are recorded at prevailing RBI rates.

(k) Investment

Investments are classified as long term investments and current investments. The carrying amount for current investments is the lower of cost and fair value. For current investments, any reduction to fair value and any reversals of such reductions are included in the profit and loss statement.Long-term investments are usually carried at cost. Any decline, other than temporary, in the value of a long term investment, the carrying amount is reduced to recognise the decline. On disposal of an investment, the difference between the carrying amount and the disposal proceeds, net of expenses, is recognised in the profit and loss statement.

(l) Employee benefits

(i) Short-term employee benefits:

Short-term employee benefits are recognized as an expense at the undiscounted amount in the profit

and loss account of the year in which the related service is rendered.

(ii) Defined Benefit Plans:

Gratuity and Leave encashment are defined benefit plan payable at the end of the employment and is provided for on the basis of actuarial valuation at each year-end using the projected unit credit method. Actuarial gain and loss for defined benefit plan is recognized in full in the period in which it occur in the statement of profit and loss.

(iii) Defined Contribution Plans:

Defined contribution plans are those plans in which the company pays fixed contribution into separate entities and will have no legal or constructive obligation to pay further amounts. Provident Fund and Employee State Insurance are Defined Contribution Plans in which company pays a fixed contribution and will have no further obligation beyond the monthly contributions and are recognised as an expenses in Statement of Profit & Loss.

(m) Borrowing cost

Borrowing costs include interest, amortisation of ancillary costs incurred and exchange differences arising from foreign currency borrowings to the extent they are regarded as an adjustment to the interest cost. Costs in connection with the borrowing of funds to the extent not directly related to the acquisition of qualifying assets are charged to the Statement of Profit and Loss over the tenure of the loan.

Borrowing costs, allocated to and utilised for qualifying assets, pertaining to the period from commencement of activities relating to construction / development of the qualifying asset upto the date of capitalisation of such asset is added to the cost of the assets. Capitalisation of borrowing costs is suspended and charged to the Statement of Profit and Loss during extended periods when active development activity on the qualifying assets is interrupted.



Notes to the Standalone Financial Statements

for the year ended 31 March 2025 (Contd.)

(n) Segment Reporting

A business segment is a distinguishable component of an enterprise that is engaged in providing an individual product or service or a group of related products or services and that is subject to risks and returns that are different from those of other business segments. Internal organisation and management structure of an enterprise and its system of internal financial reporting to the board of directors and the chief executive officer should normally be the basis for identifying the predominant source and nature of risks and differing rates of return facing the enterprise and, therefore, for determining which reporting format is primary and which is secondary.

Reportable Segments

A business segment or geographical segment should be identified as a reportable segment if

- a. its revenue from sales to external customers and from transactions with other segments is 10 per cent or more of the total revenue, external and internal, of all segments; or
- b. its segment result, whether profit or loss, is 10 per cent or more of :
 - i. the combined result of all segments in profit,
 - ii. the combined result of all segments in loss,
 - iii. its segment assets are 10 per cent or more of the total assets of all segments.

(o) Earning per share

Basic Earning Per Share is calculated by dividing the net profit or loss for the period attributable to equity shareholders by weighted average number of equity shares outstanding during the period. For the purpose of calculating diluted earnings per share, net profit after tax during the year and the weighted average number of shares outstanding during the year are adjusted for the effect of all dilutive potential equity shares.

(p) Accounting for taxes on income

Tax expense comprises current and deferred tax. Current income-tax is measured at the amount expected to be paid to the tax authorities in accordance with the Income-tax Act,1961. Deferred income taxes

reflect the impact of timing differences between taxable income and accounting income originating during the current year and reversal of timing differences for the earlier years. Deferred tax liabilities are recognized for all taxable timing differences. Deferred tax assets are recognized for deductible timing differences only to the extent that there is reasonable certainty that sufficient future taxable income will be available against which such deferred tax assets can be realized. In situations where the Company has unabsorbed depreciation or carry forward tax losses, all deferred tax assets are recognized only if there is virtual certainty supported by convincing evidence that they can be realized against future taxable profits. The carrying amount of deferred tax assets are reviewed at each balance sheet date. The Company writes-down the carrying amount of a deferred tax asset to the extent that it is no longer reasonably certain or virtually certain, as the case may be, that sufficient future taxable income will be available against which deferred tax asset can be realized. Any such write-down is reversed to the extent that it becomes reasonably certain or virtually certain, as the case may be, that sufficient future taxable income will be available.

(q) Impairment of Assets

An asset is treated as impaired when the carrying cost of asset exceeds its recoverable value. An impairment loss is charged to the Profit and Loss Account in the year in which an asset is identified as impaired. The impairment loss recognised in prior accounting period is reversed if there has been a change in the estimate of recoverable amount.

(r) Provisions and contingencies

A provision is recognized 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 not discounted to their present value and are determined based on the best estimate required to settle the obligation at the reporting date. These estimates are reviewed at each reporting date and adjusted to reflect the current best estimates.

Notes to the Standalone Financial Statements

for the year ended 31 March 2025 (Contd.)

NOTE : 3 SHARE CAPITAL

(Amount in ‘Lakh’)

Particulars	As at March 31st, 2025	As at March 31st, 2024
a) Authorized Share Capital		
5,00,00,000 Equity Shares (Previous year 80,00,000) of ₹10/- each	5000.00	800.00
b) Issued, Subscribed Share Capital		
118,15,996 Equity Shares (Previous 57,80,000) of ₹10/- each	1181.60	578.00
c) Paid Up Share Capital		
118,15,996 Equity Shares (Previous 57,80,000) of ₹10/- each	1181.60	578.00
Total	1181.60	578.00

d) List of Shareholders holding more than 5% shares

Name	No. of Shares	%age Holding	No. of Shares	%age Holding
1. Mr. Gaurav Jindal	17,60,000	14.90%	7,60,000	13.15%
2. Mr. Ram Gopal Jindal	16,07,500	13.60%	17,10,000	29.58%
3. Mrs. Madhu	7,98,000	6.75%	7,98,000	13.81%
4. BIR Foods & Restaurant Pvt. Ltd.	10,00,000	8.46%	-	-

(Equity shares of ₹10/- each fully paid up)

e) Reconciliation of the shares outstanding at the beginning and at the end of the year

Equity shares	No. of Shares	No. of Shares
At the beginning of the year /period	57,80,000.00	42,50,000.00
Equity Shares issued on Intial Public Offer***	-	15,30,000.00
Equity Shares issued by way of preferential Issue of Shares*	31,72,200.00	-
Equity Shares issued by way of Warrant Conversion Issue of Shares **	28,63,796.00	-
Outstanding at the end of the year/period	1,18,15,996.00	57,80,000.00

(Equity shares of ₹10/- each fully paid up)

During the year

* During the year, the Company has issued 31,72,200 equity shares of face value ₹10 each on 24th September 2024 to the Promoter and Non-Promoter Group by way of preferential allotment. The shares were issued at a price of ₹144 per share, which includes a premium of ₹134 per share. The total amount raised through the issue aggregates to ₹4567.97 lakhs, comprising ₹317.22 lakhs towards equity share capital and ₹4250.75 lakhs towards securities premium.

** During the year, the Company has issued 28,63,796 equity shares of face value ₹10 each pursuant to the conversion of share warrants into equity shares. The shares were allotted at a price of ₹196.17 per share, which includes a premium of ₹186.17 per share. On such conversion, the Company received the balance 75% of the issue price, aggregating to ₹4213.43 lakhs. The total amount received on conversion has been appropriately accounted for under equity share capital and securities premium.

Notes to the Standalone Financial Statements

for the year ended 31 March 2025 (Contd.)

Previous year

*** During the year the Company came up with the public issue of 15,30,000 Equity shares of Face value of ₹10/- each equity shares through Fixed Price Method, IPO was open for subscription from April 18, 2023 to April 21, 2023. The Company has allotted 15,30,000 Equity shares of Face value of ₹10/- each equity shares for cash at a price of ₹61/- per Equity Share (including a share premium of ₹51/- per Equity Share) aggregating to ₹933.30 Lakhs on April 28, 2023. The equity shares of the Company got listed with Emerge platform of National Stock Exchange of India Limited on May 02, 2023. The issue was made in accordance with SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended.

h) Shares held by promoters at the end of the year

Name	No. of Shares	%age Holding	% Change during the year
1. Mr. Gaurav Jindal	17,60,000.00	14.90%	1.75%
2. Mrs. Madhu	7,98,000.00	6.75%	-7.05%

NOTE : 4 RESERVES AND SURPLUS

(Amount in 'Lakh')

Securities Premium Reserves	As at March 31st, 2025	As at March 31st, 2024
Opening Balance	1,005.30	225.00
Add: During the year	9,582.28	780.30
Balance as at end of the Period (A)	10,587.58	1,005.30
Surplus		
Surplus at the beginning of the period	1,327.03	650.49
Less: Bonus shares issued to the shareholders	-	-
Less: Previous Year Taxes	-	-
Add: Profit during the period	556.88	676.54
Balance as at end of the Period (B)	1,883.90	1,327.03
Total (A+B)	12,471.48	2,332.32

NOTE : 5 MONEY RECEIVED AGAINST SHARE WARRANTS

(Amount in 'Lakh')

Particulars	As at March 31st, 2025	As at March 31st, 2024
a) Share Warrant Application	3,990.20	5,394.68
Total	3,990.20	5,394.68

During the Year

During the year, the Company has converted 28,63,796 share warrants into equity shares of face value ₹10 each, at a price of ₹196.17 per share, which includes a premium of ₹186.17 per share. The balance 75% of the consideration in respect of these warrants has been received in cash by the Company at the time of conversion.

As on the balance sheet date, 81,36,204 share warrants remain outstanding, in respect of which the option for conversion into equity shares has not yet been exercised by the allottees. Consequently, the balance 75% of the consideration for these warrants is yet to be received.

Notes to the Standalone Financial Statements

for the year ended 31 March 2025 (Contd.)

Previous Year

During the year, the Company has issued and allotted 1,10,00,000 warrants, each convertible into one equity share of face value ₹10, on a preferential allotment basis to the Promoter/Promoter Group and certain identified Non-Promoter persons/entities, at an issue price of ₹196.17 per warrant (including premium).

The Company has received 25% of the issue price, i.e. ₹49.04 per warrant, aggregating to ₹5,39,44,000 as warrant subscription money. The balance 75% of the issue price, i.e. ₹147.13 per warrant, shall be payable by the respective allottees within 18 months from the date of allotment at the time of exercising the option to convert the warrants into fully paid-up equity shares.

As of the balance sheet date, the allottees have not exercised their option for conversion, and accordingly, the balance 75% of the issue price towards such warrants is yet to be received.

NOTE : 6 LONG - TERM BORROWINGS

(Amount in 'Lakh')

Term-Loan Secured	As at March 31st, 2025	As at March 31st, 2024
<i>From Bank</i>		
HDFC Bank Limited	188.76	162.66
Axis Bank Limited	96.33	135.46
Total	285.09	298.12

Secured Loan from Bank

- HDFC Bank Limited (Outstanding Amount- ₹107.18 Lakhs) Secured against Includes hypothecation against motor car. The loan is repayable in 60 equal monthly installment of ₹2,60,423/- each. The remaining maturity period is 50 Months from Balance sheet Date. Rate of Interest is 9.50% p.a.
- HDFC Bank Limited (Outstanding Amount- ₹132.08 Lakhs) Secured against Includes hypothecation against motor car. The loan is repayable in 60 equal monthly installment of ₹3,31,829/- each. The remaining maturity period is 48 Months from Balance sheet Date. Rate of Interest is 9.50% p.a.
- Axis Bank Limited (Outstanding Amount- ₹56.58 Lakhs) Secured against Includes hypothecation against motor car. The loan is repayable in 60 equal monthly installment of ₹2,07,584/- each. The remaining maturity period is 31 Months from Balance sheet Date. Rate of Interest is 9% p.a.
- Axis Bank Limited (Outstanding Amount- ₹78.88 Lakhs) Secured against Includes hypothecation against motor car. The loan is repayable in 60 equal monthly installment of ₹2,10,997/- each. The remaining maturity period is 45 Months from Balance sheet Date. Rate of Interest is 9.70% p.a.

NOTE : 7 LONG - TERM PROVISIONS

(Amount in 'Lakh')

Particulars	As at March 31st, 2025	As at March 31st, 2024
Provision for Employees Benefit (Refer note no. 43)	17.80	10.23
Total	17.80	10.23

Notes to the Standalone Financial Statements

for the year ended 31 March 2025 (Contd.)

NOTE : 8 SHORT - TERM BORROWINGS

	(Amount in 'Lakh')	
Current maturities of Long term borrowings	As at March 31st, 2025	As at March 31st, 2024
<i>Secured (From Bank)</i>		
HDFC Bank Limited	50.50	36.20
Axis Bank Limited	39.13	35.66
<i>Unsecured Loan</i>		
Indian Overseas Bank	547.30	522.29
Axis Bank Ltd	123.50	124.09
Total (A)	760.43	718.24
<i>Loan & Advance from related party</i>		
Unsecured Loan	-	1,273.05
Total (B)	-	1,273.05
Grand Total (A+B)	760.43	1,991.29

Secured Loan from Bank

- HDFC Bank Limited (Outstanding Amount-₹107.18 Lakhs) Secured against Includes hypothecation against motor car. The loan is repayble in 60 equal monthly installment of ₹2,60,423/- each. The remaining maturity period is 50 Months from Balance sheet Date. Rate of Interest is 9.50% p.a.
- HDFC Bank Limited (Outstanding Amount-₹132.08 Lakhs) Secured against Includes hypothecation against motor car. The loan is repayble in 60 equal monthly installment of ₹3,31,829/- each. The remaining maturity period is 48 Months from Balance sheet Date. Rate of Interest is 9.50% p.a.
- Axis Bank Limited (Outstanding Amount- ₹56.58 Lakhs) Secured against Includes hypothecation against motor car. The loan is repayble in 60 equal monthly installment of ₹2,07,584/- each. The remaining maturity period is 31 Months from Balance sheet Date. Rate of Interest is 9% p.a.
- Axis Bank Limited (Outstanding Amount-₹78.88 Lakhs) Secured against Includes hypothecation against motor car. The loan is repayble in 60 equal monthly installment of ₹2,10,997/- each. The remaining maturity period is 45 Months from Balance sheet Date. Rate of Interest is 9.70% p.a.
- Overdraft Facility Secured from Indian Overseas Bank Limited-No. Which is hypothecated against Book Debts, Residential Immovable property suited at QD-4, Pitampura, Delhi-110034 owned by Directors and Personal guarantee of Directors and Family members. The Loan is carrying at the Interest Rate of 11.10% p.a.
- Fixed Deposit overdraft Facility Secured from Axis Bank. Which is Lein/Pledged against Fixed Deposit amounting to ₹1.33 cr. The Loan is carrying at the Interest Rate of 8.60% p.a.
- Bill Discounting backed by Inland Letter of Credit Facility Secured from Axis Bank. Which is Inland Bills with title to the goods duly endorsed in favour of the Bank and mentioning the L/C number and date. The Loan is carrying at the Interest Rate of 8.77% p.a.

Notes to the Standalone Financial Statements

for the year ended 31 March 2025 (Contd.)

NOTE : 9 TRADE PAYABLES

	(Amount in 'Lakh')	
Particulars	As at March 31st, 2025	As at March 31st, 2024
Total outstanding dues to Micro Enterprises and small enterprises	59.69	303.00
Total outstanding dues to Creditors other than Micro enterprises and small enterprises	60.11	385.22
Total	119.80	688.22

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

Particulars	As at March 31st, 2025	As at March 31st, 2024
The principal amount and the interest due thereon (to be shown separately) remaining unpaid to any supplier as at the end of each accounting year.	59.69	303.00
The amount of interest paid by the buyer in terms of Section 16 of MSMED Act, 2006 along with the amounts of the payment made to the supplier beyond the appointed day during each accounting year.	-	-
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 this Act.	-	-
The amount of interest accrued and remaining unpaid at the end of each accounting year; and	1.24	0.37
The amount of further interest payable due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise, for the purpose of disallowance as a deductible expenditure under section 23 of MSMED Act, 2006.	-	-

The information has been given in respect of such vendors to the extent they could be identified as "Micro and Small Enterprises" enterprises on the basis of information available with the Company.

Ageing of Trade Payables:

Trades Payables Continues: As at 31.03.2025

	(Amount in 'Lakh')			
Particulars	MSME	Others	Disputed dues-MSME	Disputed dues-Others
Less than 1 year	59.69	60.11	-	-
1-2 Years	-	-	-	-
2-3 Years	-	-	-	-
More than 3 Years	-	-	-	-
Total	59.69	60.11	-	-

Notes to the Standalone Financial Statements

for the year ended 31 March 2025 (Contd.)

NOTE : 9 TRADE PAYABLES

Trades Payables Continues: As at 31.03.2024

(Amount in 'Lakh')

Particulars	MSME	Others	Disputed dues-MSME	Disputed dues-Others
Less than 1 year	303.00	385.22	-	-
1-2 Years	-	-	-	-
2-3 Years	-	-	-	-
More than 3 Years	-	-	-	-
Total	303.00	385.22	-	-

NOTE : 10 OTHER CURRENT LIABILITIES

(Amount in 'Lakh')

Particular	As at March 31st, 2025	As at March 31st, 2024
Other Payables		
Sundry Expenses Payable	122.09	137.35
Consultancy Payable	20.59	42.28
Audit fee payable	4.58	6.15
Credit Card Payable	3.74	2.32
Rent Payable	-	2.88
Salaries Payable	83.05	74.18
PF Payable	1.95	1.30
ESIC Payable	0.03	0.02
Director Remuneration Payable	8.15	8.23
Statutory Dues Payable	14.68	46.57
Bonus Payable	4.59	3.44
Interest Payable on MSME Trade Payables	1.24	0.37
Leave Encashment Payable	3.28	-
Other Current Liabilities	7.46	-
Advance from Customers	0.66	-
Total	154.00	187.73

NOTE : 11 SHORT TERM PROVISIONS

(Amount in 'Lakh')

Particular	As at March 31st, 2025	As at March 31st, 2024
Provision for Income Tax	209.73	216.54
Less: Tax Deducted/Collected at Source	-	(51.62)
Sub-Total	209.73	164.92
Provision for employee benefit	1.16	0.64
Total	210.89	165.56



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Notes to the Standalone Financial Statements

for the year ended 31 March 2025 (Contd.)

NOTE : 12 Property, Plant and Equipment and Intangible Assets

(Amount in 'Lakh')

Gross Block				
Particulars	Balance as at 1st April 2024	Additions	Sale/ Disposals	Balance as at 31 March 2025
(i) Property, Plant and Equipment				
Computer and Data Processing Units	32.40	6.42	-	38.82
Motor Vehicles	545.41	136.49	-	681.90
Furniture and Fixtures	88.07	-	-	88.07
Electrical Installations and Equipment	81.38	-	-	81.38
Office Equipment	73.61	13.06	-	86.67
Total (i)	820.87	155.97	-	976.84
(ii) Intangible Assets				
Softwares/Brands/Right to use	870.17	1,332.38	-	1,582.64
Total (ii)	870.17	1,332.38	-	1,582.64
Current Year Figures Total (i+ii)	1,691.03	1,488.35	-	2,559.48
Previous Year Figures	1,321.81	369.28		1,691.09

NOTE : 12 (iii) Intangible assets under Development

(a) For Intangible assets under development, following ageing schedule shall be given:-

Intangible assets under developemnt ageing Schedule as at 31.03.2025

(Amount in 'Lakh')

Intangible assets under development	Amount in CWIP for a period of - Less than 1 year	1-2 years	2-3 years	More than 3 years	Total Amount
Proects in progress	74.65		-	-	74.65

Note:-

- The Company is in the process of developing a mobile software application designed specifically for facilitating the application of new loans by customers. This initiative is part of the Company's strategic plan to enhance customer engagement, improve operational efficiency, and expand its digital footprint in the financial services sector. As of the balance sheet date, the software is in the development stage, with costs being capitalized under intangible assets. These costs include salaries, software tools, legal and professional expenses and testing expenses. The project is expected to be completed and launched in the coming years, offering significant future economic benefits and enhancing our market position in the financial technology sector.
- The company has taken a project for providing the service of survey and marketing of solar project. This project is currently under process.

Notes to the Standalone Financial Statements

for the year ended 31 March 2025 (Contd.)

NOTE : 12 Property, Plant and Equipment and Intangible Assets

(Amount in 'Lakh')

Accumulated Depreciation			Net Block		
Balance as at 1st April 2024	Depreciation/ Amortisation	Sale/Adj.	Balance as at 31st March 25	Balance as at 31 March 25	Balance as at 31 March 2024
29.27	4.88	-	34.15	4.67	3.12
142.74	165.81	-	308.55	373.35	402.67
50.33	9.77	-	60.10	27.97	37.74
72.15	2.39	-	74.54	6.85	9.24
31.25	21.93	-	53.17	33.50	42.37
325.74	204.78	-	530.51	446.33	495.14
565.65	265.88	463.90	367.63	1,215.00	304.52
565.65	265.88	463.90	367.63	1,215.00	304.52
891.39	470.65	463.90	898.14	1,661.33	799.66
586.29	305.10	-	891.39	-	799.70

NOTE : 12 (iii) Intangible assets under Development

(a) For Intangible assets under development, following ageing schedule shall be given:-

Intangible assets under developemnt ageing Schedule as at 31.03.2024

(Amount in 'Lakh')

Intangible assets under development	Amount in CWIP for a period of - Less than 1 year	1-2 years	2-3 years	More than 3 years	Total Amount
Proects in progress	103.35	25.00	-	-	128.35



Notes to the Standalone Financial Statements

for the year ended 31 March 2025 (Contd.)

NOTE : 13 NON CURRENT INVESTMENTS

Investment in Equity Instruments
(All the investments are fully paid, unless otherwise stated)
Investment in Subsidiaries (Unquoted)(refer note below)

(Amount in 'Lakh')

S.No.	Particular	As at March 31st, 2025	As at March 31st, 2024
1	Qtouch Business Solutions Private Limited	1,354.33	3.23
2	Tronix IT Solutions Private Limited	79.10	79.10
3	Techquench Pvt Ltd	300.00	-
4	Vidyahub Private Limited	1,200.00	-
5	Earth Leasing & Finance Pvt Ltd	536.00	-
6	Akshar Fee Management Solutions Private Limited	190.00	-
7	Investment in Srikaya Foundation	1,000.34	-
8	Pinnacle Exim IT Solutions LLC	7,051.89	-
Total		11,711.67	82.33

Sr. No	Name of the Investee Company	Type of Investment	No of Shares Held	% Holding	Relation
1	Qtouch Business Solutions Private Limited (FV of ₹10/- each)	Equity	78,100	100.00	Wholly-owned Subsidiary
2	Tronix IT Solutions Private Limited (FV of ₹10/- each)	Equity	4,85,000	100.00	Wholly-owned Subsidiary
3	Techquench Private Limited (FV of ₹10/- each)	Equity	10,000	100.00	Wholly-owned Subsidiary
4	Vidyahub Private Limited (FV of ₹10/- each)	Equity	10,000	100.00	Wholly-owned Subsidiary
5	Earth Leasing & Finance Private Limited (FV of ₹10/- each)	Equity	20,00,000	100.00	Wholly-owned Subsidiary
		Compulsory Convertible Preference Shares	6,00,000	100.00	
6	Akshar Fee Management Solutions Private Limited (FV of ₹10/- each)	Equity	1,603	3.79	
7	Srikaya Foundation (FV of ₹10/- each)	Equity	8,670	14.78	
8	Pinnacle Exim IT Solutions LLC Face value: AED 1000 each	Equity	144	48.00	Associate

Notes to the Standalone Financial Statements

for the year ended 31 March 2025 (Contd.)

(Amount in 'Lakh')

S.No.	Aggregate value of quoted and unquoted investments is as follows:	As at March 31st, 2025	As at March 31st, 2024
1	Aggregate value of quoted investments	-	-
2	Aggregate value of unquoted investments (net of impairment)	11,711.67	82.33
3	Aggregate market value of quoted investments	-	-
4	Aggregate value of impairment of investments	-	-

Note:
Current Year

1. During the year, the Company has further invested in its wholly owned subsidiary, Qtouch Business Solutions Private Limited, by subscribing to 68,100 equity shares of face value ₹10 each at a price of ₹1,984.25 per share (including a premium of ₹1,974.25 per share). The total investment amounts to ₹13.51 crores and was made through an increase in the subsidiary's share capital, thereby strengthening the subsidiary's capital base and supporting its business expansion initiatives.
2. During the year, the Company has acquired 100% of the equity shares of Techquench Private Limited by purchasing 10,000 equity shares of face value ₹10 each at a price of ₹3,000 per share. The total consideration for the acquisition amounted to ₹3.00 crores. Pursuant to this acquisition, Techquench Private Limited has become a wholly owned subsidiary of the Company.
3. During the year, the Company acquired 100% of the equity shares of Vidyahub Private Limited by purchasing 10,000 equity shares at a price of ₹12,000 per share. The total consideration for the acquisition amounted to ₹12 crores. As a result, Vidyahub Private Limited has become a wholly owned subsidiary of the Company.
4. During the year, the Company acquired 100% of the equity shares and 100% of the compulsorily convertible preference shares (CCPS) of Earth Leasing & Finance Private Limited, comprising 20,00,000 equity shares at a price of ₹13 per share and 6,00,000 CCPS at ₹46 per share. Consequently, Earth Leasing & Finance Private Limited has become a wholly owned subsidiary of the Company.

- Though the transfer of shares is subject to approval by the Reserve Bank of India (RBI), the Company obtained control over the subsidiary upon execution of the share purchase agreement, and accordingly, consolidation has been accounted for from that date.
5. The Company has invested in 3.79% of the equity shares of Akshar Fee Management Solutions Private Limited. As a result, Akshar Fee Management Solutions Private Limited does not qualify as a subsidiary or an associate of the Company.
6. The Company has invested in 14.78% of the equity shares of Srikaya Foundation. Consequently, Srikaya Foundation does not qualify as a subsidiary or an associate of the Company.
7. During the year, the Company acquired 48% of the equity shares of Pinnacle Exim IT Solution LLC, amounting to 144 shares at a price of USD 57,737.92 per share. As a result of this investment, Pinnacle Exim IT Solution LLC has become an associate of the Company.

The Company has strategically acquired equity shares in several companies during the year with a long-term vision to enhance shareholder value and strengthen its position in key sectors. These investments are in line with the Company's broader objective of expanding its business portfolio, leveraging synergies, and fostering sustainable growth. By investing in entities with strong fundamentals and growth potential, the Company aims to create a robust and diversified business ecosystem. These investments are expected to contribute positively to the consolidated performance and enable the Company to capitalize on emerging opportunities in domestic and global markets."



Notes to the Standalone Financial Statements

for the year ended 31 March 2025 (Contd.)

Previous Year

During the financial year, QuickTouch Technologies Limited acquired 100% of the equity shares of Qtouch Business Solutions Private Limited(Qtouch) and Tronix IT Solutions Private Limited(Tronix). As a result of this acquisition, Qtouch & Tronix has become a wholly-owned subsidiary of QuickTouch Technologies Limited. This strategic investment is expected to enhance our business capabilities and expand our market presence. The investment has been recorded at cost in the financial statements, reflecting our commitment to strengthening and diversifying our business portfolio.

NOTE : 14 DEFERRED TAX ASSETS (NET)

(Amount in 'Lakh')		
Particular	As at March 31st, 2025	As at March 31st, 2024
Deferred Tax Assets		
Impact of Tax on expenditure charged to the statement of profit and loss in the current year but allowed in future tax purpose on payment basis	-	2.73
Impact of differences in depreciation in block of tangible and intangible assets as per tax books and financial books	59.18	56.85
Total	59.18	59.58

NOTE : 15 LONG TERM LOANS AND ADVANCES

(Amount in 'Lakh')		
Particular	As at March 31st, 2025	As at March 31st, 2024
Capital Advance (Refer below note)	45.00	45.00
Total	45.00	45.00

Note: The Company has paid a capital advance for the acquisition of office space. However, the possession and sale deed for this property are still pending. The project has experienced significant delays due to ongoing litigation involving the developer, who is currently undergoing the Corporate Insolvency Resolution Process (CIRP). The company is closely monitoring the situation and is in regular contact with the relevant authorities to expedite the resolution. The capital advance is recorded as a long term advance in the financial statements, pending the finalization of the sale deed and possession of the property.

NOTE : 16 OTHER NON CURRENT ASSETS

(Amount in 'Lakh')		
Particular	As at March 31st, 2025	As at March 31st, 2024
Bank Deposit with Axis Bank having maturity more than 12 months	133.43	125.00
Branch Incorporation Expenses (Refer below note)	11.29	42.12
Total	144.72	167.12

Pledge of Fixed Deposit

As of March 31, 2025, the Company has placed a fixed deposit of ₹1.25 crore with Axis Bank. This fixed deposit has been pledged as security for obtaining an overdraft (OD) facility from Axis Bank. The Company has availed an overdraft facility from Axis Bank, secured against the aforementioned fixed deposit. The overdraft facility is reflected as a current liability under "Short-term Borrowings" on the Balance Sheet. Correspondingly, the pledged fixed deposit is shown under "Other Current Assets.

Notes to the Standalone Financial Statements

for the year ended 31 March 2025 (Contd.)

The Company's use of a fixed deposit to secure an overdraft facility demonstrates prudent financial management by leveraging existing assets to meet operational funding needs while mitigating risk through secured borrowing.

Note:

Current Year

The Company closed its Dubai Internet City branch due to insufficient market response. Meanwhile, the Company has initiated the process of converting the DAFZA branch into a wholly owned subsidiary of QuickTouch Technologies Limited, to better facilitate international growth and operational efficiency.

Previous Year

During the previous financial year, the company incorporated two branches in Dubai to expand its international operations. The first branch is located in Dubai Internet City, and the second branch is situated in the Dubai Airport Freezone Authority (DAFZA). These branches are established to enhance our presence in the global market for educational software and the trading of IT-enabled goods. This expansion is aimed at tapping into new markets, fostering international growth, and diversifying our revenue streams. The incorporation costs and related investments have been capitalized and are reflected in the financial statements.

NOTE : 17 TRADE RECEIVABLES

(Amount in 'Lakh')		
Particular	As at March 31st, 2025	As at March 31st, 2024
Considered good (unsecured)	2,556.11	5,404.01
Doubtful	-	-
Sub-Total	2,556.11	5,404.01
Less: Allowance for doubtful debts	-	-
Total	2,556.11	5,404.01

Trade receivables ageing schedule as at 31.03.2025 as follows:

(Amount in 'Lakh')				
Particulars	"Undisputed Trade receivables – considered good"	"Undisputed Trade Receivables – considered doubtful"	" Disputed Trade Receivables considered good "	"Disputed Trade Receivables considered doubtful"
Less Than 6 months	821.40	-	-	-
6 months to 1 Years	297.97	-	-	-
1-2 Years	1,432.70	-	-	-
2-3 Years	4.05	-	-	-
More than 3 Years	-	-	-	-
Total	2,556.11	-	-	-

Notes to the Standalone Financial Statements

for the year ended 31 March 2025 (Contd.)

Trade receivables ageing schedule as at 31.03.2024 as follows:

(Amount in 'Lakh')

Particulars	"Undisputed Trade receivables – considered good"	"Undisputed Trade Receivables – considered doubtful"	" Disputed Trade Receivables considered good "	"Disputed Trade Receivables considered doubtful"
Less Than 6 months	5,000.11	-	-	-
6 months to 1 Years	142.43	-	-	-
1-2 Years	253.59	-	-	-
2-3 Years	7.88	-	-	-
More than 3 Years	-	-	-	-
Total	5,404.01	-	-	-

NOTE : 18 CASH AND CASH EQUIVALENTS

(Amount in 'Lakh')

Particular	As at March 31st, 2025	As at March 31st, 2024
Balance with Banks	330.60	1.60
Cheques accepted but not deposited *	-	5,388.53
Cheques issued but not deposited *	-153.31	721.03
Cash on Hand	5.58	0.05
Total	182.87	4,669.15

Cheques are subject to clearance*

NOTE : 19 SHORT TERM LOANS AND ADVANCES

(Amount in 'Lakh')

Particular	As at March 31st, 2025	As at March 31st, 2024
Balance with Revenue Authorities		
Tax Deducted at Source	56.93	51.61
Less: Provision of Income Tax	-	-51.61
Income Tax Refund of previous years (F.Y 2022-23)	49.82	46.88
To related party - Wholly owned subsidiary & Associates		
Qtouch Business Solutions private Limited	-	9.47
Tronix IT Solution Private Limited	160.14	-
Pinnacle Exim IT Solutions LLC	115.13	-
Techquench Private Limited	12.26	-
Vidyahub Private Limited	64.73	-
Earth Leasing & Finance Private Limited	1,536.98	-
Other than Related Party		
Suppliers	24.75	148.77
Advances to Employees	-	1.55
Total	2,020.73	206.67

Notes to the Standalone Financial Statements

for the year ended 31 March 2025 (Contd.)

NOTE : 20 OTHER CURRENT ASSETS

(Amount in 'Lakh')

Particular	As at March 31st, 2025	As at March 31st, 2024
Security Deposits (Refer Note)	59.76	81.22
others	1.76	3.06
Total	61.51	84.28

Note:

- The company has paid a security deposit for the leased office space it occupies. This deposit is refundable at the end of the lease term, subject to the terms of the lease agreement.
- A 1% security deposit was paid to the NSE at the time of the Initial Public Offering (IPO). This deposit is held as per regulatory requirements and will be returned upon meeting the stipulated conditions.
- The company has also made EMD (Earnest Money Deposit) payments for various projects currently under consideration. These deposits are classified as current assets and will either be adjusted against future payments if the projects proceed or refunded in case the projects do not materialize.

NOTE : 21 REVENUE FROM OPERATIONS

(Amount in 'Lakh')

Particular	As at March 31st, 2025	As at March 31st, 2024
Sale of Products	6,512.00	9,249.36
Sale of Software & Support Service	2,318.31	2,952.42
Total	8,830.30	12,201.78

NOTE : 22 OTHER INCOME

(Amount in 'Lakh')

Particular	As at March 31st, 2025	As at March 31st, 2024
Amount Written Off	-8.76	11.04
Discount Received	0.52	-
Foreign exchange gains (net)	70.86	64.41
Interest Income	198.28	64.88
Total	260.89	140.33

NOTE : 23 PURCHASE OF STOCK IN TRADE

(Amount in 'Lakh')

Particular	As at March 31st, 2025	As at March 31st, 2024
Purchase of Goods	6,845.28	8,911.20
Total	6,845.28	8,911.20

NOTE : 24 CHANGE IN INVENTORY

(Amount in 'Lakh')

Particular	As at March 31st, 2025	As at March 31st, 2024
Opening Stock	-	-
Less: Closing Stock	- 673.52	-
Total	-673.52	-

Notes to the Standalone Financial Statements

for the year ended 31 March 2025 (Contd.)

NOTE : 25 EMPLOYEE BENEFITS EXPENSE

(Amount in 'Lakh')

Particular	As at March 31st, 2025	As at March 31st, 2024
Employee Benefit Expenditure	772.90	446.38
Gratuity	8.10	10.86
Contribution to Provident and Other Funds	12.37	7.28
Staff Welfare Expenses	3.80	1.48
Total	797.17	466.00

NOTE : 26 FINANCE COST

(Amount in 'Lakh')

Particular	As at March 31st, 2025	As at March 31st, 2024
Contribution to Provident and Other Funds	111.48	55.16
Staff Welfare Expenses	9.74	9.98
Total	121.22	65.14

NOTE : 27 DEPRECIATION AND AMORTISATION EXPENSE

(Amount in 'Lakh')

Particular	As at March 31st, 2025	As at March 31st, 2024
Depreciation on Property, Plant and Equipment	204.78	91.12
Amortisation of intangible assets	265.88	213.98
Total	470.65	305.10

NOTE : 28 OTHER EXPENSES

(Amount in 'Lakh')

Particular	As at March 31st, 2025	As at March 31st, 2024
Advertisement Expenses	32.43	3.33
Administrative & Office Expenses	59.65	23.68
Business Promotion	6.67	51.06
Brokerage & Commission	0.37	1.50
CSR Expenses	13.24	8.01
Consulting & Support Services	137.43	-
Digital Marketing and Development	1.20	670.34
Electricity Expenses	3.38	5.22
Exchange Fluctuation	0.06	-
Festival & Celebration exp	10.51	11.65
Telephone & Internet	2.49	1.35
Trade Facilitation Charges	-	191.37
Legal & Professional Expenses	191.72	48.61
National SMS and DLT Charges	0.97	-
Payment to Auditors *	7.23	4.80
Printing & Stationary	2.53	1.86
Printing OMR Sheet	-	2.11
Provision for Doubtful Debts	-	7.72

Notes to the Standalone Financial Statements

for the year ended 31 March 2025 (Contd.)

NOTE : 28 OTHER EXPENSES

(Amount in 'Lakh')

Particular	As at March 31st, 2025	As at March 31st, 2024
Repairs to Machinery	2.45	3.21
Repairs to Buildings	7.90	11.01
Rent	54.27	43.93
Fee & Filing Expenses	8.63	78.78
Software Development Consultancy	35.93	527.26
Server Hosting & Domain Charges	39.09	19.96
Tour & Travelling Expense	22.16	17.52
Interest on GST/IT	27.32	-
IT Design & Development	0.53	-
Penalties on Gst	4.00	-
Misc. Expenses	58.36	0.08
Total	730.52	1,734.36
Payments to the auditor*		
Statutory Audit Fees	7.23	3.00
Tax Audit Fees	-	0.65
Fee for Other Services	-	1.15
Total	7.23	4.80





Notes to the Standalone Financial Statements

for the year ended 31 March 2025 (Contd.)

NOTE : 29 RELATED PARTY DISCLOSURE

As required by Accounting Standard-18, "Related Party Disclosures" issued by the Institute of Chartered Accountants of India, relevant information is provided here below:

A) Enterprises where control exists:

i) Subsidiaries		
Name of the related party	"Principal place of business"	"% of shareholding and voting power"
Qtouch Business Solutions Private Limited	Wholly Owned Subsidiary	100%
Tronix IT Solutions Private Limited	Wholly Owned Subsidiary	100%
Techquench Private Limited	Wholly Owned Subsidiary	100%
Vidyahub Private Limited	Wholly Owned Subsidiary	100%
Earth Leasing & Finance Private Limited	Wholly Owned Subsidiary	100%
Pinnacle Exim IT Solutions LLC	Associate Company	48%

ii) Other related parties with whom transactions have taken place during the year		
a) Key Management Personnel (KMP) and relatives of KMP		
Mr. Gaurav Jindal, Managing Director	Key Management Personnel	
Mrs. Madhu, Non Executive Director	Key Management Personnel	
Mr. Ankit Gupta, Chief Financial Officer	Key Management Personnel	
Mr. Arjun Sharma, Chief Executive Officer (resigned on 3rd May 2024)	Key Management Personnel	
Ms. Kajal Goel, Company Secretary	Key Management Personnel	
Mr. Ram Gopal Jindal	Relative of KMPs	
Mrs. Neha Singhal	Relative of KMPs	
Mrs. Pinki Jindal	Relative of KMPs	

b) Non-executive Directors	
Name of the related parties	
Ms. Ayushi Sikka, Non-Executive Independent Director	
Ms. Divya Kwatra, Non-Executive Independent Director	
Ms. Madhu, Non Executive Director	
Mr. Vinod Aggarwal, Additional Independent Direcotr (Appointed -w.e.f Sep 02, 2024)	
Mr. Arvind Sharma, Non-Executive Independent Director (Appointed - w.e.f August 23, 2024)	
Mr. Krishnan, Non-Executive Independent Director (Appointed - w.e.f August 23, 2024)	

iii) Enterprises controlled by the Key Managerial Personnel or relatives of KMP or both	
Srikaya Foundation	
Standard Capital Markets Limited	

Notes to the Standalone Financial Statements

for the year ended 31 March 2025 (Contd.)

NOTE : 29 RELATED PARTY DISCLOSURE

(B) Disclosure of transactions between the Company and Related Parties

		(Amount in 'Lakh')	
S. No,	Particular	As at March 31st, 2025	As at March 31st, 2024
i.	Director Remuneration Paid		
	Mr. Gaurav Jindal	60.00	54.00
	Mrs. Madhu	-	3.00
	Mr. Arvind Sharma	3.65	-
	Mr. Krishnan	3.65	-
ii.	Sitting fees Paid		
	Ms. Divya Kwatra	1.14	0.46
	Mrs. Madhu	0.76	0.64
	Ms. Ayushi Sikka	1.14	0.66
	Mr. Vinod Aggarwal	0.70	-
iii.	Remuneration paid to key management personnal		
	Mr. Ankit Gupta	10.20	5.85
	Ms. Kajal Goel	8.64	4.32
	Mr. Arjun Sharma	2.00	2.00
iv.	Loans taken during the year		
	Mr. Gaurav Jindal	25.00	3,566.03
	Standard Capital Markets Limited	-	418.87
v.	Loans repaid during the year		
	Mr. Gaurav Jindal	1,298.05	2,362.98
	Standard Capital Markets Limited	-	418.87
vi.	Loans given during the year		
	Standard Capital Markets Limited	1,794.08	5,376.94
	Earth Leasing & Finance Private Limited	1,535.01	-
	Techquench Private Limited	12.20	-
	Tronix It Solutions Private Limited	159.50	-
	Vidyahub Private Limited	64.36	-
vii.	Loans received back during the year		
	Standard Capital Markets Limited	1,794.08	5,376.94
viii.	Book Debt Owned		
	Standard Capital Markets Limited	-	476.57

Notes to the Standalone Financial Statements

for the year ended 31 March 2025 (Contd.)

NOTE : 29 RELATED PARTY DISCLOSURE

(B) Disclosure of transactions between the Company and Related Parties

(Amount in 'Lakh')

S. No,	Particular	As at March 31st, 2025	As at March 31st, 2024
ix.	Interest Income		
	Standard Capital Markets Limited	185.63	58.62
	Earth Leasing & Finance Private Limited	2.19	-
	Techquench Private Limited	0.06	-
	Tronix It Solutions Private Limited	0.71	-
	Vidyahub Private Limited	0.41	-
x.	Rent Paid		
	Mr. Ram Gopal Jindal	19.45	2.40
xi.	Share Warrant Money Received		
	Mr. Gaurav Jindal	1,471.28	490.43
	Mr. Ram Gopal Jindal	-	490.43
	Mrs. Madhu	-	490.43
	<i>* During the year the balance 75% amount on 10 lakhs share warrant has been received from Mr. Gaurav Jindal</i>		
xii.	Expenditure on corporate social responsibility		
	Srikaya Foundation	13.24	7.90
xiii.	Salaries Paid		
	Mrs. Neha Singhal	4.20	0.70
	Mrs. Pinki Jindal	0.62	-

Notes to the Standalone Financial Statements

for the year ended 31 March 2025 (Contd.)

NOTE : 29 RELATED PARTY DISCLOSURE

(C) Balances outstanding at the year end

(Amount in 'Lakh')

S. No,	Particular	As at March 31st, 2025	As at March 31st, 2024
i.	Director Remuneration Payable		
	Mrs. Madhu	0.07	-
	Mr. Gaurav Jindal	4.85	4.50
	Mr. Arvind Sharma	0.45	-
	Mr. Krishnan	0.45	-
ii.	Director sitting fees payable		
	Mr. Varundeep Gupta	1.93	1.93
	Ms. Divya Kwatra	0.11	-
	Mrs. Madhu	0.07	-
	Ms. Ayushi Sikka	0.11	-
	Mr. Vinod Aggarwal	0.18	-
iii.	Remuneration payable to key management personnel		
	Mr. Ankit Gupta	0.83	0.66
	Ms. Kajal Goel	0.69	0.72
iv.	Unsecured Loan		
	Mr. Gaurav Jindal	-	1,273.05
	Tronix It Solutions Private Limited	160.14	-
	Earth Leasing & Finance Private Limited-Loans	1,536.98	-
	Techquench Private Limited	12.26	-
	Vidyahub Private Limited	64.73	-
v.	Rent Payable		
	Mr. Ram Gopal Jindal	-	2.88

(D) Terms and conditions of transactions with related parties

.All related party transactions entered during the year were in ordinary course of business and are on arm's length basis

Notes to the Standalone Financial Statements

for the year ended 31 March 2025 (Contd.)

NOTE : 30 EARNING PER SHARE

Basic and diluted earnings per share are calculated by dividing the net Profit or loss for the year attributable to equity shareholders by the weighted average number of equity shares outstanding during the year. The group has not issued potential equity shares, accordingly, basic, and diluted earning per share are the same.

(Amount in 'Lakh')

Particular	As at March 31st, 2025	As at March 31st, 2024
(a) Profit after taxation and exceptional items	556.88	676.54
(b) Weighted average number of shares outstanding during the year	83.69	56.50
(c) Weighted average number of shares outstanding if conversion of warrant would have exercised	83.69	-
(c) Nominal Value per share (In Rs.)	10.00	10.00
(d) Basic earning per share (in Rs.) d=(a/b)	6.65	11.97
(e) Diluted earning per share *	6.65	11.97

NOTE : 31 VALUE OF IMPORTS CALCULATED ON CIF BASIS

(Amount in 'Lakh')

Particular	As at March 31st, 2025	As at March 31st, 2024
Import of products *	-	8911.20

NOTE : 32 EXPENDITURE IN FOREIGN CURRENCY

(Amount in 'Lakh')

Particular	As at March 31st, 2025	As at March 31st, 2024
Web site maintenance Charges	-	-
Software Licensing Expenses	-	82.83

NOTE : 33 EARNINGS IN FOREIGN EXCHANGE

(Amount in 'Lakh')

Particular	As at March 31st, 2025	As at March 31st, 2024
Export of services	612.52	321.15
Export of products	0.00	9249.36

* During the year, the Company has undertaken merchanting trade transactions, wherein goods were purchased for ₹3069.19 lakhs from overseas suppliers and sold to overseas customers for ₹3293.91/- lakhs. The goods involved in such transactions were shipped directly from the vendor to the customer, and did not physically enter or leave the territory of India.

Although these transactions have resulted in earnings in foreign exchange, they do not qualify as "export of goods" for the purposes of reporting under Schedule III of the Companies Act, 2013, as there is no physical movement of goods out of India.

NOTE : 34 COMMITMENTS

(Amount in 'Lakh')

Particular	As at March 31st, 2025	As at March 31st, 2024
Agreement executed for 100% Acquisition of company duly registered as a free zone limited liability company M/s Grenew FZE. Commitment outstanding with Company.	34.84	33.94

Notes to the Standalone Financial Statements

for the year ended 31 March 2025 (Contd.)

NOTE : 35.1 CONTINGENCIES

Accordingly, in the opinion of the Management, the disclosure is required during the financial year 2024-25 as per (AS) 29 on "Provisions, Contingent Liabilities and Contingent Assets".

a) Income Tax

(Amount in 'Lakh')

Contingent Liabilities and Commitments	Amount of Demand	Remarks
Income Tax Demand for the AY 2023-24 for U/s 143(1)(a) of the Income Tax Act	1,050.96	Date of Demand 29th May 2024. Case is pending with Add. CIT(A)
Income Tax Demand for the AY 2022-23 for U/s 143(3) of the Income Tax Act	270.61	Date of Demand 28th March 2024. Case is pending with CIT(A)
Income Tax Demand for the AY 2021-22 for U/s 143(1)(a) of the Income Tax Act	12.53	Date of Demand 13th Nov 2022. No Rectification Action has been taken against the demand
Income Tax Demand for the AY 2020-21 for U/s 143(3) of the Income Tax Act	11.09	Date of Demand 21st Sep 2022. No Action has been taken against the demand

b) Bank Guarantee

During the year, the Company has provided a bank guarantee amounting to ₹3.85 crore on 12th February 2025 in favour of Indian Overseas Bank, on behalf of its wholly owned subsidiary, Tronix IT Solutions Private Limited, towards credit facilities availed by the subsidiary.

The Company does not expect any liability to arise on account of this guarantee, and the exposure is being monitored on a regular basis.

NOTE : 35.2 EVENTS OCCURING AFTER BALANCE SHEET DATE

- Subsequent to the balance sheet date, on 23.04.2025, the company converted 10 lakhs share warrants into an equivalent number of equity shares of ₹10 each, upon receipt of the balance 75% subscription money amounting to ₹1471.28 lakhs from Mr. Ram Gopal Jindal. This is a non-adjusting event under AS 4, as the conversion occurred after the reporting date. However, the event is material in nature and is accordingly disclosed in the financial statements. The equity share capital and securities premium account will be updated in the subsequent financial year to reflect the conversion.
- Subsequent to the balance sheet date, the company has received in-principle authorisation from the Reserve Bank of India (RBI) for its account aggregator software platform (QuickPay) on 20.05.2025. This approval marks a significant milestone in the company's efforts to expand its presence in the financial technology domain. This is a non-adjusting event under AS 4, as the approval was granted after the reporting date. However, considering its strategic importance, the company has disclosed this event in the financial statements for the information of the users.

NOTE : 36 LOANS OR ADVANCES TO KMP

(Amount in 'Lakh')

Particulars	As at March 31st, 2025	As at March 31st, 2024
Loans or Advances in the nature of loans are granted to promoters, directors, KMPs and the related parties (as defined under Companies Act, 2013,) either severally or jointly with any other person. (Refer note 40 (a) for subsidiary companies)	Nil	Nil

Notes to the Standalone Financial Statements

for the year ended 31 March 2025 (Contd.)

NOTE : 37 INFORMATION ABOUT BUSINESS SEGMENTS

Operating segments:

- Software & Support Service
- Trading of Mobile & IT Enabled goods

Identification of segments: The chief operational decision maker monitors the operating results of its business segments separately for the purpose of making decisions about resource allocation and performance assessment. Segment performance is evaluated based on profit and loss of the segment and is measured consistently with profit or loss in these financial statements. Operating segments have been identified on the basis of the nature of products.

Segment revenue and results: The expenses and income which are not directly attributable to any business segment are shown as unallocable expenditure (net of unallocable income).

Segment assets and liabilities: Assets used by the operating segments mainly consist of Intangible Assets, trade receivables, cash and cash equivalents and inventories. Segment liabilities include trade payables and other liabilities. Common assets and liabilities which cannot be allocated to any of the segments are shown as a part of unallocable assets/liabilities.

The measurement principles of segments are consistent with those used in preparation of these financial statements. There are no inter-segment transfers: (Amount in 'Lakh')

Revenue		Software & Support Service		Trading of Mobile and IT Enabled Goods		Consolidated Total	
Particulars	For the Year ended 31st March 2025	For the year ended 31st March 2024	For the Year ended 31st March 2025	For the year ended 31st March 2024	For the Year ended 31st March 2025	For the year ended 31st March 2024	
External Sales	2,318.31	2,952.42	6,512.00	9,249.36	8,830.30	12,201.78	
Inter-segment sales	-	-	-	-	-	-	
Total Revenue	2,318.31	2,952.42	6,512.00	9,249.36	8,830.30	12,201.78	

Result		Software & Support Service		Trading of Mobile and IT Enabled Goods		Consolidated Total	
Particulars	For the Year ended 31st March 2025	For the year ended 31st March 2024	For the Year ended 31st March 2025	For the year ended 31st March 2024	For the Year ended 31st March 2025	For the year ended 31st March 2024	
Segment Result	1,837.80	1,518.77	340.23	146.79	2,178.04	1,665.56	
Unallocated corporate expenses	-	-	-	-	(1,517.84)	(880.46)	
Operating Profit	-	-	-	-	660.20	785.10	
Interest Expenses	-	-	-	-	(121.22)	(65.14)	
Interest/Other Income	-	-	-	-	260.89	140.33	
Income Taxes	-	-	-	-	(210.14)	(183.76)	
Profit from ordinary activities	-	-	-	-	589.74	676.53	
Previous year tax	-	-	-	-	32.86	-	
Net Profit	1,837.80	1,518.77	340.23	146.79	556.88	676.53	

Notes to the Standalone Financial Statements

for the year ended 31 March 2025 (Contd.)

NOTE : 37 INFORMATION ABOUT BUSINESS SEGMENTS

In preparing the segment report for the financial year, it was deemed not feasible for the Company to allocate resources to individual segments due to integrated operations and shared resources. Consequently, the segment report has been prepared on a consolidated basis.

(Amount in 'Lakh')						
Other Information	Software & Support Service		Trading of Mobile and IT Enabled Goods		Consolidated Total	
Particulars	For the Year ended 31st March 2025	For the year ended 31st March 2024	For the Year ended 31st March 2025	For the year ended 31st March 2024	For the Year ended 31st March 2025	For the year ended 31st March 2024
Segment assets	1,463.31	1,442.61	1,766.32	4,064.75	3,229.63	5,507.36
Unallocated corporate assets	-	-	-	-	15,961.67	6,138.79
Total assets	1,463.31	1,442.61	1,766.32	4,064.75	19,191.30	11,646.15
Segment liabilities	119.80	396.20	-	292.02	119.80	688.22
Unallocated corporate liabilities	-	-	-	-	1,428.25	2,652.93
Total liabilities	119.80	396.20	-	292.02	1,548.05	3,341.15
Capital expenditure	74.65	103.35	-	-	74.65	-
Depreciation	265.88	213.98	-	-	265.88	-
Non-cash expenses other than Depreciation	2.82	-	-	-	2.82	-

BUSINESS AND GEOGRAPHICAL SEGMENTS

Assets and additions to tangible and intangible fixed assets by geographical area

The following table shows the carrying amount of segment assets and additions to tangible and intangible fixed assets by geographical area in which the assets are located:

(Amount in 'Lakh')				
Assets and additions to tangible and intangible fixed assets by geographical area	Carrying Amount of Segment Assets		Additions to Property, Plant and Equipment and Intangible Assets	
Particulars	For the Year ended 31st March 2025	For the year ended 31st March 2024	For the Year ended 31st March 2025	For the year ended 31st March 2024
Domestic	1735.98	432.87	1278.63	472.59
Overseas	-	-	-	-
Total	1735.98	432.87	1278.63	472.59

Notes to the Standalone Financial Statements

for the year ended 31 March 2025 (Contd.)

BUSINESS AND GEOGRAPHICAL SEGMENTS CONTINUES

SALES REVENUE BY GEOGRAPHICAL MARKET

The following table shows the distribution of the Company's consolidated sales by geographical market, regardless of where the goods and services were produced.

Assets and additions to tangible and intangible fixed assets by geographical area

The following table shows the carrying amount of segment assets and additions to tangible and intangible fixed as-sets by geographical area in which the assets are located:

(Amount in 'Lakh')		
Particular	As at March 31st, 2025	As at March 31st, 2024
Domestic	1,539.75	2,474.62
Overseas	7,290.68	9,727.16
Total	8,830.43	12,201.78

NOTE : 38 DISCLOSURE OF DERIVATIVE TRANSACTION & UNHEDGED FOREIGN CURRENCY EXPOSURES

(Amount in 'Lakh')		
Particulars	As at March 31st, 2025	As at March 31st, 2024
(a) Derivatives outstanding as at the reporting date	Nil	Nil

(b) Particulars of unhedged foreign currency exposure as at the reporting date

(Amount in 'Lakh')				
Particulars	Reporting Date	Total Receivables (A)	Hedges by derivative contracts (B)	Unhedged receivables (C=A-B)
Foreign Currency	March 31,2025	USD	USD	USD
	March 31,2024	USD	USD	USD
Exchange Rate	March 31,2025	85.5814	-	81.5814
	March 31,2024	83.3739	-	83.3739
Amount In FC	March 31,2025	23.93	-	23.93
	March 31,2024	52.67	-	52.67
Amount In Local Currency	March 31,2025	2,048.22	-	2,048.22
	March 31,2024	4,391.06	-	4,391.06

(Amount in 'Lakh')				
Particulars	Reporting Date	Total Receivables (A)	Hedges by derivative contracts (B)	Unhedged receivables (C=A-B)
Foreign Currency	March 31,2025	USD	USD	USD
	March 31,2024	USD	USD	USD
Exchange Rate	March 31,2025	85.5814	-	85.5814
	March 31,2024	83.3739	-	83.3739
Amount In FC	March 31,2025	-	-	-
	March 31,2024	384021	-	384021
Amount In Local Currency	March 31,2025	-	-	-
	March 31,2024	320.17	-	320.17

Notes to the Standalone Financial Statements

for the year ended 31 March 2025 (Contd.)

NOTE : 39 DISCLOSURE OF CORPORATE SOCIAL RESPONSIBILITY ACTIVITIES (CSR UNDER SECTION 135 OF COMPANIES ACT 2013)

As per Section 135 of the Act, the Company meeting the applicability threshold, is required to spend at least 2% of its average net profit for the immediate preceeding three financial years on CSR activities. The area of CSR activities are as per Schdule V of the Companies Act 2013, which includes promoting education, promoting healthcare and Eradicating hunger, poverty and malnutrition, distribution of food, drinking water and cloth.

(Amount in 'Lakh')			
S. No,	Particular	As at March 31st, 2025	As at March 31st, 2024
1	Gross amount required to be spent by the Company during the year.	13.24	7.90
2	Amount spent during the year :		
	(i) Construction/acquisition of any asset	-	-
	(ii) On purpose other than (i) above	13.24	7.90
3	Related party transactions in relation to corporate social responsibility (refer note 26)	13.24	7.90
4	Provision movement during the year	-	-
5	Details of ongoing projects		
	(a) Opening unspent amount brought forward	-	-
	(b) Amount required to be spent by the Company for the year	13.24	7.90
	(c) Amount spent during the year from Company's bank account	13.24	-7.90
	Closing balance	-	-
	(a) With Company		-
	(b) In CSR unspent account"	-	-
Nature of major CSR activities undertaken			
	(i) Promoting Health Care	-	-
	(ii) Promoting Education	-	-
	(iii) Eradicating hunger, poverty and malnutrition, distribution of food, drinking water and cloth	-	-

NOTE : 40 DISCLOSURE UNDER SECTION 186 OF THE COMPANIES ACT, 2013

(Amount in 'Lakh')			
a) Loans and advances in the nature of loan to a subsidiary company			
Particulars	Loan Given	Rate of Interest	Purpose of loan
Qtouch Business Solution Private Limited	-	-	Loan given for business purpose
Earth Leasing & Finance Pvt Ltd	1535.01	-	Loan given for business purpose
Tronix IT Solutions Private Limited	159.50	-	Loan given for business purpose
Techquench Private Limited	12.20	-	Loan given for business purpose
Vidyahub Private Limited	64.36	-	Loan given for business purpose

b) Details of investments:

Particulars of investments as required under Section 186(4) of the Companies Act, 2013 have been disclosed in note 12.



Notes to the Standalone Financial Statements

for the year ended 31 March 2025 (Contd.)

NOTE : 40 RATIOS

Ratio	Numerator	Denominator	Current Period	Previous Period	% Variance	Reason for variance
(a) Current Ratio,	Current Assets	Current Liabilities	4.41	3.42	29.14%	The improvement in the current ratio during the year, is mainly attributable to a reduction in current liabilities. This indicates a stronger liquidity position, driven by lower short-term obligations rather than an increase in current assets.
(b) Debt-Equity Ratio,	Total Debt	Shareholder's Equity (Equity including reserves)	0.08	0.79	-90.27%	The improvement in the debt-to-equity ratio is primarily due to the increase in the equity base, along with some reduction in borrowings through repayments.
(c) Debt Service Coverage Ratio,	Earnings available for debt service	Debt Service	7.33	14.28	-48.68%	The debt service coverage ratio declined as the major loan facility was not fully utilized during the previous year. The current year reflects a normalized finance cost structure, aligning with the company's growth plans and strategic use of borrowed funds to support long-term objectives.
(d) Return on Equity Ratio,	Return (Net Profits after taxes – Preference Dividend (if any))	Shareholder's Equity	6.72%	32.13%	-25.41%	The decline in the return on equity ratio is primarily due to an increase in the equity base following the issuance of additional shares and the conversion of share warrants into equity. However, the ratio has improved in the consolidated results.
(e) Inventory Turnover Ratio,	COGS (Opening Stock + Purchases - Closing Stock)	Average Inventory	18.33	-	NA	

Notes to the Standalone Financial Statements

for the year ended 31 March 2025 (Contd.)

NOTE : 40 RATIOS

Ratio	Numerator	Denominator	Current Period	Previous Period	% Variance	Reason for variance
(f) Trade	Net Credit Sales	Average Accounts Receivable	2.22	2.71	-17.99%	The reduction in the receivables turnover ratio reflects the company's strategic decision to offer more flexible credit terms, supporting customer retention and sales expansion, while continuing to manage credit risk prudently.
(g) Trade Payables turnover ratio,	Net Credit Purchase	Average Trade Payables	16.94	8.32	103.63%	The increase in the trade payables turnover ratio indicates a more efficient settlement of supplier obligations, reflecting the company's strengthened liquidity position and commitment to maintaining strong vendor relationships through timely payments.
(h) Net working capital turnover ratio,	Net Sales	Average Working Capital	1.57	3.12	-49.65%	The decrease in the working capital turnover ratio is mainly attributable to an increase in average working capital, reflecting improved liquidity and a stronger asset base to support future operations.
(i) Net profit ratio,	Net profit.	Net Sales	6.13%	5.48%	0.64%	The increase in the net profit ratio is primarily attributable to effective cost management and a reduction in overall expenses, reflecting improved operational efficiency and profitability.
(j) Return on Capital employed,	Earning before interest and taxes	Capital employed	4.93%	8.74%	-3.81%	The decline in the return on capital employed is primarily due to an increase in the capital base, following the issuance of additional shares and share warrants during the financial year. This expansion in equity reflects the company's strengthened financial foundation to support long-term growth and strategic initiatives as the company has invested the funds in its subsidiaries.

Notes to the Standalone Financial Statements

for the year ended 31 March 2025 (Contd.)

NOTE : 42 UTILISATION OF INITITAL PUBLIC ISSUE PROCEEDS

Proceeds from subscription to the share warrant made during the year ended March 31, 2025 and Issue of Equity shares under Public Issue of 2023-24, made during the year ended March 31, 2024 have been utilised in the following manner:

Current Year

1. During the year company has converted 28,63,796 share warrants into equity shares. Each share was priced at ₹196.17, which includes a premium of ₹186.17 per share. The remaining 75% balance on these share warrants have been received by the company in cash at the time of conversion. The remaining allottees holding 81,36,204 share warrants have not yet exercised their option for conversion of the warrants into equity shares and accordingly, balance 75% money towards such remaining warrants is yet to be received.

2. During the year, the Company has issued and allotted 31,72,200 Equity Shares at price of Rs. 144 each under the preferential issue and receipt of stipulated amount in accordance with provisions of SEBI ICDR Regulations to ₹4567.97 lakhs. Further the company has unutilized funds of ₹1231.97 lakhs which will be utilized by the company in next year.

Objects of Share warrant and equity conversion proceeds		(Amount in 'Lakh')		
S. No.	Particulars	Amount	Objects fulfilled	Balance
1	Share warrant and equity conversion proceeds	-	-	-
	Unutilized amount of previous year	4,915.00	-	-
	Proceed from converison into equity shares	4,213.43	-	-
	Total Amount	9,128.43	-	-
Combination of Meeting Working Capital Requirements		9,128.43	9,128.15	0.28

Objects of Preferential Issues of Equity Shares		(Amount in 'Lakh')		
S. No.	Particulars	Amount	Objects fulfilled	Balance
1	Proceeds from Preferential issue of Equity Shares	4,567.97	-	-
	For development of our payment aggregator application named ("Quickpay")	-	730.00	-
	For Investment in present subsidiaries of the company	-	1,500.00	-
	For General corporate purpose	-	1,105.00	-
	Total	4,567.97	3,335.00	1,232.97

Previous year

1. During the previous year the Company came up with the public issue of 15,30,000 Equity shares of Face value of ₹10/- each equity shares through Fixed Price Method at a price of ₹61/- per Equity Share (including a share premium of ₹51/- per Equity Share) aggregating to ₹933.30 Lakhs."

2. During the previous year, the Company has issued and allotted 1,10,00,000 warrants, each convertible into one equity share of ₹10 each, on Preferential allotment basis at an issue price of ₹196.17 per warrant (Including Premium), to the Promoter/ Promoter Group of the Company and certain identified non-promoter persons/entity, upon receipt of 25% of the issue price (i.e. ₹49.04 per warrant) as warrant subscription money. Balance 75% of the issue price (i.e. ₹147.13 per warrant) shall be payable within 18 months from the date of allotment i.e. February 01, 2024 at the time of exercising the option to apply for fully paid-up equity share of ₹10 each of the Company, against each warrant held by the warrant holder. The respective allottees have not yet exercised their option for conversion of the warrants into equity shares and accordingly, balance 75% money towards such remaining warrants is yet to be received.

Notes to the Standalone Financial Statements

for the year ended 31 March 2025 (Contd.)

NOTE : 42 UTILISATION OF INITITAL PUBLIC ISSUE PROCEEDS

Public Issue Proceeds during the previous FY 2023-24*		(Amount in 'Lakh')		
S. No.	Particulars	Amount	Objects fulfilled	Balance
1	Combination of Meeting Working Capital Requirements, The company is coming up with new project for enhancement in the technology sector and software development and advancement and for the same the company requires more funds for research and development and further processing purposes.	933.30	933.30	-

Sub Note:

* The proceeds from Public issue during the previous year for the purpose of meeting working capital requirements and general corporate purposes were utilized collectively towards business objects of the company.

NOTE : 43 DISCLOSURE REQUIRED BY ACCOUNTING STANDARD - 15 "EMPLOYEE BENEFITS"

(A) DEFINED BENEFIT PLAN

Gratuity liability is a defined benefit obligation and is provided on the basis of an actuarial valuation which has been carried out using the project unit credit method as per as-15 to determine the present value of defined benefit obligations and the related current service cost and, where applicable, past service cost made at the end of each financial year. the valuations do not affect the ultimate cost of the plan, only the timing of when the benefit costs are recognized. actuarial gain/loss are immediately taken to statement of profit & loss and are not deferred.

Key actuarial assumptions		
Particular	As at March 31st, 2025	As at March 31st, 2024
Discout rate	7.00% per annum	7.25% per annum
Salary Growth Rate	5% per annum	5% per annum
Mortality	IALM 2012-14	IALM 2012-14
Expected rate of return	0.00%	0.00%
Addition/Withdrawal Rate (per annum)	10% per annum	10% per annum

(b) Summary of membership data at the date of valuation and statistics based thereon:		(Amount in 'Lakh')	
Particulars	As at March 31st, 2025	As at March 31st, 2024	
Number of Employees	83.00	70.00	
Total monthly salary	31.75	18.80	
Average Past Services (Years)	1.60	1.40	
Average Future Services (Years)	30.30	30.00	
Average Age (Years)	29.70	30.00	
Weighted average duration (based on discounted cash flows) in years	25.00	25.00	
Average monthky salary	0.38	0.27	



QUICK PAY
Tez Payment Ka Safe Formula



QuickPay receives in-principal authorization from RBI to operate as a payment aggregator



HIGH SUCCESS RATES

Get more **Successful Transactions**, more often

QuickPay ensures **Dynamic Routing** and **Fast Processing** for a better success

Because every failed payment is a lost customer



Notes to the Standalone Financial Statements

for the year ended 31 March 2025 (Contd.)

NOTE : 43 DISCLOSURE REQUIRED BY ACCOUNTING STANDARD - 15 "EMPLOYEE BENEFITS"

(c) Benefits valued:

Particulars		(Amount in 'Lakh')
		Amount
Normal Retirement Age	60 Years	NA
Salary	Last drawn qualifying salary	31.75
Vesting Period	5 Years of service	NA
Benefits on Normal Retirement	15/26*salary*past service (yr)	NA
Benefits on early exit due to death and disability	As above except that no vesting conditions apply	NA
Limit	20.00	NA

(d) Expenditure Recognition during the year

Particulars		(Amount in 'Lakh')
		As at March 31st, 2025
		As at March 31st, 2024
Current Liability (Short Term)	1.16	0.64
Non Current Liability (Long Term)	17.80	10.23
Total Liability	18.96	10.86

NOTE : 44 GUIDANCE NOTE ON DIVISION I- NON IND AS SCHEDULE III TO THE COMPANIES ACT, 2013

S.No	Month	Name of Bank	Particulars of securities provided	Amount as books of accounts	Amount as reported in the monthly return/ state	Amount of Differences	Reason for material Discrepancies
1	Apr-24	Indian Overseas Bank, Rajiv Circle Branch	Trade Receivable	6,009.10	1,199.52	4,809.57	The overdraft facility was secured exclusively against the hypothecation of domestic debtors, whereas the book debts comprise both domestic and international debtors. The overdraft facility was secured exclusively against the hypothecation of domestic debtors, whereas the book debts comprise both domestic and international debtors.
2	May-24			5,894.00	1,022.45	4,871.56	
3	Jun-24			5,627.66	1,242.74	4,384.92	
4	Jul-24			5,335.05	891.39	4,443.66	
5	Aug-24			4,610.85	855.18	3,755.67	
6	Sep-24			3,796.56	887.64	2,908.92	
7	Oct-24			2,650.82	892.30	1,758.52	
8	Nov-24			2,688.35	1,023.37	1,664.98	
9	Dec-24			2,631.31	1,123.76	1,507.55	
10	Jan-25			2,531.15	1,091.29	1,439.87	
11	Feb-25			2,487.60	1,046.20	1,441.40	
12	Mar-25			2,491.95	1,389.28	1,102.67	



Notes to the Standalone Financial Statements

for the year ended 31 March 2025 (Contd.)

NOTE : 44 OTHER STATUTORY INFORMATION

- i. Figures have been rounded off to the nearest Lakh Rupees.
- ii. The Company does not have any transactions with companies struck off.
- iii. The Company does not have any Benami property, where any proceeding has been initiated or pending against the Group for holding any Benami property.
- iv. These financial statements have been prepared in the format prescribed by the Schedule III to the Companies Act, 2013. Previous years figures have been recast / restated wherever necessary to make them comparable with figure of current year.
- v. The Company has not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall:
 - a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company (ultimate beneficiaries) or
 - b) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.
- vi. The Company has not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall:
 - a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the funding party (ultimate beneficiaries) or party (ultimate beneficiaries) or
 - b) provide any guarantee, security or the like to or on behalf of the ultimate beneficiaries.
- vii. The Company does not have any transaction which

- is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961).
- viii. The Company has not been declared as a wilful defaulter by any banks or any other financial institution at any time during the financial year or after the end of the reporting period but before the date when the financial statements are approved.
 - ix. Previous year's figures have been reclassified / regrouped wherever necessary to conform to current year's classification / disclosure.
 - x. The social security code enacted in year 2020 has been deferred by a year. When enacted, this code will have an impact on Company's contribution to Provident Fund, Gratuity and other employee related benefits. The Company proposes to do an assessment at an appropriate time and make appropriate provisions accordingly.
 - xi. Certain figures apparently may not add up because of rounding off, but are wholly accurate in themselves
 - xii. During the financial year, Quicktouch Technologies Limited did not make any investments in cryptocurrency. The Company continues to monitor the regulatory environment and potential risks associated with cryptocurrency investments but has opted to refrain from such investments to ensure financial stability and compliance with prevailing regulations.
 - xiii. There are no charges or satisfaction which are yet to be registered with the Registrar of Companies beyond the statutory period.

Notes to the Standalone Financial Statements

for the year ended 31 March 2025

NOTE : 46 THE FINANCIAL STATEMENTS WERE APPROVED BY THE BOARD OF DIRECTORS AND AUTHORISED FOR ISSUE ON MAY 28, 2025.

The accompanying notes form an integral part of the financial statements

CIN: L74900DL2013PLC329536

AUDITORS' REPORT

As Per Our Separate Report of Even date attached

For and on behalf of the Board

For KARMA & CO LLP
Chartered Accountants
Firm Regn.No 127544W/W100376

Gaurav Jindal
Managing Director
DIN: 06583133

Madhu
Director
DIN: 07581193

CA Rakesh J Katodia
Partner
M. No. 124134
Udin: 25124134BMLHWG7785
Place: New Delhi

Kajal Goel
Company Secretary
PAN: BYCPG0869A

Ankit Gupta
Chief Financial Officer
PAN: CKTPG0879G

Date : 28-May-2025

INDEPENDENT AUDITOR'S REPORT



To'
The Members
of Quicktouch
Technologies Limited



Making the most of
opportunities and going
further

Independent Auditor's Report

REPORT ON THE AUDIT OF THE CONSOLIDATED FINANCIAL STATEMENTS

OPINION

We have audited the consolidated financial statements of **QUICKTOUCH TECHNOLOGIES LIMITED** (hereinafter referred to as "the Holding Company"), its Subsidiaries, (Tronix IT Solutions Pvt Ltd., Techquench Pvt. Ltd., Vidyahub Pvt. Ltd., Earth Leasing and Finance Pvt. Ltd And Qtouch Business Solutions Pvt Ltd.), and its Associates, (Pinnacle Exim IT Solutions LLC) (holding company, its subsidiaries and its associates together have been referred to as the "Group"), which comprise the consolidated Balance Sheet as at March 31, 2025, and the consolidated Statement of Profit and Loss, consolidated Cash Flow Statement for the year then ended, and notes to the consolidated financial statements, including a summary of significant accounting policies and other explanatory information (hereinafter referred to as "the consolidated financial statements").

In our opinion and to the best of our information and according to the explanations given to us and based on the consideration of report of other auditor on separate financial statements and on the other financial information of the subsidiary and associate, the aforesaid consolidated financial statements give the information required by the Companies Act, 2013, as amended ("the Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the consolidated state of affairs of the Group as at March 31, 2025, of its consolidated profit and consolidated cash flows for the year ended.

BASIS FOR OPINION

In our opinion and to the best of our information and according to the explanations given to us and based on the consideration of report of other auditor on separate financial statements and on the other financial information of the subsidiary and associate, the aforesaid consolidated financial statements give the information required We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act,

2013. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Consolidated Financial Statements section of our report. We are independent of the Group, its associate and its subsidiary companies in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the Consolidated financial statements under the provisions of the Companies Act, 2013 and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained together with the audit evidence obtained by the other auditors in terms of their reports referred to in paragraph of the Other Matter section below is sufficient and appropriate to provide a basis for our opinion.

KEY AUDIT MATTERS

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

INFORMATION OTHER THAN THE CONSOLIDATED FINANCIAL STATEMENTS AND AUDITOR'S REPORT THEREON

The Holding Company's Board of Directors are responsible for the other information. The other information comprises the information included in the Management Discussion and Analysis, Report on Corporate Governance, Business Responsibility and Sustainability Report and the Directors' Report, but does not include the consolidated financial statements and our auditor's report thereon.

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

Independent Auditor's Report (Contd.)

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

RESPONSIBILITIES OF MANAGEMENT AND THOSE CHARGED WITH GOVERNANCE FOR THE CONSOLIDATED FINANCIAL STATEMENTS

The Holding Company's Board of Directors is responsible for the preparation and presentation of these consolidated financial statements in term of the requirements of the Act that give a true and fair view of the consolidated financial position, consolidated financial performance and consolidated cash flows of the Group including its subsidiaries and associates in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act. The respective Board of Directors of the companies included in the Group and of its subsidiaries and associates are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Group and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and 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 consolidated financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated financial statements by the Directors of the Holding Company, as aforesaid. In preparing the consolidated financial statements, the respective Board of Directors of the companies included in the Group and of its subsidiaries and associates are responsible for assessing the ability of the Group and

of its subsidiaries and associates to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Group or to cease operations, or has no realistic alternative but to do so.

The respective Board of Directors of the companies included in the Group and of its subsidiaries and associates are responsible for overseeing the financial reporting process of the Group and of its subsidiaries and associates. Audit trail compliance is also primarily the responsibility of the Management.

AUDITOR'S RESPONSIBILITIES FOR THE AUDIT OF CONSOLIDATED FINANCIAL STATEMENT

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

Independent Auditor's Report (Contd.)

- Identify and assess the risks of material misstatement of the Consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal 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 holding company has internal financial controls with reference to Financial Statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the ability of Group to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the 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.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group and its subsidiaries and associates to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the audit of the financial statements of such entities included in the consolidated financial statements of which we are the independent auditors. For the other entities included in the consolidated financial statements, which have been audited by other auditors, such other auditors remain responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion.
- We communicate with those charged with governance of the Holding Company and such other entities included in the consolidated financial statements of which we are the independent auditors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.
- We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.
- From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the Consolidated financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Independent Auditor's Report (Contd.)

OTHER MATTERS

We did not audit the annual financial statements of 1 subsidiary and 1 associate included in the Statement. These annual financial statements have been audited by other auditors whose audit reports have been furnished to us by the management, and our opinion in so far as it relates to the amounts and disclosures included in respect of these subsidiaries and associate is based solely on the audit reports of such other auditors, and the procedures performed by us as stated in paragraph above.

Our opinion above on the consolidated financial statements, and our report on other legal and regulatory requirements below, are not modified in respect of the above matters with respect to our reliance on the work done by and the reports of the other auditors.

Report on Other Legal and Regulatory Requirements

- As required by Section 143(3) of the Act, based on our audit and on the consideration of reports of the other auditors on separate/consolidated financial statements of such subsidiaries and associates, as were audited by other auditors, as noted in the "Other Matters" paragraph, we report, to the extent applicable, that
 - We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the aforesaid consolidated financial statements.
 - In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidated financial statements have been kept so far as it appears from our examination of those books and the reports of the other auditors.
 - The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss, Consolidated Cash Flow Statement dealt with by this Report are in agreement with the relevant books of account and records maintained for the purpose of preparation of the consolidated financial statements.
 - In our opinion, the aforesaid Consolidated financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with

Companies (Accounting Standards) Rules, 2014, as amended.

- On the basis of the written representations received from the directors of the Holding Company as on March 31, 2025 taken on record by the Board of Directors of the Holding Company, and the reports of the statutory auditors of its subsidiary companies and associate company, none of the directors of the Group of the companies disqualified as on March 31, 2025 from being appointed as a director in terms of Section 164 (2) of the Act.
- With respect to the adequacy of the internal financial controls with reference to financial statements of the Holding Company, its associate company and its subsidiary companies covered under the Act, and the operating effectiveness of such controls, refer to our separate report in 'Annexure A' wherein we have expressed an unmodified opinion; and
- With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us and based on the consideration of the reports of the other auditors on separate/consolidated financial statements of the subsidiaries and associates as noted in the "Other Matters" Paragraph:
 - The Consolidated financial statements disclose the impact of pending litigations as on March 31, 2025 on the consolidated financial position of the Group, its subsidiaries and associates Refer Note 35.1 to the Consolidated financial statements.
 - The Group was not required to recognize a provision as at March 31, 2025 under the applicable law or accounting standards as it does not have any material foreseeable loss on long term contracts (including derivative contracts).
 - There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Holding Company, its associates and its subsidiaries.
 - (a) The respective Managements of the Company and its subsidiaries, which are companies incorporated in India whose financial statements have been audited under the Act have represented to us and the other auditors of such subsidiaries,

Independent Auditor’s Report (Contd.)

(b) The respective Managements of the Company and its subsidiaries, which are companies incorporated in India whose financial statements have been audited under the Act have represented to us and the other auditors of such subsidiaries, that, to the best of their knowledge and belief, other than as disclosed in the notes to consolidated financial statements, no funds (which are material either individually or in the aggregate) have been received by the Company or any of such subsidiaries and associates, from any person(s) or entity(ies), with the understanding, whether recorded in writing or otherwise, that the Company or any of such subsidiaries and associates, entities 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.

(c) Based on the audit procedures that have been considered reasonable and appropriate in the circumstances, performed by us and those performed by the auditors of the subsidiaries, which are companies incorporated in India whose financial statements have been audited under the Act nothing has come to our attention other auditor’s notice that has caused us or the other auditors to believe that the representations under sub-clause (i) and (ii) of Rule 11(e) contain any material misstatement

v. The Holding Company, its associates and its Subsidiaries has not declared or paid any dividend during the year.

- vi. As required by section 197(16) of the Act, we report that the Holding Company incorporated in India whose financial statements have been audited under the Act have paid remuneration to its directors during the year in accordance with the provisions of and limits laid down under section 197 read with Schedule V to the Act.
- vii. Based on our examination which included test checks, the Company and its four subsidiaries incorporated in India have used accounting software for maintaining its books of account which, along with change log management, have 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.
- viii. As required by clause (xxi) of paragraph 3 of Companies (Auditor’s Report) Order, 2020 (‘the Order’) issued by the Central Government of India in terms of section 143 (11) of the Act based on the consideration of the Order reports issued till date by us, of companies included in the consolidated financial statements and covered under the Act we report that there are no qualifications or adverse remarks reported in the respective Order reports of such companies.

For, KARMA & Co. LLP
Chartered Accountants
FRN No.
127544W/W100376

CA Rakesh J. Kotadia
Designated Partner
Mem.No. 124134
UDIN : 25124134BMLHWG7785

Place: Surat
Date: 28/05/2025

Independent Auditor’s Report (Contd.)

ANNEXURE -A REPORT ON THE INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO CONSOLIDATED FINANCIAL STATEMENTS UNDER CLAUSE (I) OF SUB-SECTION 3 OF SECTION 143 OF THE ACT

In conjunction with our audit of the Consolidated Financial Statement of the Company as of and for the year ended March 31, 2025, we have audited the internal financial controls over financial reporting of Quicktouch Technologies Limited (hereinafter referred to as “the Holding Company”) and its subsidiary companies and which are companies incorporated in India under the Act which are its subsidiary companies, as of that date.

In terms of the information and explanations sought by us and given by the company and the books and records examined by us in the normal course of audit and to the best of our knowledge and belief, we state that:

Management’s Responsibility for Internal Financial Controls

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

Auditor’s Responsibility

Our responsibility is to express an opinion on the Holding Company’s internal financial controls with reference to consolidated financial statements based

on our audit. We conducted our audit in accordance with the Guidance Note issued by the ICAI and the Standards on Auditing deemed to be prescribed under Section 143(10) of the Companies Act, 2013, 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 with reference to consolidated 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 with reference to consolidated financial statements and their operating effectiveness. Our audit of internal financial controls with reference to consolidated financial statements included obtaining an understanding of internal financial controls with reference to consolidated financial statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor’s judgement, including the assessment of the risks of material misstatement of the consolidated financial statements, whether due to fraud or error. We believe that the audit evidence we have obtained and the audit evidence obtained by the other auditors in terms of their reports referred to in the Other Matter paragraph below, is sufficient and appropriate to provide a basis for our audit opinion on the internal financial controls with reference to financial statements of the Holding Company and its subsidiary companies as aforesaid.

MEANING OF INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO THESE FINANCIAL STATEMENTS

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



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Independent Auditor's Report (Contd.)

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

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

Inherent Limitations of Internal Financial Controls With Reference to Financial Statements

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 Holding company and its subsidiaries which are companies incorporated in India have, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 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.

OTHER MATTERS

We did not audit the internal financial controls of 1 subsidiary & 1 associate included in the Statement. The internal financial controls with reference to financial statements in so far as it relates to such subsidiary companies have been audited by other auditors whose reports have been furnished to us by the management and our report on the adequacy and operating effectiveness of the internal financial controls with reference to financial statements for the Holding Company and its subsidiary companies, as aforesaid, under Section 143(3)(i) of the Act in so far as it relates to such subsidiary companies is based solely on the reports of the auditors of such companies.

Our opinion is not modified in respect of this matter with respect to our reliance on the work done by and on the reports of the other auditors.

For, KARMA & Co. LLP
Chartered Accountants
FRN No.
127544W/W100376

CA Rakesh J. Kotadia
Designated Partner
Mem.No. 124134

UDIN : 25124134BMLHWG7785

Place: Surat
Date: 2025/05/28

Consolidated Financial Statements



Quicktouch
Technologies
Limited

Go further

We have over 10+ years of experience in this area of business and we strive to achieve the following.

Quicktouch Technologies Limited

Consolidated Balance Sheet as at March 31st 2025

(Amount in 'Lakh')

Particulars	Notes	As at March 31st, 2025	As at March 31st, 2024
EQUITY AND LIABILITIES			
Shareholders' Funds			
(a) Share Capital	3	1,181.60	578.00
(b) Reserves & Surplus	4	12,479.75	2,329.87
(c) Money Received Against Share Warrants	5	3,990.20	5,394.68
Non - Current Liabilities			
(a) Long - Term Borrowings	6	285.09	298.12
(b) Long Term Provisions	7	17.80	10.23
Current Liabilities			
(a) Short - Term Borrowings	8	1,430.79	1,991.29
(b) Trade Payables	9		
- total outstanding dues of micro enterprises and small enterprises and		215.54	303.04
- total outstanding dues of creditors other than micro enterprises and small enterprises		-	385.22
(c) Other Current Liabilities	10	281.83	193.54
(d) Short - Term Provisions	11	240.75	166.51
TOTAL LIABILITIES		20,123.37	11,650.50
ASSETS			
Non-Current Assets			
(a) Property, Plant and Equipment and Intangible Assets			
(i) Property, Plant and Equipment	12(i)	649.84	495.14
(ii) Intangible Assets	12(ii)	1,831.25	304.56
(iii) Intangible Assets under Development	12(iii)	165.66	198.76
(iv) Goodwill		1,532.48	-
(b) Non Current Investments	13	8,339.61	-
(c) Deferred Tax Assets (Net)	14	90.05	57.47
(d) Long Term Loans and Advance	15	45.00	45.00
(e) Other Non Current Assets	16	144.72	167.12
Current Assets			
(a) Trade Receivables	17	2,712.16	5,407.06
(b) Inventories	24	673.52	-
(c) Cash and Cash Equivalents	18	485.60	4,691.98
(d) Short - Term Loans and Advances	19	3,297.37	197.20
(e) Other Current Assets	20	156.12	86.21
TOTAL ASSETS		20,123.37	11,650.50

Quicktouch Technologies Limited

Consolidated Statement of Profit & Loss for the period ended March 31,2025

(Amount in 'Lakh')

Particulars	Notes	As at March 31st, 2025	As at March 31st, 2025
Revenue from operations	21	9,207.98	12,215.54
Other Income	22	280.64	142.25
TOTAL INCOME		9,488.62	12,357.79
EXPENSES			
Purchase of Stock in Trade	23	7,037.39	8,911.20
Change In Inventory	24	(673.52)	-
Employee Benefits Expense	25	905.93	472.00
Finance Costs	26	124.15	65.14
Depreciation & Amortisation Expense	27	547.95	305.10
Other Expenses	28	862.15	1,746.58
TOTAL EXPENSES		8,804.04	11,500.03
Profit before exceptional & extraordinary item and tax		684.57	857.77
Exceptional Items		-	-
Profit before extraordinary items and tax		684.57	857.77
Previous Year Tax		32.86	
Profit before tax (excluding associates)		651.71	857.77
Share of profit in associate @ 48%		97.38	-
Profit before tax (including associates)		749.09	857.77
Tax Expense:			
Current Tax		213.90	217.54
Deffered Tax		(32.69)	(32.77)
Reversal of MAT Credit		0.28	-
Total Tax Expenses		181.49	184.77
Profit for the year		567.60	673.00
Earning Per Equity Share (Face Value ₹10 each)	29		
Basic (In ₹)- After Exceptional Item		6.78	11.91
Diluted (In ₹)- After Exceptional Item		6.78	11.91

Summary of significant accounting policies

The accompanying notes form an integral part of the financial statements

1-46

CIN: L74900DL2013PLC329536

As per Audit Report of even date

For and on behalf of the Board

For K A R M A & CO LLP
Chartered Accountants
Firm Regn.No 127544W/W100376

Gaurav Jindal
Managing Director
DIN: 06583133

Madhu
Director
DIN: 07581193

CA Rakesh J Katodia
Partner
M. No. 124134
Place: New Delhi
Date : 28-May-2025

Kajal Goel
Company Secretary
PAN: BYCPG0869A

Ankit Gupta
Chief Financial Officer
PAN: CKTPG0879G

Quicktouch Technologies Limited

Consolidated Statement of Cash Flows for the year ended March 31, 2025

(Amount in 'Lakh')

Particulars	As at March 31st, 2025	As at March 31st, 2025
Cash flows from operating activities		
Profit before taxation	684.57	857.77
<i>Adjustments for:</i>		
Depreciation	547.95	305.10
Foreign exchange gains (net)	(70.86)	64.41
Interest and Other Finance cost	124.15	55.16
Branch Incorporation Expenses Written Off	2.82	-
Provision on Standard, Sub-standard and Loss assets	5.21	-
<i>Working capital changes:</i>		
(Increase) / Decrease in Trade and other receivables	(404.60)	(2,039.25)
(Increase) / Decrease in Inventories	(673.52)	
Increase / (Decrease) in Trade and other payables	(325.52)	(232.34)
Cash generated from operations	(109.79)	(989.15)
Income taxes paid	(200.97)	(217.54)
Net cash used in operating activities	-310.76	(1,206.69)
Cash flows from investing activities		
Purchase of Property, Plant and Equipment	(369.59)	(369.28)
Purchase of Intangible Assets	(1,826.64)	(173.76)
Purchase of Investments in Subsidiaries	(8,242.23)	-
Bank Deposit having maturity more than 12 months	(8.43)	(125.00)
Branch Incorporation Expenses	-	(42.12)
Excess of Purchase Consideration over Net Assets/ Goodwill	(1,532.45)	
Net cash used in investing activities	(11,979.34)	(710.16)
Cash flows from financing activities		
Interest Paid	(124.15)	(55.16)
Receipt/(Payment) of Secured Loan	(573.53)	181.81
Proceed from Share Capital and Share Premium	4,567.97	933.30
Proceed Received from Issuance of Warrants	4,213.43	5,394.68
Consolidation Adjustment		3.20
Net cash from financing activities	8,083.72	6,457.82
Net increase in cash and cash equivalents	(4,206.38)	4,540.97
Cash and cash equivalents at beginning of period	4,691.98	151.01
Cash and cash equivalents at end of period	485.60	4,691.98

Notes to the Consolidated Financial Statements

for the year ended 31 March 2025

NOTE : 1 OVERVIEW

The Company Quicktouch Technologies Limited, registered under the Companies Act 1956 and incorporated in July 2013. The Company is a dynamic technology company with its registered office located in New Delhi, India. It is listed on the National Stock Exchange of India in India. Quicktouch Technologies Limited specializes in software development, with a primary focus on educational solutions.

1. During the year, the company continued to strengthen its position in the financial technology sector by focusing on innovation, compliance, and strategic expansion. A significant milestone was achieved, when the company received in-principle authorization from the Reserve Bank of India (RBI) to operate as a Payment Aggregator (Quickpay) under the regulatory framework issued by RBI. This in-principle approval reflects the company's commitment to building a secure, compliant, and customer-centric digital payments infrastructure. The Payment Aggregator (PA) platform developed by the company is designed to facilitate seamless online payment solutions for merchants and businesses across sectors, enabling them to accept various digital payment methods such as credit/debit cards, UPI, net banking, and wallets through a unified interface. The platform emphasizes robust risk management, data security, and scalability to meet the evolving demands of the digital economy. With this approval, the company is now well-positioned to launch its PA operations in full compliance with regulatory standards and contribute meaningfully to the country's digital financial ecosystem. The company remains focused on completing the required formalities to obtain final authorization and is actively engaging with partners, merchants, and financial institutions to ensure a successful rollout of the platform in the coming months.

2. The flagship product, "Quick Campus," is a comprehensive school management software designed to streamline and enhance the administration and operations of educational institutions. In addition to its core software development business, Quicktouch Technologies has strategically expanded its business line to include the trading of computer software and IT-enabled goods. This expansion allows the company to serve a broader market, both within India and

internationally, leveraging its expertise in technology to provide innovative solutions and products.

NOTE : 2 SIGNIFICANT ACCOUNTING POLICIES

(a) Basis of accounting and preparation of financial statements

These financial statements are prepared in accordance with Indian Generally Accepted Accounting Principles (GAAP) under the historical cost convention on the accrual basis except for certain financial instruments which are measured at fair values. GAAP comprises mandatory accounting standards as prescribed under Section 133 of the Companies Act, 2013 ('Act') read with Rule 7 of the Companies (Accounts) Rules, 2014, the provisions of the Act (to the extent notified). The accounting policies adopted in the preparation of the financial statements are consistent with those followed in the previous year. All assets and liabilities have been classified as current and Non-current as per the Company's normal operating cycle and other criteria set out in Schedule-III to the Companies Act, 2013.

(b) Use of estimates

The preparation of the financial statements in conformity with Indian GAAP requires the Management to make estimates and assumptions considered in the reported amounts of assets and liabilities (including contingent liabilities) and the reported income and expenses during the year. Future results could differ due to these estimates and the differences between the actual results and the estimates are recognized in the periods in which the results are known / materialize.

(c) Inventories

Inventories are valued in accordance with the Accounting Standard- 2 i.e. Cost (FIFO) or Net Realizable value whichever is lower.

Notes to the Consolidated Financial Statements

for the year ended 31 March 2025 (Contd.)

(e) Revenue Recognition

Revenue from sale of goods is recognized when all the significant risks and rewards of ownership in the goods are transferred to the buyer as per the terms of the contract, the Company retains no effective control of the goods transferred to a degree usually associated with ownership and no significant uncertainty exists regarding the amount of the consideration that will be derived from the sale of goods. Sales are recognized net of trade discounts, rebates and Goods and Service Tax.

Revenue from rendering of services is recognised when the performance of agreed contractual task has been completed. Interest income is recognized on accrual basis on balance outstanding as at end of financial year.

(e) Depreciation & amortisation

Depreciation on Property, Plant and Equipment is provided to the extent of depreciable amount on written down value method. Depreciation is provided based on useful life of the assets as prescribed in Schedule II to the Companies Act 2013. which are as follows:

Asset Head	Useful life
Building	30 Years
Plant & Machinery	15 Years
Vehicles	8 Years
Furniture & Fixtures	10 Years
Computers	3 Years
Electrical Equipments	10 Years
Office Equipments	5 Years
Intangibles	5 Years

The residual value and the useful life of an asset is reviewed at each financial year end.

(f) Property, Plant & Equipment

Items of Property, plant and equipment are measured at its cost less any accumulated depreciation and any accumulated impairment losses. Cost comprises its purchase price including import duties and non-refundable purchase taxes after deducting trade discounts and rebates and any cost directly attributable to bringing the assets to its working condition for its intended use.

Subsequent expenditures related to an item of Tangible asset are added to its book value only if they increase the future benefits from the existing asset beyond its previously assessed standards of performance. Items of property, plant and equipment retired from active use and held for disposal is stated at the lower of their carrying amount and net realisable value. Any write-down in this regard is recognised immediately in the statement of profit and loss.

(g) Intangible Assets

An intangible asset is recognised only when it is probable that the future economic benefits that are attributable to the asset will flow to the enterprise and the cost of the asset can be measured reliably. Subsequent expenditure on an intangible asset after its purchase or its completion recognised as an intangible asset it is probable that the expenditure will enable the asset to generate future economic benefits in excess of its originally assessed standard of performance and the expenditure can be measured and attributed to the asset reliably.

Intangible assets are carried at cost less accumulated amortization and accumulated impairment losses, if any. An intangible asset is derecognised (eliminated from the balance sheet) on disposal or when no future economic benefits are expected from its use and subsequent disposal. The depreciable amount of an intangible asset is allocated on a systematic basis over the best estimate of its useful life. The company has capitalized all costs relating to acquisition and installation of intangible fixed assets.

(h) Cash flow statement

Cash flows are reported using the indirect method, whereby profit / (loss) before extraordinary items and tax is adjusted for the effects of transactions of non-cash nature and any deferrals or accruals of past or future cash receipts or payments. Cash flow statement classifies cash flows during the period from operating, investing and financing activities of the Company.

Notes to the Consolidated Financial Statements

for the year ended 31 March 2025 (Contd.)

(i) Cash and Cash equivalent

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

(j) Foreign currency transactions

Foreign Currency Transactions related to purchase and sales are recorded at the exchange rates prevailing under Customs Act on the date of the transactions. Gains and losses arising out of subsequent fluctuations are accounted for on actual payments or realisations as the case may be. Monetary assets and liabilities denominated in foreign currency as on Balance Sheet date are translated into functional currency at the exchange rates prevailing on that date and Exchange differences arising out of such conversion are recognised in the Statement of Profit and Loss. Other foreign currency transactions are recorded at prevailing RBI rates.

(k) Investment

Investments are classified as long term investments and current investments. The carrying amount for current investments is the lower of cost and fair value. For current investments, any reduction to fair value and any reversals of such reductions are included in the profit and loss statement. Long-term investments are usually carried at cost. Any decline, other than temporary, in the value of a long term investment, the carrying amount is reduced to recognise the decline. On disposal of an investment, the difference between the carrying amount and the disposal proceeds, net of expenses, is recognised in the profit and loss statement.

(l) Employee benefits

(i) **Short-term employee benefits:** Short-term employee benefits are recognized as an expense at the undiscounted amount in the profit and loss account of the year in which the related service is rendered.

(ii) Defined Benefit Plans:

Gratuity and Leave encashment are defined benefit

plan payable at the end of the employment and is provided for on the basis of actuarial valuation at each year-end using the projected unit credit method. Actuarial gain and loss for defined benefit plan is recognized in full in the period in which it occur in the statement of profit and loss.

(iii) Defined Contribution Plans:

Defined contribution plans are those plans in which the company pays fixed contribution into separate entities and will have no legal or constructive obligation to pay further amounts. Provident Fund and Employee State Insurance are Defined Contribution Plans in which company pays a fixed contribution and will have no further obligation beyond the monthly contributions and are recognised as an expenses in Statement of Profit & Loss.

(m) Borrowing cost

Borrowing costs include interest, amortisation of ancillary costs incurred and exchange differences arising from foreign currency borrowings to the extent they are regarded as an adjustment to the interest cost. Costs in connection with the borrowing of funds to the extent not directly related to the acquisition of qualifying assets are charged to the Statement of Profit and Loss over the tenure of the loan. Borrowing costs, allocated to and utilised for qualifying assets, pertaining to the period from commencement of activities relating to construction / development of the qualifying asset upto the date of capitalisation of such asset is added to the cost of the assets. Capitalisation of borrowing costs is suspended and charged to the Statement of Profit and Loss during extended periods when active development activity on the qualifying assets is interrupted.

(n) Segment Reporting

A business segment is a distinguishable component of an enterprise that is engaged in providing an individual product or service or a group of related products or services and that is subject to risks and returns that are different from those of other business segments.

Notes to the Consolidated Financial Statements

for the year ended 31 March 2025 (Contd.)

Internal organisation and management structure of an enterprise and its system of internal financial reporting to the board of directors and the chief executive officer should normally be the basis for identifying the predominant source and nature of risks and differing rates of return facing the enterprise and, therefore, for determining which reporting format is primary and which is secondary.

Reportable Segments

A business segment or geographical segment should be identified as a reportable segment if

- a. its revenue from sales to external customers and from transactions with other segments is 10 per cent or more of the total revenue, external and internal, of all segments; or
- b. its segment result, whether profit or loss, is 10 per cent or more of :
 - i. the combined result of all segments in profit,
 - ii. the combined result of all segments in loss,
 - iii. its segment assets are 10 per cent or more of the total assets of all segments.

(o) Earning per share

Basic Earning Per Share is calculated by dividing the net profit or loss for the period attributable to equity shareholders by weighted average number of equity shares outstanding during the period. For the purpose of calculating diluted earnings per share, net profit after tax during the year and the weighted average number of shares outstanding during the year are adjusted for the effect of all dilutive potential equity shares.

(p) Accounting for taxes on income

Tax expense comprises current and deferred tax. Current income-tax is measured at the amount expected to be paid to the tax authorities in accordance with the Income-tax Act,1961. Deferred income taxes reflect the impact of timing differences between taxable income and accounting income originating during the current year and reversal of timing differences for the earlier years. Deferred tax liabilities are recognized for all taxable timing differences. Deferred tax assets are recognized for deductible timing differences only to the extent that there is reasonable certainty that sufficient future taxable income will be available against which

such deferred tax assets can be realized. In situations where the Company has unabsorbed depreciation or carry forward tax losses, all deferred tax assets are recognized only if there is virtual certainty supported by convincing evidence that they can be realized against future taxable profits. The carrying amount of deferred tax assets are reviewed at each balance sheet date. The Company writes-down the carrying amount of a deferred tax asset to the extent that it is no longer reasonably certain or virtually certain, as the case may be, that sufficient future taxable income will be available against which deferred tax asset can be realized. Any such write-down is reversed to the extent that it becomes reasonably certain or virtually certain, as the case may be, that sufficient future taxable income will be available.

(q) Impairment of Assets

An asset is treated as impaired when the carrying cost of asset exceeds its recoverable value. An impairment loss is charged to the Profit and Loss Account in the year in which an asset is identified as impaired. The impairment loss recognised in prior accounting period is reversed if there has been a change in the estimate of recoverable amount.

(r) Provisions and contingencies

A provision is recognized when the Company has 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 not discounted to their present value and are determined based on the best estimate required to settle the obligation at the reporting date. These estimates are reviewed at each reporting date and adjusted to reflect the current best estimates.

(s) Basis of Consolidation

'This consolidated financial statement includes the financial statements of the parent company and its subsidy joint ventures and associates collectively referred to as the "Group". The preparation of these statements adheres to the principles and procedures of consolidation as outlined below:

Notes to the Consolidated Financial Statements

for the year ended 31 March 2025 (Contd.)

General Information

The consolidated financial statements comprise the financial statements of Quicktouch Technologies Limited and the following subsidiaries companies as at 31st March 2025.

The consolidated financial statements comprise the financial statements of Quicktouch Technologies Limited and the following subsidiaries companies as at 31st March 2025

Sr. No.	Name of Subsidiary	Country of Incorporation	Proportion of Ownership Interest (%)	Proportion of Voting Power (%)
1	Qtouch Business Solutions Private Limited	India	100 %	100 %
2	Tronix IT Solutions Private Limited	India	100 %	100 %
3	Techquench Private Limited	India	100 %	100 %
4	Vidyahub Private Limited	India	100 %	100 %
5	Earth Leasing & Finance Private Limited	India	100 %	100 %

Subsidiaries:

- * Subsidiaries are entities controlled by the parent company, control exist when the parent company has the power to govern the financial and operating policies of an entity to obtain benefit from its activities.
- * The financial statements of subsidiaries are included in the consolidated financial statements from the date control commences until the date of control ceases.
- * Intra-group balances, transactions, income, and expenses are eliminated in full.

Uniform Accounting Policies:

- * The financial statements of the parent company and its subsidiaries, associates and joint ventures have been prepared using uniform accounting policies for similar transactions and the other events in similar circumstances.

Non Controlling Interest:

- * The losses applicable to the non-controlling interest in a subsidiary are attributed to the non-controlling interest even if this results in a deficit balance.
- * Non-controlling interest in the net assets of subsidiaries are identified separately from the Group's equity. Non-controlling interests consists of the amount of those interest at the date of the original business combination and the non-controlling share of changes in equity since the date of the combination.

Goodwill:

- * Goodwill arising on acquisition represents the excess of the cost of the acquisition over the Group's interest in the net-fair value of the identifiable assets, liabilities and contingent liabilities of the acquired entity.
- * Goodwill is tested for impairment annually and is carried at cost and less accumulated impairment losses.
- * Goodwill as on 31st March 2025 attributable to

1	Qtouch Business Solutions Private Limited	₹ 0.04 Lacs
2	Techquench Private Limited	₹ 290.57 Lacs
3	Vidyahub Private Limited	₹ 1,210.98 Lacs
4	Earth Leasing and Finance Private Limited	₹ 30.90 Lacs
Total		₹ 1,532.49 Lacs



Notes to the Consolidated Financial Statements

for the year ended 31 March 2025 (Contd.)

Changes in Ownership Interests:

The consolidated financial statements comprise the financial statements of Quicktouch Technologies Limited and the following subsidiaries companies as at 31st March 2025.

* Changes in the Group's ownership interest in subsidiaries that do not result in a loss of control are accounted for as equity transactions. The carrying amount of the Group's interests and the non controlling interests are adjusted to reflect the changes in their relative interest in the subsidiaries.

* Any difference between the amount by which the non-controlling interests are adjusted and the fair value of the consideration paid or received is recognised directly in equity and attributed to the owners of the parent company.

- * During the year, the company has
- 1. acquired 100% equity shares of Techquench Private Limited w.ef. 5th December 2024.
 - 2. acquired 100% equity shares of Vidyahub Private Limited w.ef. 5th December 2024.
 - 3. acquired 100% equity shares of Earth Leasing & Finance Private Limited w.ef. 18th March 2025 (transfer of shares are subject to the approval of RBI), However the agreement to purchase has been executed.

Loss of control:

* Upon the loss of control of a subsidiary, the Group derecognises the assets and liabilities of the subsidiary, any non controlling interests, and other components of equity related to the subsidiary. Any resultant gain a loss is recognised in profit of loss.

* No Subsidiaries were disposed off during the year.

Notes to the Consolidated Financial Statements

for the year ended 31 March 2025 (Contd.)

NOTE : 3 SHARE CAPITAL

(Amount in 'Lakh')

Particulars	As at March 31st, 2025	As at March 31st, 2024
a) Authorized Share Capital		
5,00,00,000 Equity Shares (Previous year 80,00,000) of ₹10/- each	5000.00	800.00
b) Issued, Subscribed Share Capital		
118,15,996 Equity Shares (Previous 57,80,000) of ₹10/- each	1181.60	578.00
c) Paid Up Share Capital		
118,15,996 Equity Shares (Previous 57,80,000) of ₹10/- each	1181.60	578.00
Total	1181.60	578.00

d) List of Shareholders holding more than 5% shares

Name	No. of Shares	%age Holding	No. of Shares	%age Holding
1. Mr. Gaurav Jindal	17,60,000	14.90%	7,60,000	13.15%
2. Mr. Ram Gopal Jindal	16,07,500	13.60%	17,10,000	29.58%
3. Mrs. Madhu	7,98,000	6.75%	7,98,000	13.81%
4. BIR Foods & Restaurant Pvt. Ltd.	10,00,000	8.46%	-	-

(Equity shares of ₹10/- each fully paid up)

e) Reconciliation of the shares outstanding at the beginning and at the end of the year

Equity shares	No. of Shares	No. of Shares
At the beginning of the year /period	57,80,000.00	42,50,000.00
Equity Shares issued on Intial Public Offer***	-	15,30,000.00
Equity Shares issued by way of preferential Issue of Shares*	31,72,200.00	-
Equity Shares issued by way of Warrant Conversion Issue of Shares **	28,63,796.00	-
Outstanding at the end of the year/period	1,18,15,996.00	57,80,000.00

(Equity shares of ₹10/- each fully paid up)

During the year

* During the year, the Company has issued 31,72,200 equity shares of face value ₹10 each on 24th September 2024 to the Promoter and Non-Promoter Group by way of preferential allotment. The shares were issued at a price of ₹144 per share, which includes a premium of ₹134 per share. The total amount raised through the issue aggregates to ₹4567.97 lakhs, comprising ₹317.22 lakhs towards equity share capital and ₹4250.75 lakhs towards securities premium.

** During the year, the Company has issued 28,63,796 equity shares of face value ₹10 each pursuant to the conversion of share warrants into equity shares. The shares were allotted at a price of ₹196.17 per share, which includes a premium of ₹186.17 per share. On such conversion, the Company received the balance 75% of the issue price, aggregating to ₹4213.43 lakhs. The total amount received on conversion has been appropriately accounted for under equity share capital and securities premium.

Notes to the Consolidated Financial Statements

for the year ended 31 March 2025 (Contd.)

Previous year

*** During the year the Company came up with the public issue of 15,30,000 Equity shares of Face value of ₹10/- each equity shares through Fixed Price Method, IPO was open for subscription from April 18, 2023 to April 21, 2023. The Company has allotted 15,30,000 Equity shares of Face value of ₹10/- each equity shares for cash at a price of ₹61/- per Equity Share (including a share premium of ₹51/- per Equity Share) aggregating to ₹933.30 Lakhs on April 28, 2023. The equity shares of the Company got listed with Emerge platform of National Stock Exchange of India Limited on May 02, 2023. The issue was made in accordance with SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended.

h) Shares held by promoters at the end of the year

Name	No. of Shares	%age Holding	% Change during the year
1. Mr. Gaurav Jindal	17,60,000.00	14.90%	1.75%
2. Mrs. Madhu	7,98,000.00	6.75%	-7.05%

NOTE : 4 RESERVES AND SURPLUS

(Amount in 'Lakh')

Securities Premium Reserves	As at March 31st, 2025	As at March 31st, 2024
Opening Balance	1,005.30	225.00
Add: During the year	9,582.28	780.30
Balance as at end of the Period (A)	10,587.58	1,005.30
Surplus		
Surplus at the beginning of the period	1,323.49	650.49
Less: Bonus shares issued to the shareholders	-	-
Less: Previous Year Taxes	-	-
Add: Profit during the period	567.60	673.00
Balance as at end of the Period (B)	1,891.09	1,323.48
Capital Reserve on Consolidation (C)	1.09	1.09
Total (A+B+C)	12,479.75	2,329.87

NOTE : 5 MONEY RECEIVED AGAINST SHARE WARRANTS

(Amount in 'Lakh')

Particulars	As at March 31st, 2025	As at March 31st, 2024
a) Share Warrant Application	3,990.20	5,394.68
Total	3,990.20	5,394.68

During the Year

During the year, the Company has converted 28,63,796 share warrants into equity shares of face value ₹10 each, at a price of ₹196.17 per share, which includes a premium of ₹186.17 per share. The balance 75% of the consideration in respect of these warrants has been received in cash by the Company at the time of conversion.

As on the balance sheet date, 81,36,204 share warrants remain outstanding, in respect of which the option for conversion into equity shares has not yet been exercised by the allottees. Consequently, the balance 75% of the consideration for these warrants is yet to be received.

Notes to the Consolidated Financial Statements

for the year ended 31 March 2025 (Contd.)

Previous Year

During the year, the Company has issued and allotted 1,10,00,000 warrants, each convertible into one equity share of face value ₹10, on a preferential allotment basis to the Promoter/Promoter Group and certain identified Non-Promoter persons/entities, at an issue price of ₹196.17 per warrant (including premium).

The Company has received 25% of the issue price, i.e. ₹49.04 per warrant, aggregating to ₹5,39,44,000 as warrant subscription money. The balance 75% of the issue price, i.e. ₹147.13 per warrant, shall be payable by the respective allottees within 18 months from the date of allotment at the time of exercising the option to convert the warrants into fully paid-up equity shares.

As of the balance sheet date, the allottees have not exercised their option for conversion, and accordingly, the balance 75% of the issue price towards such warrants is yet to be received.

NOTE : 6 LONG - TERM BORROWINGS

(Amount in 'Lakh')

Term-Loan Secured	As at March 31st, 2025	As at March 31st, 2024
<i>From Bank</i>		
HDFC Bank Limited	188.76	162.66
Axis Bank Limited	96.33	135.46
Total	285.09	298.12

Secured Loan from Bank

- HDFC Bank Limited (Outstanding Amount- ₹107.18 Lakhs) Secured against Includes hypothecation against motor car. The loan is repayable in 60 equal monthly installment of ₹2,60,423/- each. The remaining maturity period is 50 Months from Balance sheet Date. Rate of Interest is 9.50% p.a.
- HDFC Bank Limited (Outstanding Amount- ₹132.08 Lakhs) Secured against Includes hypothecation against motor car. The loan is repayable in 60 equal monthly installment of ₹3,31,829/- each. The remaining maturity period is 48 Months from Balance sheet Date. Rate of Interest is 9.50% p.a.
- Axis Bank Limited (Outstanding Amount- ₹56.58 Lakhs) Secured against Includes hypothecation against motor car. The loan is repayable in 60 equal monthly installment of ₹2,07,584/- each. The remaining maturity period is 31 Months from Balance sheet Date. Rate of Interest is 9% p.a.
- Axis Bank Limited (Outstanding Amount- ₹78.88 Lakhs) Secured against Includes hypothecation against motor car. The loan is repayable in 60 equal monthly installment of ₹2,10,997/- each. The remaining maturity period is 45 Months from Balance sheet Date. Rate of Interest is 9.70% p.a.

NOTE : 7 LONG - TERM PROVISIONS

(Amount in 'Lakh')

Particulars	As at March 31st, 2025	As at March 31st, 2024
Provision for Employees Benefit	17.80	10.23
Total	17.80	10.23

Notes to the Consolidated Financial Statements

for the year ended 31 March 2025 (Contd.)

NOTE : 8 SHORT - TERM BORROWINGS

	(Amount in 'Lakh')	
Current maturities of Long term borrowings	As at March 31st, 2025	As at March 31st, 2024
<i>Secured (From Bank)</i>		
HDFC Bank Limited	50.50	36.20
Axis Bank Limited	39.13	35.66
<i>Unsecured Loan</i>		
Indian Overseas Bank	547.30	522.29
Axis Bank Ltd	123.50	124.09
Secure Loan CC Account	383.17	-
Total (A)	1,143.60	718.23
<i>Loan & Advance from related party</i>		
Unsecured Loan	287.20	1,273.05
Total (B)	287.20	1,273.05
Grand Total (A+B)	1,430.79	1,991.28

Secured Loan from Bank

- HDFC Bank Limited (Outstanding Amount-₹107.18 Lakhs) Secured against Includes hypothecation against motor car. The loan is repayble in 60 equal monthly installment of ₹2,60,423/- each. The remaining maturity period is 50 Months from Balance sheet Date. Rate of Interest is 9.50% p.a.
- HDFC Bank Limited (Outstanding Amount-₹132.08 Lakhs) Secured against Includes hypothecation against motor car. The loan is repayble in 60 equal monthly installment of ₹3,31,829/- each. The remaining maturity period is 48 Months from Balance sheet Date. Rate of Interest is 9.50% p.a.
- Axis Bank Limited (Outstanding Amount-₹56.58 Lakhs) Secured against Includes hypothecation against motor car. The loan is repayble in 60 equal monthly installment of ₹2,07,584/- each. The remaining maturity period is 31 Months from Balance sheet Date. Rate of Interest is 9% p.a.
- Axis Bank Limited (Outstanding Amount-₹78.88 Lakhs) Secured against Includes hypothecation against motor car. The loan is repayble in 60 equal monthly installment of ₹2,10,997/- each. The remaining maturity period is 45 Months from Balance sheet Date. Rate of Interest is 9.70% p.a.
- Overdraft Facility Secured from Indian Overseas Bank Limited-No. Which is hypothecated against Book Debts, Residential Immovable property suited at QD-4, Pitampura, Delhi-110034 owned by Directors and Personal guarantee of Directors and Family members. The Loan is carrying at the Interest Rate of 11.10% p.a.
- Fixed Deposit overdraft Facility Secured from Axis Bank. Which is Lein/Pledged against Fixed Deposit amounting to ₹1.33 cr. The Loan is carrying at the Interest Rate of 8.60% p.a.
- Bill Discounting backed by Inland Letter of Credit Facility Secured from Axis Bank. Which is Inland Bills with title to the goods duly endorsed in favour of the Bank and mentioning the L/C number and date. The Loan is carrying at the Interest Rate of 8.77% p.a.

Notes to the Consolidated Financial Statements

for the year ended 31 March 2025 (Contd.)

NOTE : 9 TRADE PAYABLES

	(Amount in 'Lakh')	
Particulars	As at March 31st, 2025	As at March 31st, 2024
Total outstanding dues to Micro Enterprises and small enterprises	59.69	303.04
Total outstanding dues to Creditors other than Micro enterprises and small enterprises	155.85	385.22
Total	215.54	688.26

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

Particulars	As at March 31st, 2025	As at March 31st, 2024
The principal amount and the interest due thereon (to be shown separately) remaining unpaid to any supplier as at the end of each accounting year.	59.69	303.04
The amount of interest paid by the buyer in terms of Section 16 of MSMED Act, 2006 along with the amounts of the payment made to the supplier beyond the appointed day during each accounting year.	-	-
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 this Act.	-	-
The amount of interest accrued and remaining unpaid at the end of each accounting year; and	1.24	0.37
The amount of further interest payable due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise, for the purpose of disallowance as a deductible expenditure under section 23 of MSMED Act, 2006.	-	-

The information has been given in respect of such vendors to the extent they could be identified as "Micro and Small Enterprises" enterprises on the basis of information available with the Company.

Ageing of Trade Payables:

Trades Payables Continues: As at 31.03.2025				(Amount in 'Lakh')
Particulars	MSME	Others	Disputed dues- MSME	Disputed dues- Others
Less than 1 year	59.69	155.85	-	-
1-2 Years	-	-	-	-
2-3 Years	-	-	-	-
More than 3 Years	-	-	-	-
Total	59.69	155.85	-	-

Notes to the Consolidated Financial Statements

for the year ended 31 March 2025 (Contd.)

NOTE : 9 TRADE PAYABLES

Trades Payables Continues: As at 31.03.2024

(Amount in 'Lakh')

Particulars	MSME	Others	Disputed dues-MSME	Disputed dues-Others
Less than 1 year	303.04	385.22	-	-
1-2 Years	-	-	-	-
2-3 Years	-	-	-	-
More than 3 Years	-	-	-	-
Total	303.04	385.22	-	-

NOTE : 10 OTHER CURRENT LIABILITIES

(Amount in 'Lakh')

Particular	As at March 31st, 2025	As at March 31st, 2024
Other Payables		
Sundry Expenses Payable	160.41	142.74
Consultancy Payable	20.79	-
Audit fee payable	5.58	-
Accounting Charges Payable	0.75	-
Credit Card Payable	3.74	-
Rent Payable	2.08	-
Salaries Payable	117.34	-
PF Payable	1.95	-
ESIC Payable	0.03	-
Director Remuneration Payable	8.15	-
Statutory Dues Payable	56.01	46.99
Bonus Payable	4.59	3.44
Interest Payable on MSME Trade Payables	1.24	0.37
Interest on Loan payable	13.59	-
Leave Encashment Payable	3.28	-
Other Current Liabilities	40.90	-
Advance from Customers	1.81	-
Total	281.83	193.54

NOTE : 11 SHORT TERM PROVISIONS

(Amount in 'Lakh')

Particular	As at March 31st, 2025	As at March 31st, 2024
Provision for Income Tax	216.70	217.54
Less: Tax Deducted/Collected at Source	-	(51.67)
Sub-Total	216.70	165.87
Provision against Standard Assets, Sub-standard and Loss Assets	22.89	-
Provision for employee benefit	1.16	0.64
Total	240.75	166.51

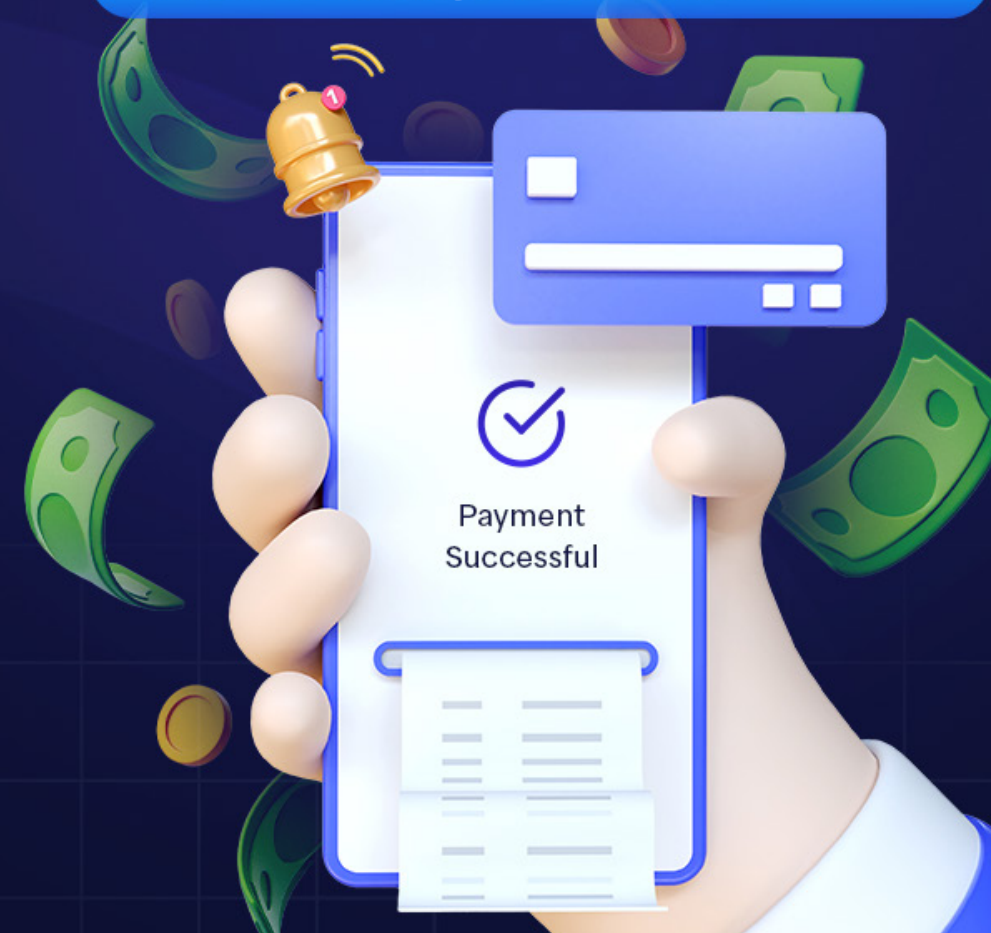


AUTOMATED FEE COLLECTION

Say Goodbye to Manual Fee Tracking

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Less Admin, More Automation



Notes to the Consolidated Financial Statements

for the year ended 31 March 2025 (Contd.)

NOTE : 12 Property, Plant and Equipment and Intangible Assets

(Amount in 'Lakh')

Gross Block				
Particulars	Balance as at 1st April 2024	Additions	Sale/ Disposals	Balance as at 31 March 2025
(i) Property, Plant and Equipment				
Computer and Data Processing Units	32.40	6.42	-	38.82
Motor Vehicles	545.41	136.49	-	681.90
Furniture and Fixtures	88.07	-	-	88.07
Electrical Installations and Equipment	81.38	-	-	81.38
Office Equipment	73.61	13.06	-	86.67
Total (i)	820.87	155.97	-	976.84
(ii) Intangible Assets				
Softwares/Brands/Right to use	870.17	1,332.38	-	1,582.64
Total (ii)	870.17	1,332.38	-	1,582.64
Current Year Figures Total (i+ii)	1,691.03	1,488.35	-	2,559.48
Previous Year Figures	1,321.81	369.28		1,691.09

NOTE : 12 (iii) Intangible assets under Development

(a) For Intangible assets under development, following ageing schedule shall be given:-

Intangible assets under developemnt ageing Schedule as at 31.03.2025

(Amount in 'Lakh')

Intangible assets under development	Amount in CWIP for a period of - Less than 1 year	1-2 years	2-3 years	More than 3 years	Total Amount
Proects in progress	74.65		-	-	74.65
Software	23.60	67.41	-	-	91.01

Note:-

- The Company is in the process of developing a mobile software application designed specifically for facilitating the application of new loans by customers. This initiative is part of the Company's strategic plan to enhance customer engagement, improve operational efficiency, and expand its digital footprint in the financial services sector. As of the balance sheet date, the software is in the development stage, with costs being capitalized under intangible assets. These costs include salaries, software tools, legal and professional expenses and testing expenses. The project is expected to be completed and launched in the coming years, offering significant future economic benefits and enhancing our market position in the financial technology sector.
- The company has taken a project for providing the service of survey and marketing of solar project. This project is currently under process.

Notes to the Consolidated Financial Statements

for the year ended 31 March 2025 (Contd.)

NOTE : 12 Property, Plant and Equipment and Intangible Assets

(Amount in 'Lakh')

Accumulated Depreciation			Net Block		
Balance as at 1st April 2024	Depreciation/ Amortisation	Sale/Adj.	Balance as at 31st March 25	Balance as at 31 March 25	Balance as at 31 March 2024
29.27	4.88	-	34.15	4.67	3.12
142.74	165.81	-	308.55	373.35	402.67
50.33	9.77	-	60.10	27.97	37.74
72.15	2.39	-	74.54	6.85	9.24
31.25	21.93	-	53.17	33.50	42.37
325.74	204.78	-	530.51	446.33	495.14
565.65	265.88	463.90	367.63	1,215.00	304.52
565.65	265.88	463.90	367.63	1,215.00	304.52
891.39	470.65	463.90	898.14	1,661.33	799.66
586.29	305.10	-	891.39	-	799.70

NOTE : 12 (iii) Intangible assets under Development

(a) For Intangible assets under development, following ageing schedule shall be given:-

Intangible assets under developemnt ageing Schedule as at 31.03.2024

(Amount in 'Lakh')

Intangible assets under development	Amount in CWIP for a period of - Less than 1 year	1-2 years	2-3 years	More than 3 years	Total Amount
Proects in progress	103.35	25.00	-	-	128.35

PERSONALIZED
PAYMENT
EXPERIENCES:

Tailoring Payment Options to
Customer Preferences



Notes to the Consolidated Financial Statements

for the year ended 31 March 2025 (Contd.)

NOTE : 13 NON CURRENT INVESTMENTS

Investment in Equity Instruments

(All the investments are fully paid, unless otherwise stated)

Investment in Subsidiaries (Unquoted)(refer note below)

(Amount in 'Lakh')

S.No.	Particular	As at March 31st, 2025	As at March 31st, 2024
1	Akshar Fee Management Solutions Private Limited	190.00	-
	1,603 equity shares with face value Rs. 10 each		
2	Srikaya Foundation	1,000.34	-
	8,670 equity shares with face value Rs. 10 each		
3	Pinnacle Exim IT Solutions LLC		
	Goodwill	7,337.50	-
	Net Assets	(285.61)	-
	Add: Share of profit	97.38	-
	144 equity shares with face value AED 1000 each		
	Total	8,339.61	-

Sr. No	Name of the Investee Company	Type of Investment	No of Shares Held	% Holding	Relation
1	Qtouch Business Solutions Private Limited (FV of ₹10/- each)	Equity	78,100	100.00	Wholly-owned Subsidiary
2	Tronix IT Solutions Private Limited (FV of ₹10/- each)	Equity	4,85,000	100.00	Wholly-owned Subsidiary
3	Techquench Private Limited (FV of ₹10/- each)	Equity	10,000	100.00	Wholly-owned Subsidiary
4	Vidyahub Private Limited (FV of ₹10/- each)	Equity	10,000	100.00	Wholly-owned Subsidiary
5	Earth Leasing & Finance Private Limited (FV of ₹10/- each)	Equity	20,00,000	100.00	Wholly-owned Subsidiary
	(FV of ₹10/- each)	Compulsory Convertible Preference Shares	6,00,000	100.00	
6	Akshar Fee Management Solutions Private Limited (FV of ₹10/- each)	Equity	1,603	3.79	
7	Srikaya Foundation (FV of ₹10/- each)	Equity	8,670	14.78	
8	Pinnacle Exim IT Solutions LLC Face value: AED 1000 each	Equity	144	48.00	Associate Company

Notes to the Consolidated Financial Statements

for the year ended 31 March 2025 (Contd.)

(Amount in 'Lakh')

S.No.	Aggregate value of quoted and unquoted investments is as follows:	As at March 31st, 2025	As at March 31st, 2024
1	Aggregate value of quoted investments	-	-
2	Aggregate value of unquoted investments (net of impairment)	8,339.61	82.33
3	Aggregate market value of quoted investments	-	-
4	Aggregate value of impairment of investments	-	-

Note:

Current Year

- During the year, the Company has further invested in its wholly owned subsidiary, Qtouch Business Solutions Private Limited, by subscribing to 68,100 equity shares of face value ₹10 each at a price of ₹1,984.25 per share (including a premium of ₹1,974.25 per share). The total investment amounts to ₹13.51 crores and was made through an increase in the subsidiary's share capital, thereby strengthening the subsidiary's capital base and supporting its business expansion initiatives.
- During the year, the Company has acquired 100% of the equity shares of Techquench Private Limited by purchasing 10,000 equity shares of face value ₹10 each at a price of ₹3,000 per share. The total consideration for the acquisition amounted to ₹3.00 crores. Pursuant to this acquisition, Techquench Private Limited has become a wholly owned subsidiary of the Company.
- During the year, the Company acquired 100% of the equity shares of Vidyahub Private Limited by purchasing 10,000 equity shares at a price of ₹12,000 per share. The total consideration for the acquisition amounted to ₹12 crores. As a result, Vidyahub Private Limited has become a wholly owned subsidiary of the Company.
- During the year, the Company acquired 100% of the equity shares and 100% of the compulsorily convertible preference shares (CCPS) of Earth Leasing & Finance Private Limited, comprising 20,00,000 equity shares at a price of ₹13 per share and 6,00,000 CCPS at ₹46 per share. Consequently,

Earth Leasing & Finance Private Limited has become a wholly owned subsidiary of the Company. Though the transfer of shares is subject to approval by the Reserve Bank of India (RBI), the Company obtained control over the subsidiary upon execution of the share purchase agreement, and accordingly, consolidation has been accounted for from that date.

- The Company has invested in 3.79% of the equity shares of Akshar Fee Management Solutions Private Limited. As a result, Akshar Fee Management Solutions Private Limited does not qualify as a subsidiary or an associate of the Company.
- The Company has invested in 14.78% of the equity shares of Srikaya Foundation. Consequently, Srikaya Foundation does not qualify as a subsidiary or an associate of the Company.
- During the year, the Company acquired 48% of the equity shares of Pinnacle Exim IT Solution LLC, amounting to 144 shares at a price of USD 57,737.92 per share. As a result of this investment, Pinnacle Exim IT Solution LLC has become an associate of the Company.

The Company has strategically acquired equity shares in several companies during the year with a long-term vision to enhance shareholder value and strengthen its position in key sectors. These investments are in line with the Company's broader objective of expanding its business portfolio, leveraging synergies, and fostering sustainable growth.

Notes to the Consolidated Financial Statements

for the year ended 31 March 2025 (Contd.)

By investing in entities with strong fundamentals and growth potential, the Company aims to create a robust and diversified business ecosystem. These investments are expected to contribute positively to the consolidated performance and enable the Company to capitalize on emerging opportunities in domestic and global markets.

Previous Year

During the financial year, QuickTouch Technologies Limited acquired 100% of the equity shares of Qtouch Business Solutions Private Limited(Qtouch) and Tronix IT Solutions Private Limited(Tronix). As a result of this acquisition, Qtouch & Tronix has become a wholly-owned subsidiary of QuickTouch Technologies Limited. This strategic investment is expected to enhance our business capabilities and expand our market presence. The investment has been recorded at cost in the financial statements, reflecting our commitment to strengthening and diversifying our business portfolio.

NOTE : 14 DEFERRED TAX ASSETS (NET)

(Amount in 'Lakh')		
Particular	As at March 31st, 2025	As at March 31st, 2024
Deferred Tax Assets		
Impact of Tax on expenditure charged to the statement of profit and loss in the current year but allowed in future tax purpose on payment basis	-	2.73
Impact of differences in depreciation in block of tangible and intangible assets as per tax books and financial books	59.18	54.74
Total	59.18	57.47

NOTE : 15 LONG TERM LOANS AND ADVANCES

(Amount in 'Lakh')		
Particular	As at March 31st, 2025	As at March 31st, 2024
Capital Advance (Refer below note)	45.00	45.00
Total	45.00	45.00

Note: The Company has paid a capital advance for the acquisition of office space. However, the possession and sale deed for this property are still pending. The project has experienced significant delays due to ongoing litigation involving the developer, who is currently undergoing the Corporate Insolvency Resolution Process (CIRP). The company is closely monitoring the situation and is in regular contact with the relevant authorities to expedite the resolution. The capital advance is recorded as a long term advance in the financial statements, pending the finalization of the sale deed and possession of the property.

NOTE : 16 OTHER NON CURRENT ASSETS

(Amount in 'Lakh')		
Particular	As at March 31st, 2025	As at March 31st, 2024
Bank Deposit with Axis Bank having maturity more than 12 months	133.43	125.00
Branch Incorporation Expenses (Refer below note)	11.29	42.12
Total	144.72	167.12

Notes to the Consolidated Financial Statements

for the year ended 31 March 2025 (Contd.)

Pledge of Fixed Deposit

As of March 31, 2025, the Company has placed a fixed deposit of ₹1.33 crore with Axis Bank. This fixed deposit has been pledged as security for obtaining an overdraft (OD) facility from Axis Bank.

The Company has availed an overdraft facility from Axis Bank, secured against the aforementioned fixed deposit. The overdraft facility is reflected as a current liability under "Short-term Borrowings" on the Balance Sheet. Correspondingly, the pledged fixed deposit is shown under "Other Current Assets."

The Company's use of a fixed deposit to secure an overdraft facility demonstrates prudent financial management by leveraging existing assets to meet operational funding needs while mitigating risk through secured borrowing.

Note:

Current Year

The Company closed its Dubai Internet City branch due to insufficient market response. Meanwhile, the Company has initiated the process of converting the DAFZA branch into a wholly owned subsidiary of QuickTouch Technologies Limited, to better facilitate international growth and operational efficiency.

Previous Year

During the previous financial year, the company incorporated two branches in Dubai to expand its international operations. The first branch is located in Dubai Internet City, and the second branch is situated in the Dubai Airport Freezone Authority (DAFZA). These branches are established to enhance our presence in the global market for educational software and the trading of IT-enabled goods. This expansion is aimed at tapping into new markets, fostering international growth, and diversifying our revenue streams. The incorporation costs and related investments have been capitalized and are reflected in the financial statements.

NOTE : 17 TRADE RECEIVABLES

(Amount in 'Lakh')		
Particular	As at March 31st, 2025	As at March 31st, 2024
Considered good (unsecured)	2,712.16	5,407.06
Doubtful	-	-
Sub-Total	2,712.16	5,407.06
Less: Allowance for doubtful debts	-	-
Total	2,712.16	5,407.06

Trade receivables ageing schedule as at 31.03.2025 as follows:

(Amount in 'Lakh')				
Particulars	"Undisputed Trade receivables – considered good"	"Undisputed Trade Receivables – considered doubtful"	" Disputed Trade Receivables considered good "	"Disputed Trade Receivables considered doubtful"
Less Than 6 months	977.45	-	-	-
6 months to 1 Years	298.01	-	-	-
1-2 Years	1,432.70	-	-	-
2-3 Years	4.01	-	-	-
More than 3 Years	-	-	-	-
Total	2,712.16	-	-	-

Notes to the Consolidated Financial Statements

for the year ended 31 March 2025 (Contd.)

Trade receivables ageing schedule as at 31.03.2024 as follows:

(Amount in 'Lakh')

Particulars	"Undisputed Trade receivables – considered good"	"Undisputed Trade Receivables – considered doubtful"	" Disputed Trade Receivables considered good "	"Disputed Trade Receivables considered doubtful"
Less Than 6 months	5,003.18	-	-	-
6 months to 1 Years	142.41	-	-	-
1-2 Years	253.59	-	-	-
2-3 Years	7.88	-	-	-
More than 3 Years	-	-	-	-
Total	5,407.07	-	-	-

NOTE : 18 CASH AND CASH EQUIVALENTS

(Amount in 'Lakh')

Particular	As at March 31st, 2025	As at March 31st, 2024
Balance with Banks	384.04	2.56
Cheques accepted but not deposited *	302.00	5,422.74
Cheques issued but not deposited *	211.31	-737.03
Cash on Hand	10.87	3.71
Total	485.60	4,691.99

Cheques are subject to clearance*

NOTE : 19 SHORT TERM LOANS AND ADVANCES

(Amount in 'Lakh')

Particular	As at March 31st, 2025	As at March 31st, 2024
Balance with Revenue Authorities		
Tax Deducted at Source	66.87	51.61
Less: Provision of Income Tax	-	-51.61
Income Tax Refund of previous years (F.Y 2022-23)	49.82	46.88
Short term loans given by NBFC	2,066.58	-
To related party - wholly owned subsidiary		
Pinnacle Exim IT Solutions LLC	115.13	-
Other than Related Party		
Suppliers	983.24	148.77
Advances to Employees	-	1.55
Others	15.73	
Total	3,297.37	197.20

Notes to the Consolidated Financial Statements

for the year ended 31 March 2025 (Contd.)

NOTE : 20 OTHER CURRENT ASSETS

(Amount in 'Lakh')

Particular	As at March 31st, 2025	As at March 31st, 2024
Security Deposits (refer Note)	59.76	82.87
MAT Credit	-	0.28
others	1.76	3.06
Income Tax Receivable	3.02	-
Input GST	91.58	-
Total	156.12	86.21

Note:

- The company has paid a security deposit for the leased office space it occupies. This deposit is refundable at the end of the lease term, subject to the terms of the lease agreement.
- A 1% security deposit was paid to the NSE at the time of the Initial Public Offering (IPO). This deposit is held as per regulatory requirements and will be returned upon meeting the stipulated conditions.
- The company has also made EMD (Earnest Money Deposit) payments for various projects currently under consideration. These deposits are classified as current assets and will either be adjusted against future payments if the projects proceed or refunded in case the projects do not materialize.

NOTE : 21 REVENUE FROM OPERATIONS

(Amount in 'Lakh')

Particular	As at March 31st, 2025	As at March 31st, 2024
Sale of Products	6,512.40	9,249.36
Sale of Software & Support Service	2,695.58	2,966.18
Total	9,207.98	12,215.54

NOTE : 22 OTHER INCOME

(Amount in 'Lakh')

Particular	As at March 31st, 2025	As at March 31st, 2024
Amount Written Off	-8.76	11.04
Discount Received	0.52	-
Foreign exchange gains (net)	70.86	64.41
Interest Income	218.01	66.80
Other Income	0.01	-
Total	280.64	142.25

NOTE : 23 PURCHASE OF STOCK IN TRADE

(Amount in 'Lakh')

Particular	As at March 31st, 2025	As at March 31st, 2024
Purchase of Goods	6,845.28	8,911.20
Purchase of Services	192.11	-
Total	7,037.39	8,911.20

Notes to the Consolidated Financial Statements

for the year ended 31 March 2025 (Contd.)

NOTE : 24 CHANGE IN INVENTORY

(Amount in 'Lakh')

Particular	As at March 31st, 2025	As at March 31st, 2024
Opening Stock	-	-
Less: Closing Stock	- 673.52	-
Total	-673.52	-

NOTE : 25 EMPLOYEE BENEFITS EXPENSE

(Amount in 'Lakh')

Particular	As at March 31st, 2025	As at March 31st, 2024
Employee Benefit Expenditure	881.66	452.38
Gratuity	8.10	10.86
Contribution to Provident and Other Funds	12.37	7.28
Staff Welfare Expenses	3.80	1.48
Total	905.93	472.00

NOTE : 26 FINANCE COST

(Amount in 'Lakh')

Particular	As at March 31st, 2025	As at March 31st, 2024
Contribution to Provident and Other Funds	114.41	55.16
Staff Welfare Expenses	9.74	9.98
Total	124.15	65.14

NOTE : 27 DEPRECIATION AND AMORTISATION EXPENSE

(Amount in 'Lakh')

Particular	As at March 31st, 2025	As at March 31st, 2024
Depreciation on Property, Plant and Equipment	214.89	91.12
Amortisation of intangible assets	333.05	213.98
Total	547.95	305.10

NOTE : 28 OTHER EXPENSES

(Amount in 'Lakh')

Particular	As at March 31st, 2025	As at March 31st, 2024
Advertisement Expenses	32.06	3.33
Administrative & Office Expenses	59.65	32.59
Accounting Charges	0.75	-
Bank Charges	2.74	-
Business Promotion	6.67	51.06
Bus Running Expenses	16.88	-
Brokerage & Commission	0.37	1.78
Cab Running Expenses	18.90	-
Conveyance Expenses	0.13	-
CSR Expenses	13.24	8.01
Consulting & Support Services	137.43	-

Notes to the Consolidated Financial Statements

for the year ended 31 March 2025 (Contd.)

NOTE : 28 OTHER EXPENSES

(Amount in 'Lakh')

Particular	As at March 31st, 2025	As at March 31st, 2024
Content Creation Charges	6.75	-
Digital Marketing and Development	0.11	670.33
Electricity Expenses	4.46	5.40
Exchange Fluctuation	0.06	-
Festival & Celebration exp	10.51	11.65
Fuel & Diesel Expenses	10.55	-
GST Expenses	-	-
Hostel Expenses	4.40	-
Marketing Expenses	26.12	-
Telephone & Internet	2.49	1.35
Trade Facilitation Charges	-	191.37
Legal & Professional Expenses	196.87	48.61
National SMS and DLT Charges	0.97	-
Office Expenses	4.30	-
Payment to Auditors *	8.08	4.90
Printing & Stationary	3.97	1.86
Printing OMR Sheet	-	2.11
Provision for Doubtful Debts	-	7.72
Repairs to Machinery	5.92	3.21
Repairs to Buildings	8.38	11.01
Rent	77.31	46.68
Fee & Filing Expenses	9.02	78.78
Software Development Consultancy	35.73	527.26
Server Hosting & Domain Charges	39.09	19.96
Tour & Travelling Expense	22.71	17.52
Interest on GST/IT	27.40	-
Interest on TDS	0.00	-
IT Design & Development	0.53	-
Penalties on Gst	4.00	-
Misc. Expenses	58.41	0.09
Short and Excess	(0.02)	-
Provision against Standard Assets	4.54	-
Provision against Sub-Standard Assets	0.49	-
Provision against Loss Assets	0.18	-
Total	862.15	1,746.58

Payments to the auditor*

Statutory Audit Fees	8.08	3.00
Tax Audit Fees	-	0.65
Fee for Other Services	-	1.15
Total	8.08	4.80



Notes to the Consolidated Financial Statements

for the year ended 31 March 2025 (Contd.)

NOTE : 29 RELATED PARTY DISCLOSURE

As required by Accounting Standard-18, “Related Party Disclosures” issued by the Institute of Chartered Accountants of India, relevant information is provided here below:

A) Enterprises where control exists:

i) Subsidiaries		
Name of the related party	"Principal place of business"	"% of shareholding and voting power"
Qtouch Business Solutions Private Limited	Wholly Owned Subsidiary	100%
Tronix IT Solutions Private Limited	Wholly Owned Subsidiary	100%
Techquench Private Limited	Wholly Owned Subsidiary	100%
Vidyahub Private Limited	Wholly Owned Subsidiary	100%
Earth Leasing & Finance Private Limited	Wholly Owned Subsidiary	100%
Pinnacle Exim IT Solutions LLC	Associate Company	48%

ii) Other related parties with whom transactions have taken place during the year	
a) Key Management Personnel (KMP) and relatives of KMP	
Name of the related parties	Relationship
Mr. Gaurav Jindal, Managing Director	Key Management Personnel
Mrs. Madhu, Non Executive Director	Key Management Personnel
Mr. Ankit Gupta, Chief Financial Officer	Key Management Personnel
Mr. Arjun Sharma, Chief Executive Officer (resigned on 3rd May 2024)	Key Management Personnel
Ms. Kajal Goel, Company Secretary	Key Management Personnel
Mr. Ashish Goyal	Director, Vidyahub Private Limited
Mrs. Savitri Goyal, (resigned from w.e.f. 13th December 2024)	Director, Vidyahub Private Limited
Mr. Shashi Kant Tiwari, (resigned from w.e.f. 15th November 2024)	Director, Vidyahub Private Limited
Mr. Narayanan Vidyadharan Sarat Chandran, (resigned from w.e.f. 15th November 2024)	Director, Vidyahub Private Limited
Mr. Gaurav Jindal, (appointed on 12th December 2024)	Director, Vidyahub Private Limited
Ms. Kajal Goel, (appointed on 12th December 2024)	Director, Vidyahub Private Limited
Mr. Ashish Yadav	Director, Techquench Private Limited
Mr. Ashish Goyal (resigned from w.e.f. 13th December 2024)	Director, Techquench Private Limited
Mrs. Rachna Kapoor	Director, Earth Leasing and Finance Private Limited
Mr. Sunil Kapoor	Director, Earth Leasing and Finance Private Limited
Mr. Ram Gopal Jindal	Relative of KMPs
Mrs. Neha Singhal	Relative of KMPs
Mrs. Pinki Jindal	Relative of KMPs

Notes to the Consolidated Financial Statements

for the year ended 31 March 2025 (Contd.)

b) Non-executive Directors	
Name of the related parties	
Ms. Ayushi Sikka	Non-Executive Independent Director, Quicktouch Technologies Limited
Ms. Divya Kwatra	Non-Executive Independent Director, Quicktouch Technologies Limited
Ms. Madhu	Non Executive Director, Quicktouch Technologies Limited
Mr. Vinod Aggarwal (Appointed -w.e.f Sep 02, 2024)	Additional Independent Director, Quicktouch Technologies Limited
Mr. Arvind Sharma (Appointed - w.e.f August 23, 2024)	Non-Executive Independent Director , Quicktouch Technologies Limited
Mr. Krishnan (Appointed - w.e.f August 23, 2024)	Non-Executive Independent Director , Quicktouch Technologies Limited
Mr. Umakant Upadhyay, Director	Earth Leasing and Finance Private Limited
Mrs. Divya Kwatra, Director	Earth Leasing and Finance Private Limited
Mr. Gaurav Jindal, Director	Tronix IT Solutions Private Limited
Ms. Kajal Goel, Director (appointed on 21st May 2024)	Tronix IT Solutions Private Limited
Mr. Ankit Gupta, Director (appointed on 03rd May 2024)	Tronix IT Solutions Private Limited
Mr. Arjun Sharma, Director (resigned on 3rd May 2024)	Tronix IT Solutions Private Limited
Mr. Gaurav Jindal, Director (appointed on 12th December 2024)	Techquench Private Limited
Ms. Kajal Goel, Director (appointed on 12th December 2024)	Techquench Private Limited
Mr. Gunjan Singh, Director (resigned w.e.f. 01st March 2025)	Qtouch Private Limited
Mr. Gaurav Jindal, Director	Qtouch Private Limited
Ms. Kajal Goel, Director (appointed on 01st March 2025)	Qtouch Private Limited
Mr. Ankit Gupta, Director (appointed on 03rd May 2024)	Qtouch Private Limited

iii) Enterprises controlled by the Key Managerial Personnel or relatives of KMP or both	
Srikaya Foundation	
Standard Capital Markets Limited	



Notes to the Consolidated Financial Statements

for the year ended 31 March 2025 (Contd.)

NOTE : 29 RELATED PARTY DISCLOSURE

(B) Disclosure of transactions between the Company and Related Parties

(Amount in 'Lakh')			
S. No,	Particular	As at March 31st, 2025	As at March 31st, 2024
i.	Director Remuneration Paid		
	Mr. Gaurav Jindal	60.00	54.00
	Mrs. Madhu	-	-
	Mr. Arvind Sharma	3.65	-
	Mr. Krishnan	3.65	-
	Mr. Gunjan Singh	13.50	-
	Mr. Ashish Yadav	5.95	3.00
	Mrs. Rachna Kapoor	4.50	-
	Mr. Ashish Goyal	8.00	-
ii.	Sitting fees Paid		
	Ms. Divya Kwatra	1.14	0.46
	Mrs. Madhu	0.76	0.64
	Ms. Ayushi Sikka	1.14	0.66
	Mr. Vinod Aggarwal	0.70	-
iii.	Remuneration paid to key management personnel		
	Mr. Ankit Gupta	10.20	5.85
	Ms. Kajal Goel	8.64	4.32
	Mr. Arjun Sharma	2.00	2.00
iv.	Loans taken during the year		
	Mr. Gaurav Jindal	25.00	3,566.03
	Standard Capital Markets Limited	-	418.87
v.	Loans repaid during the year		
	Mr. Gaurav Jindal	25.00	2,362.98
	Standard Capital Markets Limited	-	418.87
vi.	Loans given during the year		
	Standard Capital Markets Limited	1,794.08	5,376.94
	Earth Leasing & Finance Private Limited	1,535.01	-
	Techquench Private Limited	12.20	-
	Tronix It Solutions Private Limited	159.50	-
	Vidyahub Private Limited	64.36	-

Notes to the Consolidated Financial Statements

for the year ended 31 March 2025 (Contd.)

(B) Disclosure of transactions between the Company and Related Parties

(Amount in 'Lakh')			
S. No,	Particular	As at March 31st, 2025	As at March 31st, 2024
vii.	Loans received back during the year		
	Standard Capital Markets Limited	1,794.08	5,376.94
viii.	Book Debt Owned		
	Standard Capital Markets Limited	-	476.57
ix.	Interest Income		
	Standard Capital Markets Limited	185.63	58.62
	Earth Leasing & Finance Private Limited	2.19	-
	Techquench Private Limited	0.06	-
	Tronix It Solutions Private Limited	0.71	-
	Vidyahub Private Limited	0.41	-
x.	Sale of Goods and Services		
	Quicktouch to Tronix It Solutions Private Limited	20.00	-
	Quicktouch to Qtouch Business Solutions Private Limited	242.68	-
	Quicktouch to Techquench Private Limited	157.99	-
	By Techquench to Vidyahub	1.20	-
	By Techquench to Qtouch	2.00	-
xi.	Rent Paid		
	Mr. Ram Gopal Jindal	19.45	2.40
	Mr. Gaurav Jindal	20.03	-
xii.	Share Warrant Money Received		
	Mr. Gaurav Jindal(100% Money received)	1,471.28	490.43
	Mr. Ram Gopal Jindal	-	490.43
	Mrs. Madhu	-	490.43
* During the year, the Company has received the balance 75% of the issue price on 10,00,000 share warrants from Mr. Gaurav Jindal, pursuant to the terms of the warrant allotment. These warrants were earlier issued on a preferential basis, and the receipt of the balance amount has been duly accounted for in the financial statements.			
xiii.	Expenditure on corporate social responsibility		
	Srikaya Foundation	13.24	7.90
xiv.	Salaries Paid		
	Mrs. Neha Singhal	4.20	0.70
	Mrs. Pinki Jindal	0.62	-



Notes to the Consolidated Financial Statements

for the year ended 31 March 2025 (Contd.)

NOTE : 29 RELATED PARTY DISCLOSURE

(C) Balances outstanding at the year end

(Amount in 'Lakh')		
S. No,	Particular	
	As at March 31st, 2025	As at March 31st, 2024
i.	Director Remuneration Payable	
	Mrs. Madhu	0.07
	Mr. Gaurav Jindal	4.85
	Mr. Arvind Sharma	0.45
	Mr. Krishnan	0.45
	Mrs. Rachna Kapoor	1.13
	Mr. Ashish Goyal	2.00
	Mr. Ashish Yadav	5.62
ii.	Director sitting fees payable	
	Mr. Varundeep Gupta	1.93
	Ms. Divya Kwatra	0.11
	Mrs. Madhu	0.07
	Ms. Ayushi Sikka	0.11
	Mr. Vinod Aggarwal	0.18
iii.	Remuneration payable to key management personnel	
	Mr. Ankit Gupta	0.83
	Ms. Kajal Goel	0.69
iv.	Unsecured Loan	
	Mr. Gaurav Jindal	-
	Tronix It Solutions Private Limited	160.14
	Earth Leasing & Finance Private Limited-Loans	1,536.98
	Techquench Private Limited	12.26
	Vidyahub Private Limited	64.73
v.	Rent Payable	
	Mr. Ram Gopal Jindal	-
	Mr. Gaurav Jindal	7.54

(D) Terms and conditions of transactions with related parties

.All related party transactions entered during the year were in ordinary course of business and are on arm’s length basis

Notes to the Consolidated Financial Statements

for the year ended 31 March 2025 (Contd.)

NOTE : 30 EARNING PER SHARE

Basic and diluted earnings per share are calculated by dividing the net Profit or loss for the year attributable to equity shareholders by the weighted average number of equity shares outstanding during the year. The group has not issued potential equity shares, accordingly, basic, and diluted earning per share are the same.

(Amount in 'Lakh')		
Particular	As at March 31st, 2025	As at March 31st, 2024
(a) Profit after taxation and exceptional items	567.60	673.00
(b) Weighted average number of shares outstanding during the year	83.69	56.50
(c) Weighted average number of shares outstanding if conversion of warrant would have exercised	83.69	-
(c)Nominal Value per share (In ₹)	10.00	10.00
(d) Basic earning per share (in ₹) d=(a/b)	6.78	11.91
(e) Diluted earning per share *	6.78	11.91

NOTE : 31 VALUE OF IMPORTS CALCULATED ON CIF BASIS

(Amount in 'Lakh')		
Particular	As at March 31st, 2025	As at March 31st, 2024
Import of products *	-	8911.20

NOTE : 32 EXPENDITURE IN FOREIGN CURRENCY

(Amount in 'Lakh')		
Particular	As at March 31st, 2025	As at March 31st, 2024
Web site maintenance Charges	-	-
Software Licensing Expenses	-	82.83

NOTE : 33 EARNINGS IN FOREIGN EXCHANGE

(Amount in 'Lakh')		
Particular	As at March 31st, 2025	As at March 31st, 2024
Export of services	612.52	321.15
Export of products	-	9249.36

* During the year, the Company has undertaken merchanting trade transactions, wherein goods were purchased for ₹3069.19 lakhs from overseas suppliers and sold to overseas customers for ₹3293.91/- lakhs. The goods involved in such transactions were shipped directly from the vendor to the customer, and did not physically enter or leave the territory of India.

Although these transactions have resulted in earnings in foreign exchange, they do not qualify as "export of goods" for the purposes of reporting under Schedule III of the Companies Act, 2013, as there is no physical movement of goods out of India.

NOTE : 34 COMMITMENTS

(Amount in 'Lakh')		
Particular	As at March 31st, 2025	As at March 31st, 2024
Agreement executed for 100% Acquisition of company duly registered as a free zone limited liability company M/s Grenew FZE. Commitment outstanding with Company.	34.84	33.94

Notes to the Consolidated Financial Statements

for the year ended 31 March 2025 (Contd.)

NOTE : 35.1 CONTINGENCIES

Accordingly, in the opinion of the Management, the disclosure is required during the financial year 2024-25 as per (AS) 29 on "Provisions, Contingent Liabilities and Contingent Assets".

a) Income Tax (Amount in 'Lakh')

Contingent Liabilities and Commitments	Amount of Demand	Remarks
Income Tax Demand for the AY 2023-24 for U/s 143(1)(a) of the Income Tax Act	1,050.96	Date of Demand 29th May 2024. Case is pending with Add. CIT(A)
Income Tax Demand for the AY 2022-23 for U/s 143(3) of the Income Tax Act	270.61	Date of Demand 28th March 2024. Case is pending with CIT(A)
Income Tax Demand for the AY 2021-22 for U/s 143(1)(a) of the Income Tax Act	12.52	Date of Demand 13th Nov 2022. No Rectification Action has been taken against the demand
Income Tax Demand for the AY 2020-21 for U/s 143(3) of the Income Tax Act	11.09	Date of Demand 21st Sep 2022. No Action has been taken against the demand

b) Bank Guarantee

During the year, the Company has provided a bank guarantee amounting to ₹3.85 crore on 12th February 2025 in favour of Indian Overseas Bank, on behalf of its wholly owned subsidiary, Tronix IT Solutions Private Limited, towards credit facilities availed by the subsidiary.

The Company does not expect any liability to arise on account of this guarantee, and the exposure is being monitored on a regular basis.

NOTE : 35.1 EVENTS OCCURRING AFTER BALANCE SHEET DATE

- Subsequent to the balance sheet date, on 23.04.2025, the company converted 10 lakhs share warrants into an equivalent number of equity shares of ₹10 each, upon receipt of the balance 75% subscription money amounting to ₹1471.28 lakhs from Mr. Ram Gopal Jindal. This is a non-adjusting event under AS 4, as the conversion occurred after the reporting date. However, the event is material in nature and is accordingly disclosed in the financial statements. The equity share capital and securities premium account will be updated in the subsequent financial year to reflect the conversion.
- Subsequent to the balance sheet date, the company has received in-principle authorisation from the Reserve Bank of India (RBI) for its account aggregator software platform (QuickPay) on 20.05.2025. This approval marks a significant milestone in the company's efforts to expand its presence in the financial technology domain. This is a non-adjusting event under AS 4, as the approval was granted after the reporting date. However, considering its strategic importance, the company has disclosed this event in the financial statements for the information of the users.

NOTE : 36 LOANS OR ADVANCES TO KMP

(Amount in 'Lakh')

Particulars	As at March 31st, 2025	As at March 31st, 2024
Loans or Advances in the nature of loans are granted to promoters, directors, KMPs and the related parties (as defined under Companies Act, 2013,) either severally or jointly with any other person. (Refer note 40 (a) for subsidiary companies)	Nil	Nil

Notes to the Consolidated Financial Statements

for the year ended 31 March 2025 (Contd.)

NOTE : 37 INFORMATION ABOUT BUSINESS SEGMENTS

Operating segments:

- Software & Support Service
- Trading of Mobile & IT Enabled goods

Identification of segments: The chief operational decision maker monitors the operating results of its business segments separately for the purpose of making decisions about resource allocation and performance assessment. Segment performance is evaluated based on profit and loss of the segment and is measured consistently with profit or loss in these financial statements. Operating segments have been identified on the basis of the nature of products.

Segment revenue and results: The expenses and income which are not directly attributable to any business segment are shown as unallocable expenditure (net of unallocable income).

Segment assets and liabilities: Assets used by the operating segments mainly consist of Intangible Assets, trade receivables, cash and cash equivalents and inventories. Segment liabilities include trade payables and other liabilities. Common assets and liabilities which cannot be allocated to any of the segments are shown as a part of unallocable assets/liabilities.

The measurement principles of segments are consistent with those used in preparation of these financial statements. There are no inter-segment transfers:

(Amount in 'Lakh')

Revenue	Software & Support Service		Trading of Mobile and IT Enabled Goods		Education-al Services	Consolidated Total	
Particulars	For the Year ended 31st March 2025	For the year ended 31st March 2024	For the Year ended 31st March 2025	For the year ended 31st March 2024	For the Year ended 31st March 2025	For the Year ended 31st March 2025	For the year ended 31st March 2024
External Sales	2,688.08	2,966.18	6,512.00	9,249.36	7.50	9,207.98	12,215.54
Inter-segment sales	-	-	-	-	-	-	-
Total Revenue	2,688.08	2,966.18	6,512.00	9,249.36	7.50	9,207.98	12,215.54

In preparing the segment report for the financial year, it was deemed not feasible for the Company to allocate resources to individual segments due to integrated operations and shared resources. Consequently, the segment report has been prepared on a consolidated basis.

(Amount in 'Lakhs')									
Result	Software & Support Service			Trading of Mobile and IT Enabled Goods			Educational Services		
Particulars	For the Year ended 31st March 2025	For the year ended 31st March 2024	For the year ended 31st March 2025	For the year ended 31st March 2025	For the year ended 31st March 2024	For the year ended 31st March 2025	For the year ended 31st March 2025	For the Year ended 31st March 2025	For the year ended 31st March 2024
Segment Result	1,944.37	1,532.54	340.63	146.79	146.79	(158.43)	2,126.57	1,679.33	
Unallocated corporate expenses	-	-	-	-	-	-	(1,598.49)	(898.68)	
Operating Profit	-	-	-	-	-	-	528.08	780.65	
Interest Expenses	-	-	-	-	-	-	(124.15)	(65.14)	
Interest/Other Income	-	-	-	-	-	-	280.64	142.25	
Income Taxes	-	-	-	-	-	-	(214.35)	(184.77)	
Profit share of associate	-	-	-	-	-	-	97.38	-	
Profit from ordinary activities	-	-	-	-	-	-	567.60	672.99	
Net Profit	1,944.37	1,532.54	340.63	146.79	146.79	(158.43)	567.60	672.99	
Other Information	Software & Support Service			Trading of Mobile and IT Enabled Goods			Educational Services		
Particulars	For the Year ended 31st March 2025	For the year ended 31st March 2024	For the year ended 31st March 2025	For the year ended 31st March 2025	For the year ended 31st March 2024	For the year ended 31st March 2025	For the Year ended 31st March 2025	For the year ended 31st March 2024	For the year ended 31st March 2024
Segment assets	3,616.26	1,516.07	1,766.32	4,064.75	4,064.75	237.17	5,619.75	5,580.82	
Unallocated corporate assets	-	-	-	-	-	-	14,503.62	6,069.68	
Total assets	3,616.26	1,516.07	1,766.32	4,064.75	4,064.75	237.17	20,123.37	11,650.50	
Segment liabilities	2,107.60	396.20	-	292.02	292.02	-	2,471.81	688.22	
Unallocated corporate liabilities	-	-	-	-	-	-	-	2,659.69	
Total liabilities	2,107.60	396.20	-	292.02	292.02	-	1,428.25	3,347.91	
Capital expenditure	1,996.23	173.76	-	-	-	-	200.00	-	
Depreciation	539.89	213.98	-	-	-	-	8.06	-	
Non-cash expenses other than Depreciation	30.83	-	-	-	-	-	-	-	

Notes to the Consolidated Financial Statements

for the year ended 31 March 2025 (Contd.)

NOTE : 37 INFORMATION ABOUT BUSINESS SEGMENTS

In preparing the segment report for the financial year, it was deemed not feasible for the Company to allocate resources to individual segments due to integrated operations and shared resources. Consequently, the segment report has been prepared on a consolidated basis.

BUSINESS AND GEOGRAPHICAL SEGMENTS

Assets and additions to tangible and intangible fixed assets by geographical area

The following table shows the carrying amount of segment assets and additions to tangible and intangible fixed assets by geographical area in which the assets are located:

(Amount in 'Lakh')

Particulars	Carrying Amount of Segment Assets		Additions to Property, Plant and Equipment and Intangible Assets	
	For the Year ended 31st March 2025	For the year ended 31st March 2024	For the Year ended 31st March 2025	For the year ended 31st March 2024
Domestic	4179.22 *	998.49 **	3728.68 *	543.04
Overseas	-	-	-	-
Total	4179.22	998.49	3728.68	543.04

* Carrying amount and additions to Property Plant and Equipments and Intangible Assets includes the amount of Goodwill on acquisition of subsidiaries.

** During the current year, the Company identified that the value of tangible assets attributable to domestic geographical segments was inadvertently not included in the segment reporting for the previous year. The segment information for the year ended March 31, 2024, has accordingly been reclassified to include these assets and to ensure consistency and comparability with the current year's presentation.

This reclassification pertains solely to the segment disclosure and does not affect the total assets, liabilities, revenue, or profit reported in the financial statements for the previous year.

POWERING INDIA'S
BUSINESSES WITH THE
BEST PAYMENT
GATEWAY FOR
UNMATCHED GROWTH



Notes to the Consolidated Financial Statements

for the year ended 31 March 2025 (Contd.)

BUSINESS AND GEOGRAPHICAL SEGMENTS CONTINUES

SALES REVENUE BY GEOGRAPHICAL MARKET

The following table shows the distribution of the Company's consolidated sales by geographical market, regardless of where the goods and services were produced.

Assets and additions to tangible and intangible fixed assets by geographical area

The following table shows the carrying amount of segment assets and additions to tangible and intangible fixed assets by geographical area in which the assets are located:

(Amount in 'Lakh')		
Particular	As at March 31st, 2025	As at March 31st, 2024
Domestic	1,917.43	2,488.38
Overseas	7,290.55	9,727.16
Total	9,207.98	12,215.54

NOTE : 38 DISCLOSURE OF DERIVATIVE TRANSACTION & UNHEDGED FOREIGN CURRENCY EXPOSURES

(Amount in 'Lakh')		
Particulars	As at March 31st, 2025	As at March 31st, 2024
(a) Derivatives outstanding as at the reporting date	Nil	Nil

(b) Particulars of unhedged foreign currency exposure as at the reporting date

(Amount in 'Lakh')				
Particulars	Reporting Date	Total Receivables (A)	Hedges by derivative contracts (B)	Unhedged receivables (C=A-B)
Foreign Currency	March 31, 2025	USD	USD	USD
	March 31, 2024	USD	USD	USD
Exchange Rate	March 31, 2025	85.5814	-	81.5814
	March 31, 2024	83.3739	-	83.3739
Amount In FC	March 31, 2025	23.93	-	23.93
	March 31, 2024	52.67	-	52.67
Amount In Local Currency	March 31, 2025	2,048.22	-	2,048.22
	March 31, 2024	4,391.06	-	4,391.06

(Amount in 'Lakh')				
Particulars	Reporting Date	Total Payables (A)	Hedges by derivative contracts (B)	Unhedged receivables (C=A-B)
Foreign Currency	March 31, 2025	USD	USD	USD
	March 31, 2024	USD	USD	USD
Exchange Rate	March 31, 2025	85.5814	-	85.5814
	March 31, 2024	83.3739	-	83.3739
Amount In FC	March 31, 2025	-	-	-
	March 31, 2024	384021	-	384021
Amount In Local Currency	March 31, 2025	-	-	-
	March 31, 2024	320.17	-	320.17

Notes to the Consolidated Financial Statements

for the year ended 31 March 2025 (Contd.)

NOTE : 39 DISCLOSURE OF CORPORATE SOCIAL RESPONSIBILITY ACTIVITIES (CSR UNDER SECTION 135 OF COMPANIES ACT 2013)

As per Section 135 of the Act, the Company meeting the applicability threshold, is required to spend at least 2% of its average net profit for the immediate preceeding three financial years on CSR activities. The area of CSR activities are as per Schdule V of the Companies Act 2013, which includes promoting education, promoting healthcare and Eradicating hunger, poverty and malnutrition, distribution of food, drinking water and cloth.

(Amount in 'Lakh')

S. No,	Particular	As at March 31st, 2025	As at March 31st, 2024
1	Gross amount required to be spent by the Company during the year.	13.24	7.90
2	Amount spent during the year :		
	(i) Construction/acquisition of any asset	-	-
	(ii) On purpose other than (i) above	13.24	7.90
3	Related party transactions in relation to corporate social responsibility (refer note 26)	13.24	7.90
4	Provision movement during the year	-	-
5	Details of ongoing projects		
	(a) Opening unspent amount brought forward	-	-
	(b) Amount required to be spent by the Company for the year	13.24	7.90
	(c) Amount spent during the year from Company's bank account	13.24	-7.90
	Closing balance	-	-
	(a) With Company	-	-
	(b) In CSR unspent account"	-	-
	Nature of major CSR activities undertaken		
	(i) Promoting Health Care	-	-
	(ii) Promoting Education	-	-
	(iii) Eradicating hunger, poverty and malnutrition, distribution of food, drinking water and cloth	-	-

NOTE : 40 DISCLOSURE UNDER SECTION 186 OF THE COMPANIES ACT, 2013

(Amount in 'Lakh')			
Particulars	Loan Given	Rate of Interest	Purpose of loan
Qtouch Business Solution Private Limited	-	-	Loan given for business purpose
Earth Leasing & Finance Pvt Ltd	1535.01		Loan given for business purpose
Tronix IT Solutions Private Limited	159.50		Loan given for business purpose
Techquench Private Limited	12.20		Loan given for business purpose
Vidyahub Private Limited	64.36		Loan given for business purpose

b) Details of investments:

Particulars of investments as required under Section 186(4) of the Companies Act, 2013 have been disclosed in note 12.



Notes to the Consolidated Financial Statements

for the year ended 31 March 2025 (Contd.)

NOTE : 40 RATIOS

Ratio	Numerator	Denominator	Current Period	Previous Period	% Variance	Reason for variance
(a) Current Ratio,	Current Assets	Current Liabilities	3.38	3.42	-1.13%	The slight decrease in the current ratio during the year is primarily attributable to a marginal decline in current assets. Despite this change, the company continues to maintain a comfortable liquidity position and is adequately placed to meet its short-term obligations.
(b) Debt-Equity Ratio,	Total Debt	Shareholder's Equity (Equity including reserves)	0.10	0.28	-64.75%	The improvement in the debt-equity ratio during the year is attributable to the repayment of borrowings, which resulted in a reduction of debt obligations, coupled with an enhancement in the equity capital base. This reflects the company's strengthened capital structure and improved financial stability.
(c) Debt Service Coverage Ratio,	Earnings available for debt service	Debt Service	7.37	14.25	-48.28%	The debt service coverage ratio declined as the major loan facility was not fully utilized during the previous year. The current year reflects a normalized finance cost structure, aligning with the company's growth plans and strategic use of borrowed funds to support long-term objectives.
(d) Return on Equity Ratio,	Return (Net Profits after taxes – Preference Dividend (if any))	Shareholder's Equity	6.85%	31.98%	-25.13%	The decrease in the Return on Equity (ROE) ratio during the year is primarily attributable to an increase in the equity capital base. While the overall profitability remained stable, the expanded capital structure has resulted in a proportionate reduction in the return generated on shareholders' equity. This reflects the company's strategic decision to strengthen its capital base, which is expected to support long-term growth and financial stability.

Notes to the Consolidated Financial Statements

for the year ended 31 March 2025 (Contd.)

NOTE : 40 RATIOS

Ratio	Numerator	Denominator	Current Period	Previous Period	% Variance	Reason for variance
(e) In-ventory Turnover Ratio,	COGS (Opening Stock + Purchases - Closing Stock)	Average Inventory	18.90	-	N//A	
(f) Trade Receiv-ables turnover ratio,	Net Credit Sales	Average Accounts Receivable	2.27	2.71	-16.22%	The reduction in the receivables turnover ratio reflects the company's strategic decision to offer more flexible credit terms, supporting customer retention and sales expansion, while continuing to manage credit risk prudently.
(g) Trade Payables turnover ratio,	Net Credit Purchase	Average Trade Payables	15.57	8.32	87.16%	The increase in the trade payables turnover ratio indicates a more efficient settlement of supplier obligations, reflecting the company's strengthened liquidity position and commitment to maintaining strong vendor relationships through timely payments.
(h) Net working capital turnover ratio,	Net Sales	Average Working Capital	1.52	3.12	-51.30%	The decrease in the working capital turnover ratio is mainly attributable to an increase in average working capital, reflecting improved liquidity and a stronger asset base to support future operations.
(i) Net profit ratio,	Net profit.	Net Sales	5.98%	5.45%	0.54%	The increase in the net profit ratio is primarily attributable to effective cost management and a reduction in overall expenses, reflecting improved operational efficiency and profitability.
(j) Return on Capital employed,	Earning before interest and taxes	Capital employed	6.05%	15.25%	-9.20%	The decline in the return on capital employed is primarily due to an increase in the capital base, following the issuance of additional shares and share warrants during the financial year. This expansion in equity reflects the company's strengthened financial foundation to support long-term growth and strategic initiatives as the company has invested the funds in its subsidiaries.

Notes to the Consolidated Financial Statements

for the year ended 31 March 2025 (Contd.)

NOTE : 42 UTILISATION OF INITITAL PUBLIC ISSUE PROCEEDS

Proceeds from subscription to the share warrant made during the year ended March 31, 2025 and Issue of Equity shares under Public Issue of 2023-24, made during the year ended March 31, 2024 have been utilised in the following manner:

Current Year

1. During the year company has converted 28,63,796 share warrants into equity shares. Each share was priced at ₹196.17, which includes a premium of ₹186.17 per share. The remaining 75% balance on these share warrants have been received by the company in cash at the time of conversion. The remaining allottees holding 81,36,204 share warrants have not yet exercised their option for conversion of the warrants into equity shares and accordingly, balance 75% money towards such remaining warrants is yet to be received.

2. During the year, the Company has issued and allotted 31,72,200 Equity Shares at price of Rs. 144 each under the preferential issue and receipt of stipulated amount in accordance with provisions of SEBI ICDR Regulations to ₹4567.97 lakhs. Further the company has unutilized funds of ₹1231.97 lakhs which will be utilized by the company in next year.

Previous year

1. During the previous year the Company came up with the public issue of 15,30,000 Equity shares of Face value of ₹10/- each equity shares through Fixed Price Method at a price of ₹61/- per Equity Share (including a share premium of ₹51/- per Equity Share) aggregating to ₹933.30 Lakhs."

2. During the previous year, the Company has issued and allotted 1,10,00,000 warrants, each convertible into one equity share of ₹10 each, on Preferential allotment basis at an issue price of ₹196.17 per warrant (Including Premium), to the Promoter/ Promoter Group of the Company and certain identified non-promoter persons/entity, upon receipt of 25% of the issue price (i.e. ₹49.04 per warrant) as warrant subscription money. Balance 75% of the issue price (i.e. ₹147.13 per warrant) shall be payable within 18 months from the date of allotment i.e. February 01, 2024 at the time of exercising the option to apply for fully paid-up equity share of ₹10 each of the Company, against each warrant held by the warrant holder. The respective allottees have not yet exercised their option for conversion of the warrants into equity shares and accordingly, balance 75% money towards such remaining warrants is yet to be received.

Objects of Share warrant and equity conversion proceeds		(Amount in 'Lakh')		
S. No.	Particulars	Amount	Objects fulfilled	Balance
1	Share warrant and equity conversion proceeds	-	-	-
	Unutilized amount of previous year	4,915.00	-	-
	Proceed from converison into equity shares	4,213.43	-	-
	Total Amount	9,128.43	-	-

Combination of Meeting Working Capital Requirements	9,128.43	9,128.15	0.28
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Objects of Preferential Issues of Equity Shares		(Amount in 'Lakh')		
S. No.	Particulars	Amount	Objects fulfilled	Balance
1	Proceeds from Preferential issue of Equity Shares	4,567.97	-	-
	For development of our payment aggregator application named ("Quickpay")	-	730.00	-
	For Investment in present subsidiaries of the company	-	1,500.00	-
	For General corporate purpose	-	1,105.00	-
	Total	4,567.97	3,335.00	1,232.97

Notes to the Consolidated Financial Statements

for the year ended 31 March 2025 (Contd.)

NOTE : 42 UTILISATION OF INITITAL PUBLIC ISSUE PROCEEDS

Public Issue Proceeds during the previous FY 2023-24*		(Amount in 'Lakh')		
S. No.	Particulars	Amount	Objects fulfilled	Balance
1	Combination of Meeting Working Capital Requirements, The company is coming up with new project for enhancement in the technology sector and software development and advancement and for the same the company requires more funds for research and development and further processing purposes.	933.30	933.30	-

Sub Note:

* The proceeds from Public issue during the previous year for the purpose of meeting working capital requirements and general corporate purposes were utilized collectively towards business objects of the company.

NOTE : 43 DISCLOSURE REQUIRED BY ACCOUNTING STANDARD - 15 "EMPLOYEE BENEFITS"

(A) DEFINED BENEFIT PLAN

Gratuity liability is a defined benefit obligation and is provided on the basis of an actuarial valuation which has been carried out using the project unit credit method as per as-15 to determine the present value of defined benefit obligations and the related current service cost and, where applicable, past service cost made at the end of each financial year. the valuations do not affect the ultimate cost of the plan, only the timing of when the benefit costs are recognized. actuarial gain/loss are immediately taken to statement of profit & loss and are not deferred.

Key actuarial assumptions		
Particular	As at March 31st, 2025	As at March 31st, 2024
Discout rate	7.00% per annum	7.25% per annum
Salary Growth Rate	5% per annum	5% per annum
Mortality	IALM 2012-14	IALM 2012-14
Expected rate of return	0.00%	0.00%
Addition/Withdrawal Rate (per annum)	10% per annum	10% per annum

(b) Summary of membership data at the date of valuation and statistics based thereon: (Amount in 'Lakh')

Particulars	As at March 31st, 2025	As at March 31st, 2024
Number of Employees	83.00	70.00
Total monthly salary	31.75	18.80
Average Past Services (Years)	1.60	1.40
Average Future Services (Years)	30.30	30.00
Average Age (Years)	29.70	30.00
Weighted average duration (based on discounted cash flows) in years	25.00	25.00
Average monthky salary	0.38	0.27

QUICK PAY
Tez Payment Ka Safe Formula



QuickPay receives in-principal authorization from RBI to operate as a payment aggregator

SECURE DATA ENCRYPTION

Your data deserves the Best Protection

QuickPay uses **Advance Encryption Standards** to safeguard sensitive information

Security is in our DNA



Notes to the Consolidated Financial Statements

for the year ended 31 March 2025 (Contd.)

NOTE : 43 DISCLOSURE REQUIRED BY ACCOUNTING STANDARD - 15 "EMPLOYEE BENEFITS"

(c) Benefits valued:

Particulars		(Amount in 'Lakh')
		Amount
Normal Retirement Age	60 Years	NA
Salary	Last drawn qualifying salary	31.75
Vesting Period	5 Years of service	NA
Benefits on Normal Retirement	15/26*salary*past service (yr)	NA
Benefits on early exit due to death and disability	As above except that no vesting conditions apply	NA
Limit	20.00	NA

(d) Expenditure Recognition during the year

		(Amount in 'Lakh')
Particulars	As at March 31st, 2025	As at March 31st, 2024
Current Liability (Short Term)	1.16	0.64
Non Current Liability (Long Term)	17.80	10.23
Total Liability	18.96	10.86

NOTE : 44 GUIDANCE NOTE ON DIVISION I- NON IND AS SCHEDULE III TO THE COMPANIES ACT, 2013

S.No	Month	Name of Bank	Particulars of securities provided	Amount as books of accounts	Amount as reported in the monthly return/ state	Amount of Differences	Reason for material Discrepancies
1	Apr-24	Indian Overseas Bank, Rajiv Circle Branch	Trade Receivable	6,009.10	1,199.52	4,809.57	The overdraft facility was secured exclusively against the hypothecation of domestic debtors, whereas the book debts comprise both domestic and international debtors. The overdraft facility was secured exclusively against the hypothecation of domestic debtors, whereas the book debts comprise both domestic and international debtors.
2	May-24			5,894.00	1,022.45	4,871.56	
3	Jun-24			5,627.66	1,242.74	4,384.92	
4	Jul-24			5,335.05	891.39	4,443.66	
5	Aug-24			4,610.85	855.18	3,755.67	
6	Sep-24			3,796.56	887.64	2,908.92	
7	Oct-24			2,650.82	892.30	1,758.52	
8	Nov-24			2,688.35	1,023.37	1,664.98	
9	Dec-24			2,631.31	1,123.76	1,507.55	
10	Jan-25			2,531.15	1,091.29	1,439.87	
11	Feb-25			2,487.60	1,046.20	1,441.40	
12	Mar-25			2,491.95	1,389.28	1,102.67	



Notes to the Consolidated Financial Statements

for the year ended 31 March 2025 (Contd.)

NOTE : 44 OTHER STATUTORY INFORMATION

- i. Figures have been rounded off to the nearest Lakh Rupees.
- ii. The Company does not have any transactions with companies struck off.
- iii. The Company does not have any Benami property, where any proceeding has been initiated or pending against the Group for holding any Benami property.
- iv. These financial statements have been prepared in the format prescribed by the Schedule III to the Companies Act, 2013. Previous years figures have been recast / restated wherever necessary to make them comparable with figure of current year.
- v. The Company has not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall:
 - a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company (ultimate beneficiaries) or
 - b) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.
- vi. The Company has not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall:
 - a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the funding party (ultimate beneficiaries) or party (ultimate beneficiaries) or
 - b) provide any guarantee, security or the like to or on behalf of the ultimate beneficiaries.
- vii. The Company does not have any transaction which

- is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961).
- viii. The Company has not been declared as a wilful defaulter by any banks or any other financial institution at any time during the financial year or after the end of the reporting period but before the date when the financial statements are approved.
 - ix. Previous year's figures have been reclassified / regrouped wherever necessary to conform to current year's classification / disclosure.
 - x. The social security code enacted in year 2020 has been deferred by a year. When enacted, this code will have an impact on Company's contribution to Provident Fund, Gratuity and other employee related benefits. The Company proposes to do an assessment at an appropriate time and make appropriate provisions accordingly.
 - xi. Certain figures apparently may not add up because of rounding off, but are wholly accurate in themselves
 - xii. During the financial year, Quicktouch Technologies Limited did not make any investments in cryptocurrency. The Company continues to monitor the regulatory environment and potential risks associated with cryptocurrency investments but has opted to refrain from such investments to ensure financial stability and compliance with prevailing regulations.
 - xiii. There are no charges or satisfaction which are yet to be registered with the Registrar of Companies beyond the statutory period.

Notes to the Consolidated Financial Statements

for the year ended 31 March 2025

NOTE : 46 THE FINANCIAL STATEMENTS WERE APPROVED BY THE BOARD OF DIRECTORS AND AUTHORISED FOR ISSUE ON MAY 28, 2025.

The accompanying notes form an integral part of the financial statements

CIN: L74900DL2013PLC329536

AUDITORS' REPORT

As Per Our Separate Report of Even date attached

For and on behalf of the Board

For K A R M A & CO LLP
Chartered Accountants
Firm Regn.No 127544W/W100376

Gaurav Jindal
Managing Director
DIN: 06583133

Madhu
Director
DIN: 07581193

CA Rakesh J Katodia
Partner
M. No. 124134
Udin: 25124134BMLHWG7785
Place: New Delhi

Kajal Goel
Company Secretary
PAN: BYCPG0869A

Ankit Gupta
Chief Financial Officer
PAN: CKTPG0879G

Date : 28-May-2025