September 5, 2026

To,
The Manager,
Listing Department
The National Stock Exchange of India Ltd.
Exchange Plaza, BKC, Bandra (E)
Mumbai 400051.

ISIN: - INE0MOT01016, SCRIP CODE: KANDARP

Sub: Annual Report for FY 2025-26

Dear Sir/Madam,

Pursuant to Regulations 30 and 34 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith the Annual Report of the Company for FY 2025-26 including the Notice of the 25th Annual General Meeting ("AGM"), which is being sent to the shareholders electronically.

The Annual Report, including the Notice of the AGM, is available on the Company's website at www.kdsbpo.com and is also available on the website of National Securities Depository Limited at www.evoting.nsdl.com.

You are requested to take the same on record.

Thanking You,

Yours faithfully,

For and on behalf of
Kandarp Digi Smart BPO Limited
DIMPLE JAIN
Digitally signed by DIMPLE JAIN
Date: 2026.09.05 11:34:10 +05'30'
Dimple Jain
Company Secretary
A66991

KANDARP
DIGI SMART BPO LIMITED

ONE STOP SOLUTIONS

ANNUAL REPORT

F.Y. 2025-26

"Delivering smart, reliable and innovative business process solutions that empower organizations to focus on their core strengths while we drive operational excellence."

CUSTOMER SUPPORT SERVICES	TRANSACTION PROCESSING SOLUTIONS	FIELD COLLECTION & MANAGEMENT	DATA MANAGEMENT & ANALYTICS	TECHNOLOGY DRIVEN BUSINESS SOLUTIONS

www.kdsbpo.com

REGISTERED OFFICE:
GF-22 HANS BHAWAN,
BAHADUR SHAH ZAFAR MARG
NEW DELHI CENTRAL DELHI-110002, INDIA

COMPANY'S CORE INFORMATION

Name of Company: Kandarp Digi Smart BPO Limited
CIN: L74899DL2001PLC109565
R/O: GF-22, Hans Bhawan, 1, Bahadur Shah Zafar Marg, New Delhi Central Delhi-110002, India.
Corporate Office: C-69, Sector-2, Noida UP 201301, India
Email Id: info@kdsbpo.com
Website: www.kdsbpo.com

SIGNATORIES INFORMATION

4. **Mr. Sunil Kumar Rai (Chairman-Cum-Managing Director)**
5. **Mrs. Meenakshi Pathak (Whole Time Director)**
6. **Mr. Pankaj Rai (Non-Executive Director)**

INDEPENDENT DIRECTORS

3. **Mr. Pramod Kumar Tiwari**
4. **Mrs. Anita Jha**

COMPANY SECRETARY/CHIEF FINANCIAL OFFICER

3. **Mrs. Dimple Jain ,Compliance Officer cum Company Secretary**
4. **Mr. Parbind Jha (Chief Financial Officer)**

REGISTRAR TO ISSUE

TOWARDS EXCELLENCE

Name of RTA: Skyline Financial Services Private Limited
R/O: D-153A, 1st Floor, Okhla Industrial Area Phase-I, New Delhi – 110020
Email Id: ipo@skylinerta.com; or admin@skylinerta.com
Investor Grievance Email: grievances@skylinerta.com
Website:www.skylinerta.com

BANKERS TO THE COMPANY

HDFC BANK
We understand your world

Name of Bank: HDFC Bank Limited
R/O: Ansal Fortune, K Block sector 18, Noida – 201301
Email Id: support@hdfcbank.com
Website: www.hdfcbank.com
Contact Person: Satyendra Singh

AUDITOR'S OF THE COMPANY

Name of Auditor's: M/S. Karmv & Co.(Chartered Accountants)
R/O: Flat No.35 GF Sector-14, PKT.-I Dwarka, New Delhi-110078
Email Id: kailash@karmv.com
Firm Registration No.:023022N

BANKERS TO THE ISSUE AND REFUND BANKER/SPONSOR BANK

Name of Bank: ICICI Bank Limited
Address: Capital Market Division, 5th Floor, HT Pareskh Marg, Backbay Reclamation, Churchgate, Mumbai – 400020, Maharashtra, India
Telephone No. – 022-68052185
Fax Number – 022-22611138
Email – sagar.welekar@icicibank.com
Website – www.icicibank.com
Contact Person – Mr. Sagar Welekar
SEBI Registration Number – INBI00000004

SECRETARIAL AUDITOR

Name of Auditor's: M/S. Neha Mehra & Associates (Company Secretaries)
R/O: Flat No. 321, 6th Floor Atulaya Apartment, Sector 18A, Dwarka 110078, India
Phone No. : 08870620503 **Membership No.** 26134
COP: 12856
Email Id: nehamehraassociates@gmail.com

CHAIRMAN'S MESSAGE

Dear Shareholders,

Good morning, ladies and gentlemen.

It gives me immense pleasure to welcome you all to the 25th Annual General Meeting of Kandarp Digi Smart BPO Limited. On behalf of the Board of Directors, I sincerely thank each one of you for your continued trust, confidence, and unwavering support.

The financial year under review has been another important milestone in our journey. Despite operating in an evolving business environment, your Company continued to strengthen its market presence through operational excellence, customer-centric services, and disciplined execution. Our consistent focus on quality, technology, and timely service delivery has enabled us to reinforce our position as a trusted Business Process Outsourcing partner for leading organizations across India.

Kandarp Digi Smart BPO Limited has built a diversified service portfolio comprising voice-based customer support, field verification services, audit and inspection services, document collection, back-office processing, and business support solutions. Today, we serve clients across banking, financial services, insurance, healthcare, education, real estate, agriculture, and several other sectors through our extensive pan-India operational network.

The rapid pace of digital transformation is creating new opportunities for the BPO industry. Customers increasingly expect faster turnaround times, secure information management, data-driven insights, and technology-enabled solutions. We view these changes as opportunities to innovate and expand our capabilities. Our continued investments in digital processes, automation, workflow management, and technology platforms will enable us to deliver higher efficiency while maintaining the highest standards of quality and compliance.

One of our strategic priorities is to further strengthen our verification and background screening solutions. As organizations place greater emphasis on risk management, compliance, and trust, we believe the demand for reliable verification services will continue to grow. We remain committed to developing innovative digital solutions that create long-term value for our customers while expanding our service offerings into emerging market segments.

The strength of our Company lies in its people. I express my heartfelt appreciation to our employees whose dedication, professionalism, and customer-first approach have enabled us to consistently deliver quality services. Their commitment remains the foundation of our success.

I also thank our valued customers for their continued confidence in our capabilities, our business associates for their partnership, our bankers and regulatory authorities for their guidance and support, and my fellow members of the Board for their valuable counsel and leadership.

Corporate governance, transparency, ethical business practices, and regulatory compliance continue to remain the cornerstones of our business philosophy. We are committed to maintaining the highest standards of governance while pursuing sustainable and profitable growth for all stakeholders.

Looking ahead, we remain optimistic about the future. India's expanding digital economy, increasing outsourcing requirements, and growing demand for technology-enabled business services provide significant opportunities for growth. We will continue to invest in innovation, strengthen our operational capabilities, deepen customer relationships, and create sustainable long-term value for our shareholders.

At this point in time, I like to share with you the highlights of the year's performance and Outlook for the next Year as mentioned below:

- Our total revenue for the year 2025-26 was Rs. 3982.45 lacs as compared to Rs. 2433.58 lacs in the previous year i.e 2024-25 which represents the increase of 63.64% in the Standalone Financials.

- Our Profit before tax was Rs.281.37 lacs as compared to Rs. 251.24 lacs in the previous year altogether the profit after tax was Rs.185.33 lacs as compared to Rs. 159.43 lacs in the previous year.

As we move forward, our vision remains clear—to build a future-ready organization driven by innovation, operational excellence, customer satisfaction, and responsible corporate citizenship.

On behalf of the Board of Directors, I once again thank all our shareholders for your continued trust and support. Together, we will continue to build a stronger, more resilient, and more successful Kandarp Digi Smart BPO Limited.

I wish you and your families good health, happiness, and prosperity.

Thank you.

Sunil Kumar Rai
Chairman & Managing Director
Kandarp Digi Smart BPO Limited

STATUTORY SECTION

NOTICE OF CALLING 25TH AGM

Notice is hereby given that the **25th Annual General Meeting** of the Members of **Kandarp Digi Smart BPO Limited** will be held on **Monday, 28th September, 2026** at 01.00 PM at its Registered Office at **GF-22 Hans Bhawan, 1, Bahadur Shah Zafar Marg New Delhi Central Delhi 110002 India** to transact the following Business:-

ORDINARY BUSINESS:-

1. **To receive, consider and adopt the Audited Financial Statements for the financial year ended March 31, 2026 and the Report of the Directors and Auditors thereon.**

2. **To re-appoint Director in place of Mr. Pankaj Rai (DIN: 05250574), who retires by rotation at this Annual General Meeting and being eligible has offered himself for re-appointment.**

SPECIAL BUSINESS:-

3. Re-appointment of **Ms. Anita Jha (DIN: 08778164)** as an Independent Director for a second term of five consecutive year.

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

"**RESOLVED** that pursuant to the provisions of Sections 149, 152 and any other applicable provisions of the Companies Act, 2013 ("Act") and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or reenactment thereof for the time being in force) read with Schedule IV to the Act and Regulation 17 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Articles of Association of the Company as well as based on the recommendation of the Nomination and Remuneration Committee, Ms. Anita Jha (DIN: 08778164), who was appointed as an Independent Non-Executive Director of the Company at the 20th Annual General Meeting of the Company for a period of five years i.e. from **30.09.2021 to 29.09.2026** has submitted a declaration that he meets the criteria of independence as provided in Section 149(6) of the Act and Regulation 16 (1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time and who is eligible for reappointment, and in respect of whom the Company has received a Notice in writing from a Member under Section 160 of the Act, proposing his candidature for the office of Independent Director be and is hereby re-appointed as an Independent Non-Executive Director of the Company to hold office for second term of five consecutive years with effect from **28.09.2026 to 27.09.2031** and whose office shall not be liable to retire by rotation".

"**RESOLVED FURTHER** that the Board of Directors of the Company be and is hereby authorized to do all necessary acts, deeds, matter and things, which may be usual, expedient or proper to give effect to the above resolution"

For and on behalf of
Kandarp Digi Smart BPO Limited

Dimple Jain
Company Secretary
A66991
Place: Delhi
Date: 27.08.2026

Notes:-

1. A member entitled to attend and vote is also entitled to appoint a proxy to attend and vote instead of himself/herself and the proxy need not be a member. Proxies in order to be effective must be received by the Company not less than 48 hours before the commencement of the meeting. Members/ Proxies should bring their attendance slip duly filled in order to attend the meeting. A person can act as proxy on behalf of members' not exceeding fifty (50) and holding in the aggregate not more than ten (10) percent of the total share capital of the Company. A member holding more than 10% of the total share capital of the company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.

2. *Brief resume of Directors including those proposed to be re-appointed, nature of their expertise in specific functional areas, names of companies in which they hold directorships and memberships/chairmanship of Board Committees, shareholding and relationships between directors inter-se as stipulated under SEBI (LODR) Regulation 2015 are provided in the Corporate Governance Report forming part of the Annual Report.*

3. *In case of joint holders attending the meeting, only such joint holder who is higher in the order of names will be entitled to vote.*

4. *Members are requested to bring their copies of the Annual Report with them, since separate copies will not be distributed at the venue of the Annual General Meeting.*

The shareholders are hereby informed that all the correspondence in connection with the shares is addressed to the Registrar & Share Transfer Agent M/s Skyline Financial Services Private Limited, D-153A, 1st Floor, Okhla Industrial Area Phase-I, New Delhi – 110020.

5. *Members/Proxies should bring the Attendance Slip sent herewith duly filled in for attending the Meeting.*

6. *Members are requested to send their queries, if any, at least seven days in advance of the meeting.*

7. *The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in Securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their Depository Participant with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN to the Company/ Share Transfer Agent.*

8. *Members holding shares in single name and physical form are advised to make nomination in respect of their shareholding in the Company.*

9. *Members holding shares in electronic form are hereby informed that bank particulars registered against their respective depository accounts will be used by the Company for payment of dividend.*

The Company or its Registrars cannot act on any request received directly from the Members holding shares in electronic form for any change of bank particulars or bank mandates. Such changes are to be advised only to the Depository Participant of the Members. Members holding shares in physical form and desirous of either registering bank particulars or changing bank particulars already registered against their respective folios for payment of dividend are requested to write to the Company.

10. *To prevent fraudulent transactions, members are advised to exercise due diligence and notify the Company of any change in address or demise of any member as soon as possible. Members are also advised not to leave their demat account(s) dormant for long. Periodic statement of holdings should be obtained from the Concerned Depository Participant and holdings should be verified.*

11. *Electronic copy of the Annual Report is being sent to all the members whose email IDs are registered with the Company/Depository Participant(s) for communication purposes unless any member has requested for a hard copy of the same. For members who have not* *registered their email address, physical copies of the Annual Report is being sent in the permitted mode.*

12. *Electronic copy of the Notice of the 25th Annual General Meeting of the Company inter alia indicating the process and manner of E-voting along with Attendance Slip and Proxy Form is being sent to all the members whose email IDs are registered with the Company/Depository Participant(s) for communication purposes unless any member has requested for a hard copy of the same. For members who have not registered their email address, physical copies of the Notice of the 25th Annual General Meeting of the Company inter alia indicating the process and manner of E-voting along with Attendance Slip and Proxy Form is being sent in the permitted mode.*

13. *Members may also note that the Notice of the 25th Annual General Meeting and the Annual Report for 2025-26 will also be available on the Company's website at www.kdsbpo.com. The physical copies of the aforesaid documents will also be available at the Company's Registered Office for inspection during normal business hours (11.00 A.M. to 5.00 P.M.) on all working days except Saturdays and Sundays, up to and including the date of the Annual General Meeting of the Company. Even after registering for e-communication, members are entitled to receive such communication in physical form, upon making a request for the same, by post free of cost. For any communication, the shareholders may also send requests to the Company's investor email id: cs@kdsbpo.com.*

14. *Pursuant to provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015, the Company is pleased to provide members facility to exercise their right to vote at the Annual General Meeting (AGM) by electronic means and the* ***business may be transacted through e-Voting Services. The facility of casting the votes by the members using an electronic voting system from a place other than venue of the AGM ("remote e-voting") will be provided by National Securities Depository Limited (NSDL).***

The Company has approached NSDL for providing e-voting services through our e-voting platform. In this regard, your Demat Account/Folio Number has been enrolled by the Company for your participation in e-voting on resolution placed by the Company on e-Voting system.

The Notice of the Annual General Meeting of the Company inter alia indicating the process and manner of e-Voting process along with printed Attendance Slip and Proxy Form can be downloaded from the link https://www.evoting.nsdl.com or (link of website of company).

The e-voting period commences at 9:00 a.m. on Friday, 25th September, 2026 and will end at 5:00 p.m. on Sunday, 27th September, 2026. *During this period shareholders' of the Company, may cast their vote electronically. The e-voting module shall also be disabled for voting thereafter. Once the vote on a resolution is cast by the shareholder, the shareholder shall not be allowed to change it subsequently.*

The voting rights of members shall be in proportion to their shares of the paid up equity share capital of the Company as on the ***cut-off date of 18th September, 2026.*** *Any person, who acquires shares of the Company and become member of the Company after dispatch of the notice and holding shares as of the* ***cut-off date of 18th September, 2026****, may obtain the login ID and password by sending a request at evoting@nsdl.co.in or (company/ RTA email id) .*

The facility for voting through remote e-voting / ballot paper / Poling Paper shall be made available at the AGM and the members attending the meeting who have not cast their vote by remote e-voting shall be able to exercise their right at the meeting through ballot paper.

15. E-Voting: The Instructions For Members For Remote E-Voting Are As Under:-

The remote e-voting period begins on 25th September, 2026 at 09:00 A.M. and ends on 27th September, 2026 at 05:00 P.M. *The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. 18.09.2026 may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the* ***cut-off date, being 18.09.2026.***

How do I vote electronically using NSDL e-Voting system?

The way to vote electronically on NSDL e-Voting system consists of "Two Steps" which are mentioned below:

Step 1: Access to NSDL e-Voting system

A) Login method for e-Voting for Individual shareholders holding securities in Demat mode

In terms of SEBI circular 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.

Login method for Individual shareholders holding securities in demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	1. Existing **IDeAS** user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the "**Beneficial Owner"** icon under **"Login"** which is available under **'IDeAS'** section , this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added 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 i.e. NSDL** and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period. 2. If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select **"Register Online for IDeAS Portal"** or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 3. 4. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or **e-Voting service provider i.e. NSDL** and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period. 5. Shareholders/Members can also download NSDL Mobile App "**NSDL Speede**" facility by scanning the QR code mentioned below for seamless voting experience.

	NSDL Mobile App is available on App Store Google Play
Individual Shareholders holding securities in demat mode with CDSL	1. Existing users who have opted for Easi / Easiest, they can login through their user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or www.cdslindia.com and click on New System Myeasi. 2. After successful login of Easi/Easiest the user will be also able to see the E Voting Menu. The Menu will have links of **e-Voting service provider i.e. NSDL.** Click on **NSDL** to cast your vote. 3. If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration 4. Alternatively, the user can directly access e-Voting page by providing demat Account Number and PAN No. from a link in 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 provided links for the respective ESP i.e. **NSDL** where the e-Voting is in progress.
Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. Upon logging in, you will be able to see e-Voting option. 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 i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.

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.

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

Login type	Helpdesk details
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.: 1800 1020 990 and 1800 22 44 30
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 022-23058738 or 022-23058542-43

A) Login Method for e-Voting shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

How to Log-in to NSDL e-Voting website?

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.

Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at https://eservices.nsdl.com/ with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. cast your vote electronically.

Your User ID details are given below:

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12****** then your user ID is IN300***12******.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12************** then your user ID is 12**************
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Password details for shareholders other than Individual shareholders are given below:

a) If you are already registered for e-Voting, then you can user your existing password to login and cast your vote.

b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.

c) How to retrieve your 'initial password'?

i. If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.

ii. If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered.**

5. If you are unable to retrieve or have not received the " Initial password" or have forgotten your password:

a) Click on "**Forgot User Details/Password**?"(If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.

b) **Physical User Reset Password**?" (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.

c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.co.in mentioning your demat account number/folio number, your PAN, your name and your registered address etc.

Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.

6. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.

7. Now, you will have to click on "Login" button.

8. After you click on the "Login" button, Home page of e-Voting will open.

<u>Step 2: Cast your vote electronically on NSDL e-Voting system.</u>

How to cast your vote electronically on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle
2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period now you are ready for e-Voting as the Voting page opens.
3. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
4. Upon confirmation, the message "Vote cast successfully" will be displayed.
5. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
6. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to nehamehraassociates@gmail.com with a copy marked to **evoting@nsdl.co.in.**

2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on www.evoting.nsdl.com to reset the password.

3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on toll free no.: 1800 1020 990 and 1800 22 44 30 or send a request to (Name of NSDL Official) at evoting@nsdl.co.in

Process for those shareholders whose email ids are not registered with the depositories/ company for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:

1. In case shares are held in physical mode please provide 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 cs@kdsbpo.com.

2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) to cs@kdsbpo.com. If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A**) i.e. **Login method for e-Voting for Individual shareholders holding securities in demat mode**.

3. Alternatively shareholder/members may send a request to evoting@nsdl.co.in for procuring user id and password for e-voting by providing above mentioned documents.

4. In terms of SEBI circular 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 required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility

For and on behalf of
Kandarp Digi Smart BPO Limited

Dimple Jain
Company Secretary
A66991

Place: Delhi
Date: 27.08.2026

Details of Directors seeking re-appointment at the forthcoming Annual General Meeting:-

Name of Director	**Mr. Pankaj Rai**
Date of Birth	03/11/1974
Expertise in specific functional areas	Experience over 31 Years approx
Date of original appointment	14/08/2022
No. of Equity Share held in the Company	No
Disclosure of relationships between directors inter-se	No relation
Qualification	Graduate
List of outside Directorship held in Public Company	NIL
Chairman/Member of the Committee of the Board of Directors of the Company.	No
Chairman/Member of the Committee of the Board of Directors of other Companies	Nil
Information as required pursuant to BSE Circular with ref. no. LIST/COMP/14/2018- 19 and the National Stock Exchange of India Limited Circular with ref. no. NSE/CML/2018/ 24, both dated 20 June2018, regarding the director not being debarred from holding the office by virtue of any SEBI order or any other such authority	**Mr. Pankaj Rai** is not debarred from holding the office of director by virtue of any SEBI order or any other such authority.

Details of Independent Directors seeking re-appointment at the forthcoming Annual General Meeting:-

Name of Director	**Mrs. Anita Jha**
Date of Birth	01/01/1972
Expertise in specific functional areas	She holds degree in Bachelor of Arts (Honors) having experience of 20 Years in field of being Educationist
Date of original appointment	30/09/2021
No. of Equity Share held in the Company	No
Disclosure of relationships between directors inter-se	No relation
Qualification	Graduate
List of outside Directorship held in Public Company	NIL
Chairman/Member of the Committee of the Board of Directors of the Company.	No
Chairman/Member of the Committee of the Board of Directors of other Companies	Nil
Information as required pursuant to BSE Circular with ref. no. LIST/COMP/14/2018- 19 and the National Stock Exchange of India Limited Circular with ref. no. NSE/CML/2018/ 24, both dated 20 June2018, regarding the director not being debarred from holding the office by virtue of any SEBI order or any other such authority	**Mr. Anita Jha** is not debarred from holding the office of director by virtue of any SEBI order or any other such authority.

EXPLANATORY STATEMENT

EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013 / OR REGULATION 36(3) OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

ITEM NO.4

Re-appointment of Ms. Anita Jha (DIN: 08778164), for second consecutive term as a Non-Executive Independent Director of the Company

Ms. Anita Jha (DIN: 08778164), was appointed as an Independent Director by the Members of the Company by passing the Special Resolution in the 20TH Annual General Meeting held on 30.09.2021 for the first term w.e.f **30.09.2021 to 29.09.2026** for a period of Five (5) years. Her term will expire on 29.09.2026.

The Nomination and Remuneration Committee, after evaluating the performance of **Ms. Anita Jha (DIN: 08778164)**, has recommended her re-appointment as an Independent Director for a second consecutive term of five (5) years, subject to the approval of the Members by way of a Special Resolution. Based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors pursuant to the provisions of Sections 149, 152, 161 and other applicable provisions, if any, of the Companies Act, 2013, and the rules made there under, read with Schedule IV of the Companies Act, 2013, at its meeting held on 14.08.2026, has approved the re-appointment of **Ms. Anita Jha (DIN: 08778164)**, as a Non Executive Independent Director of the Company, not liable to retire by rotation, for a second consecutive term of five (5) years commencing from **from 28.09.2026 to 27.09.2031**, subject to the approval of the Members by way of a Special Resolution.

The company has also received a declaration from **Ms. Anita Jha (DIN: 08778164)**, confirming that she meets the criteria of independence as prescribed under the Act and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 **Ms. Anita Jha (DIN: 08778164)**, is also not disqualified from being appointed as director in terms of Section 164 of the Act and has given his consent to act as Director of the company.

In the opinion of the Board, **Ms. Anita Jha (DIN: 08778164)**, possesses required qualification, experience and hold high standards of integrity for the purpose of Rule 8 (5) (iii a) of the Companies Accounts Rules, 2014 and fulfils the conditions specified in Listing Regulations for re-appointment as Independent Director.

Except **Ms. Anita Jha (DIN: 08778164)**, the appointee, none of the Directors, Key Managerial Personnel of the Company or their relatives are in any way, concerned or interested, financially or otherwise, in the proposed resolution.

The Board of Directors recommends the resolution at Item No. 4 of this Notice for your approval by special Resolution in the interest of the company.

BOARD'S REPORT

Dear Members,

Kandarp Digi Smart BPO Limited

The financial Summary:-

(Rs. In Lacs)

Particulars	2025-26	2024-25
Sales & Other Income	3982.45	2438.69
Profit before Finance Cost, Depreciation & Tax	166.86	374.42
Finance Cost	41.81	47.35
Depreciation & Amortization Expenses	72.70	73.14
Profit before extraordinary items and Tax	281.37	253.93
Extra-Ordinary Items	0	0
Profit/(loss) before tax	281.37	253.93
Current Tax	7316	65.32
Deferred Tax	22.88	26.49
MAT Credit Entitlement	-	-
Profit after Tax	185.33	159.43

FINANCIAL PERFORMANCE

Company's sales and other income for FY 2025-26 is Rs. 3982.45 (Lacs) as compared to Rs. 2438.69 (lacs)/- of previous FY i.e., 2024-25 showing decrease of 16.25%.The Company earned profit after tax Rs. 185.33 (lacs) as compared to Rs. 159.43 (lacs) in previous year.

TRANSFER OF RESERVES

Company has transferred 185.33 lakhs amount to General Reserve.

LISTING INFORMATION

The Company Shares are listed as follows:

Name of Stock Exchanges	Stock Code/Symbol
National Stock Exchange of India Limited (NSE) "Exchange Plaza", Bandra-Kurla Complex, Bandra (E), Mumbai - 400 051	**KANDARP**

SHARE CAPITAL

The Authorised Capital of the Company as on 31st March, 2026 is Rs.25,00,00,000/- divided into 2,50,00,000 Equity Shares of Rs. 10/- each.

The paid up share capital of the Company as on 31st March, 2026 is Rs. 89,730,000/-.

Name of Shareholders	No. of Shares Issued
Mrs. Meenakshi Pathak	5,00,400 eq. shares
Reliable Data Services Limited	4,643,000 eq. shares
Mr. Sunil Kumar Rai	1,26,000 eq. shares

DIRECTORS RESPONSIBILITY STATEMENT

As required by section 134 (3) (c) of Companies Act 2013.Your Directors state that:

a) in the preparation of the annual accounts for the year ended March 31, 2026, the applicable accounting standards read with requirements set out under Schedule III to the Act, have been followed and there are no material departures from the same;

b) the Directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at March 31, 2026 and of the profit of the Company for the year ended on that date;

c) the Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;

d) the Directors have prepared the annual accounts on a 'going concern' basis;

e) the Directors have laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and are operating effectively; and

f) the Directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems are adequate and operating effectively.

DEPOSITS

During the financial year 2025-26, the Company has not accepted any deposit within the meaning of Sections 73 and 74 of the Companies Act, 2013 read together with the Companies (Acceptance of Deposits) Rules, 2014.

DETAILS OF SIGNIFICANT AND MATERIALS ORDER PASSED BY THE REGULATORS, COURTS, TRIBUNAL

No significant and material order has been passed by the regulator, courts, tribunals impacting the going concern status and Companies operations in future.

CORPORATE SOCIAL RESPONSIBILTY

Provisions of Corporate Social Responsibility pursuant to the provisions of the section 135 of the Companies Act 2013 is not applicable on our company.

RISK MANAGEMENT

Risk management is the process of identification, assessment, and prioritization, of risk followed by coordinated efforts to minimize, monitor and mitigate/control the probability and/or impact of unfortunate events or to maximize the realization of opportunities. The Company has laid a comprehensive risk assessments and minimization procedure which is reviewed by the audit committee and approved by Board.

INTERNAL FINANCIAL CONTROL

According to Section 134(5) (e) of the Companies Act, 2013 the term Internal Financial Control (IFC) means the policies and procedures adopted by the company for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of Kandarp financial information.

CONTRACTS AND ARRANGEMENTS WITH RELATED PARTIES

All transactions entered with related parties during the financial year 2025-26, were on an arm's length basis and were in ordinary course of Business and the provisions of section 188 of the Companies Act, 2013 are not attracted. The disclosure in form AOC-2 is given Annexure III. Further, there are no materially significant related party transactions during the year made by the Company with promoter, Directors, Key Managerial personnel or other designated persons which may have potential conflict with the interest of the Company at large.

All related party transactions are placed before the audit committee for approval. Prior omnibus approval of the audit committee is obtained for the transaction which is of a foreseen and repetitive nature. Transaction entered into pursuant to omnibus approval so granted along with statements giving details of all related party transaction are placed before the audit Committee.

In line with the requirements of the Companies Act, 2013 and SEBI Listing Regulation 2015, the Company has formulated a Policy on Related Party Transactions which is also available on Company's website at **www.kdsbpo.com**.

S. No.	Related Parties	Nature of Relation
1	Pankaj Rai	Director
3	Sunil Kumar Rai Appointment 25/02/2021	Managing Director
4	Mrs Anita Jha Join 30/09/2021	Independent Director
5	Authentic Healthcare Services Pvt Ltd	Subsidiary of Holding Company
6	Ascent Keyboardlabs Technologies Pvt Ltd	Subsidiary of Holding Company

7	Reliable Data Services Ltd.	Holding Company
8	Authentic Developers Pvt. Ltd.	Subsidiary of Holding Company
9	Sharp Eagle Investigation Ltd.	Subsidiary of Holding Company
10	Vibrant Educare Pvt. Ltd.	Subsidiary of Holding Company
11	Reliable Agri Services Private Ltd.	Subsidiary of Holding Company
12	Factoring Management Services India Pvt. Ltd.	Subsidiary of Holding Company
13	RDS Allied Services Private Limited	Subsidiary of Holding Company

DIRECTORS

Mr. Pankaj Rai (DIN: 05250574), Non-Executive Director retires from the Board by rotation and being eligible, offer himself for reappointment.

The above is subject to approval of the Shareholders in the ensuing Annual General Meeting.

POLICY ON DIRECTORS' APPOINTMENT AND REMUNERATION AND OTHER DETAILS

The Remuneration Policy of the Company is designed to attract, motivate and retain manpower in a competitive and international market. The policy reflects the Company's objectives for good corporate governance as well as sustained long-term value creation for shareholders. The Remuneration Policy applies to the Company's senior management, including its Key Managerial Person and Board of Directors. The Nomination and Remuneration Policy for the members of Board and Executive Management is available on the Company's website, www.kdsbpo.com

ANNUAL EVALUATION OF BOARD'S PERFORMANCE

In accordance with the provisions of Schedule IV of the Companies Act 2013, a separate meeting of the Independent Directors was held properly without the attendance of Non-Independent Directors and Members of the Management. The Committee has reviewed the performance and effectiveness of the Board in this meeting as a whole for the Financial Year 2024-25.

KEY MANAGERIAL PERSONNEL

The Key Managerial Personnel (KMP) in the Company as per Section 2(51) and 203 of the Companies Act, 2013 are as follows:-

Mr. Sunil Kumar Rai: - Managing Director (DIN: 01989744)
Mrs. Meenakshi Pathak: - Whole Time Director (DIN: 02009605)
Mr. Pankaj Rai- Non-Executive Director (DIN: 05250574)
Mr. Parbind Jha: - Chief Financial Officer
Ms. Dimple Jain -whole time company secretary and compliance officer

NUMBER OF BOARD MEETINGS OF BOARD OF DIRECTORS.

The Board of Directors duly met Four times during the financial year 2025-26 for which proper notices were given and the proceedings were properly recorded in the Minutes Book maintained for the purpose.

DISCLOSURE RELATING TO REMUNERATION OF DIRECTORS, KEY MANAGERIAL PERSONNEL AND PARTICULARS OF EMPLOYEES

In terms of the provisions of Section 197(12) of the Companies Act, 2013 read with Rules 5 (2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, a statement showing the names and other particulars of the employees drawing remuneration in excess of the limits set out in the said rules.

DISCLOSURE BY INDEPENDENT DIRECTORS

All Independent Directors have given declarations that they meet the criteria of independence as laid down under section 149(6) of the Companies Act, 2013 and Regulation 25 of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015.

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

The company has a policy and it provides for protection against sexual harassment of woman at work place and for prevention and redressal of such complaints.
The Company has zero tolerance on Sexual Harassment at workplace. During the year under review, no complaints were received against the sexual harassment at workplace.

STATUTORY AUDITOR

M/s. Karmv & Co., Chartered Accountants, (Firm Registration No. 023022N), New Delhi, were appointed as the Statutory Auditors of the Company. The Auditor's report for the Financial Year ended 31st March, 2026 has been issued with an unmodified opinion, by the Statutory.

SECRETARIAL AUDITOR

The Board has appointed **Mrs. Neha Mehra, Practicing Company Secretary** to conduct the Secretarial Audit of the Company for the financial year 2025-26. The Secretarial Audit Report is annexed herewith to this Report.

COST AUDIT

Provision given under section 148 of Companies Act, 2013 and rule 14 of company (audit and auditor) rules, 2014, not applicable for our company.

VIGIL MECHANISM

The Company has framed a vigil mechanism/whistle blower policy to deal with unethical behavior actual or suspected fraud or violation of the Companies Code of Conducts or ethics policy, if any. The Vigil Mechanism/ whistle blower policy has been uploaded on the website of the Company.

PARTICULARS OF LOANS GIVEN, INVESTMENTS MADE, GUARANTEES GIVEN AND SECURITIES PROVIDED

The Details of loans, guarantees or investments covered under the provision of under Section 186 of the Companied Act, 2013 are given in the Note to the Financial Statement.

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

The provision of Conservation of energy, Technology absorption and Foreign Exchange earnings and outgo as stipulated under Section 134 of the Companies Act, 2013 read with the Companies (Accounts) Rules, 2014, is not applicable on our company.

OTHER DISCLOSURES

During the year, there were no transaction requiring disclosure or reporting in respect of matters relating to:
(a) pendency of any proceeding under the Insolvency and Bankruptcy Code, 2016; and
(b) instance of one-time settlement with any bank or financial institution

APPRECIATION AND ACKNOWLEDGMENTS

Your Directors place on record their deep appreciation to employees at all levels for their hard work, dedication and commitment. The enthusiasm and unstinting efforts of the employees have enabled the Company to remain as industry leaders.

The board places on record its appreciation for the support and co-operation your company has been receiving from its suppliers, retailers, dealers and other associated with the company. Our company looks upon them as partners in its progress and has shared with them the rewards of growth. It will be the Company's endeavour to build and nurture strong links on mutuality of benefits, respect for and co-operation with each other, consistent with consumer interests.

The Directors also take the opportunity to thank all shareholders, clients, vendors, Banks, Government and Regulatory authorities and stock exchanges, for their continued support.

For and on behalf of the Board of Directors
Kandarp Digi Smart BPO Limited

Sunil Kumar Rai
Chairman-cum-Managing Director

Place:-Delhi
Dated:-27.08.2026

Form No. MR-3
SECRETARIAL AUDIT REPORT
FOR THE FINANCIAL YEAR ENDED MARCH 31, 2026

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

To,
The Members,
Kandarp Digi Smart BPO Limited
CIN: U74899DL2001PLC109565
GF-22 Hans Bhawan
Bahadur Shah Zafar Marg,
New Delhi Central Delhi 110002 India

Secretarial compliance report of KANDARP DIGI SMART BPO LIMITED for the year ended 31st March 2026.

After Examination

a. all the documents and records made available to us and explanation provided by KANDARP DIGI SMART BPO LIMITED ("the listed entity"),
b. the filings/ submissions made by the listed entity to the stock exchanges,
c. website of the listed entity,
d. any other document/ filing, as may be relevant, which has been relied upon to make this certification, for the year ended March 31, 2026 ("Review Period") in respect of compliance with the provisions of :

   a. the Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the Regulations, circulars, guidelines issued there under; and
   b. the Securities Contracts (Regulation) Act, 1956 ("SCRA"), rules made there under and the Regulations, circulars, guidelines issued there under by the Securities and Exchange Board of India ("SEBI");

The specific Regulations, whose provisions and the circulars/ guidelines issued there under, have been examined, include:-

a. Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;

b. Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;

c. Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;

d. Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018;

e. Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014;

f. Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;

g. Securities and Exchange Board of India(Issue and Listing of Non- Convertible and Redeemable Preference Shares) Regulations,2013;

h. Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

i. other regulations as applicable) and circulars/ guidelines issued there under;

and based on the above examination, I hereby report that, during the Review Period:

a. The listed entity has complied with the provisions of the above Regulations and circulars/ guidelines issued there under, except in respect of matters specified below:-

Sr. No	**Compliance Requirement (Regulations! circulars! guidelines including specific clause)**	**Deviations**	**Observations! Remarks of the Practicing Company Secretary**
	NIL	NIL	NIL

b. The listed entity has maintained proper records under the provisions of the above Regulations and circulars/ guidelines issued there under insofar as it appears from my examination of those records.

c. The following are the details of actions taken against the listed entity/ its promoters/ directors/ material subsidiaries either by SEBI or by Stock Exchanges (including under the Standard Operating Procedures issued by SEBI through various circulars) under the aforesaid Acts/ Regulations and circulars/ guidelines issued there under:

Sr. No.	**Action taken by**	**Details of violation**	**Details of action taken E.g. fines, warning letter, debarment, etc.**	**Observations! Remarks of the Practicing Company Secretary, if any.**
1.			NIL	

2.				

d. The listed entity has taken the following actions to comply with the observations made in previous reports:

Sr. No.	Observations of the Practicing Company Secretary in the previous reports	Observations made in the secretarial compliance report for the year end (The years are to be mentioned)	Actions taken by the listed entity, if any	Comments of the Practicing Company Secretary on the actions taken by the listed entity
	NIL	NIL	NIL	NIL

(Note:

1. Provide the list of all the observations in the report for the previous year along with the actions taken by the listed entity on those observations.

2. Add the list of all observations in the reports pertaining to the periods prior to the previous year in case the entity has not taken sufficient steps to address the concerns raised! Observations.

E.g. In the report for the year ended 31st March, 2026, the PCS shall provide a list of:
 all the observations in the report for the year ended 31st March, 2026 along with the actions taken by the listed entity on those observations.
 the observations in the reports pertaining to the year ended 31st March, 2026 and earlier, in case the entity has not taken sufficient steps to address the concerns raised/ observations in those reports.)

For Neha Mehra & Associates
Company Secretary

Neha Mehra
(Proprietor)
ACS: 26134
COP: 12856

Date:27.08.2026
Place: Delhi

Date:27.08.2026

To,
The Members,
Kandarp Digi Smart BPO Limited
CIN: U74899DL2001PLC109565
GF-22, Hans Bhawan, Bahadur Shah Zafar Marg,
New Delhi 110002 India

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

1. Maintenance of secretarial record is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.

2. We have followed the audit practices and process as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on the test basis to ensure that correct facts are reflected in secretarial records. We believe that the process and practices, we followed provide a reasonable basis for our opinion.

3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the company.

4. Where ever required, we have obtained the Management representation about the compliances of laws, rules, regulations and happening of events etc.

5. The compliances of the provisions of Corporate and other applicable laws, rules, regulations, standards are the responsibility of management. Our examination was limited to the verification of procedures on test basis.

6. The Secretarial Audit report is neither an assurance as to the future viability of the company nor of the efficacy of effectiveness with which the management has conducted the affairs of the company.

For Neha Mehra & Associates
Company Secretary

Neha Mehra
(Proprietor)
ACS: 26134
COP: 12856

Date:27.08.2026
Place: Delhi

INDEPENDENT AUDITOR'S REPORT

To the Members of KANDARP DIGI SMART BPO LIMITED.

Report on the Audit of the Financial Statements

Opinion

We have audited the accompanying financial statements of Kandarp' Digi Smart BPO Limited ("the Company"), which comprise the balance sheet as at March 31, 2026, the statement of profit and loss, and the statement of cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013, 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, 2026, and its Profit and its cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the 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 opinion on the financial statements.

Key Audit Matters

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

S No	Key Audit Matter with description and reasoning for selection as Key Audit Matter	Audit Procedures Undertaken to address the Key Audit Matter
1	The Company has recognised Computer software as an intangible asset for the first time in the current financial year. Initial cost estimated by the management. Further, the company has estimated its useful life as 20 years for the purpose of amortisation of initial cost and residual value at 5%. We identified as KAM considering: - The significant risk of rapid changes in technology, computer software is	Our audit procedures included, amongst others, the following: • Evaluation of the estimate of cost, useful life and residual value made by the management. • The factors that need to be considered in estimating the useful life of an intangible assets as par para-64 of AS-26, is not evidencing and convincing.

	susceptible to technology obsolescence, therefore, it is likely that their useful life will be short. (Para-65 of AS-26). Estimates of useful life become less reliable as the length of useful life increases, (Para-66 of As-26) The residual value of an intangible assets should be assumed to be zero unless, (a) there is a commitment by a third party to purchase the assets at the end of useful life, (b) there is an active market for the asset by reference to which the residual life can be determined and it is probable that such market will exist after 20 years.	• There is no persuasive evidence produced by the management the useful life will be 20 years. • No substantial evidence that both the economic and legal factors influencing the useful life. • There are no factors amongst others, indicating that the legal life is certain or its renewal will make it certain. • Considering the operation (providing services to banks & other financial institutions- BPO) carried out by the company there is no market readily available for sale of the software and the change in the business process of the client companies will make the software redundant and useless.

Other Information

The Company's Board of Directors are responsible for the other information. The other information comprises the information included in the Company’s Board of Director’s Report but does not include the financial statements and our auditor’s report thereon.

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

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

The Company’s Board of Directors are responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance, and cash flows 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, 2021. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

The 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, but not for the purpose of expressing an opinion on the adequacy and operating effectiveness of the company's internal 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 the management and Board of Directors use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Materiality is the magnitude of misstatement in the financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the financial statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatement in the financial statements.

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

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

Report on Other Legal and Regulatory Requirements

1. As required by 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 A", a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

2. As required by Section 143(3) of the Act, we report that:

   (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit;

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

   (c) The balance sheet, the statement of profit and loss, and the statement of cash flows dealt with by this Report are in agreement with the books of account;

   (d) In our opinion, the aforesaid financial statements comply with the accounting standards specified under section 133 of the Act read with the Companies (Accounting Standards) Rules, 2021;

   (e) On the basis of the written representations received from the directors as on March 31, 2026 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2026 from being appointed as a director in terms of Section 164 (2) of the Act;

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

   (g) 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 explanation given to us, the provisions of section 197 read with Schedule V of the Act are not applicable to the Company since the Company has not paid/ provided for the remuneration to its directors during the year ended 31st March 2026.

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

      i. The Company have a pending litigations refer to note no 12(VII) which would impact its financial position.

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

      iii. There 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 persons or entities, including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever ("Ultimate Beneficiaries") by or on behalf of the Company, 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 persons or entities, including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the company shall, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(c) Based on audit procedures that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e) contain any material misstatement.

v. The Company has neither declared nor paid any dividend during the year.

vi. Reporting on Rule 11(g), As proviso to rule 3(1) of the Companies (Accounts) Rules, 2014 is applicable for the company only w.e.f. April 1, 2025, reporting under this clause is not applicable.

For M/s KARMV & Co
Chartered Accountants
Firm's Registration No. 023022N

Kailash Kumar
Partner

Membership No. 511322
Place: - New Delhi
Date: 30.05.2026
UDIN: 26511322ARAAUO4385

ANNEXURE A to the Independent Auditor's Report referred to in paragraph 1 under the heading 'Report on Other Legal and Regulatory Requirements' of our report of even date on the financial statements of Kandarp' Digi Smart BPO Limited.

With reference to the Annexure A referred to in the Independent Auditors' Report to the members of the Company on the Financial Statements for the year ended March 31, 2026, we report the following:

(i) (a) (A) The Company has proper records related to full particulars including quantitative details and situation of Property, Plant and Equipment.

(B) The Company has proper records related to full particulars of Intangible assets.

(b) The Company has a program of verification of all the items of Property, Plant and Equipment in a phased manner which in our opinion, is reasonable having regard to the size of the Company and the nature of its Property, Plant and Equipment. Pursuant to the program, items of Property, Plant and Equipment were physically verified by the management at reasonable intervals. According to the information and explanations given to us, no material discrepancies were noticed on such verification during the year.

(c) According to the information explanation given to us and on the basis of our examination of the records of the company, the Company do not have any immovable properties whether owned or leaseholds and not disclosed in the financial statements any immovable properties, hence in our opinion, clause 3(1) (c) of the Order, is not applicable to the Company.

(d) According to the information explanation given to us, the company has not revalued its Property, Plant and Equipment (including Right of Use Assets) or intangible assets during the year ended 31st March 2026.

(e) According to the information explanation given to us, no proceedings have been initiated during the year or are pending against the company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder.

(ii) (a) The Company is a service Company, primarily rendering BPO service and not involved in any manufacturing operations, accordingly it does not hold any physical inventories of materials. Thus paragraph (ii) (a) of the Order is not applicable to the company.

(b) According to the information and explanation given to us and based on our examination of the records of the company, the company has not been sanctioned working capital limits from bank or financial institutions, in excess of five crore rupees, in aggregate, on the basis of security of current assets at any point of time during the year.

(iii) According to the information explanation given to us and on the basis of our examination of the records of the company, the company has not made any investments in, provided any guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or any other parties. Therefore, the provisions of sub clauses of clause 3(iii) of the said Order are not applicable to the company.

(iv) According to the information explanation given to us and on the basis of our examination of the records of the company, the company has not made any loans, investments, provided any guarantees and security on which provisions of section 185 and 186 of the Companies Act 2013 are applicable.

(v) In our opinion and according to the information and explanations given to us, the Company has not accepted any deposits from public within the meaning of Section 73 to 76 of the Companies Act, 2013 and the rules framed thereunder. Accordingly, the provisions of Clause 3(v) of the order are not applicable to the Company.

(vi) According to the information's and explanation given to us, the Central Government has not prescribed the maintenance of cost records under sub-section (1) of Section 148 of the Companies Act, 2013 in respect of the products sold or services rendered by the Company.

(vii) (a) According to the information's and explanation given to us and based on our examination of records of the Company, the Company is generally regular in depositing undisputed statutory dues including Provident Fund, Employees State Insurance, Income tax, Sales Tax, Wealth tax, Service tax, Duty of Customs, duty of Excise, Value Added Tax, GST, Cess and other statutory dues with the appropriate authorities to the extent applicable to it. There are no undisputed amounts payable in respect of income tax, wealth tax, service tax, sales tax, value added tax, duty of customs, duty of excise or cess which have remained outstanding as at March 31, 2026 for a period of more than 6 months from the date they became payable.

(b) According to the information and explanations given to us, there are not any statutory dues referred in sub- clause (a) which have not been deposited on account of any dispute.

(viii) In our opinion and according to the information and explanations given to us, the Company has not surrendered or disclosed any transaction, previously unrecorded in the books of account, in the tax assessments under the Income Tax Act, 1961 as income during the year. Accordingly, the requirement to report on clause 3(viii) of the Order is not applicable to the Company.

(ix) (a) In our opinion and according to the information and explanations given to us, the Company has not defaulted in repayment of any loan or other borrowings or any interest due thereon to any lender. Accordingly, the requirement to report on clause 3(ix) of the Order is not applicable to the Company.

(b) In our opinion and according to the information and explanations given to us, the company has not been a declared wilful defaulter by any bank or financial institution or other lender.

(c) In our opinion and according to the information and explanations given to us, the loans were applied for the purpose for which the loans were obtained.

(d) In our opinion and according to the information and explanations given to us, and the procedure performed by us, there are no funds raised on short term basis which have been utilized for long term purposes.

(e) In our opinion and according to the information and explanations 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.

(f) In our opinion and according to the information and explanations given to us and on overall examination by us, the company has not raised loans during the year on the pledge of securities held in its subsidiaries, joint ventures or associate companies.

(x) (a) In our opinion and according to the information's and explanation given to us, the Company has raised money by way of initial public offer during the period under reporting was applied for the purposes for which fund raised.

(b) In our opinion and according to the information and explanations given to us, the company has not made preferential allotment or private placement of shares or fully or partly convertible debentures during the year. Accordingly, clause 3 (x) (b) of the order is not applicable.

(xi) (a) During the course of our examination of the books and records carried out in accordance with the generally accepted auditing practices and according to the information and explanations given to us, we have not noticed any case of fraud by the company or any fraud on the Company by its officers or employees during the year. The management has also not reported any case of fraud during the year.

(b) According to the information explanation given to us and on the basis of our examination of the records of the company, no report under sub-section (12) of section 143 of the Companies Act has been filed by the auditors in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government.

(c) As reported to us by the management, there are no whistle- blower complaints received by the Company during the year.

(xii) According to the information explanation given to us, the company is not a Nidhi Company. Accordingly, the provisions of Clause (xii) of paragraph 3 of the order are not applicable to the Company.

(xiii) As per the information and explanations given to us and based on our examination of records of the Company, transactions with the related parties are in compliance with sections 177 and 188 of Companies Act, 2013 where applicable, and the details have been disclosed in the financial statements, as required by the applicable accounting standards. Identification of related parties were made and provided by the management of the company.

(xiv) (a) Based on information and explanations provided to us and our audit procedures, in our opinion, the company has internal audit system commensurate with the size and nature of its business and has appointed internal auditor in compliance with section 138 of the Act and applicable rule.

(b) We have considered the internal audit report of the company issued till date for the period under audit.

(xv) In our opinion and according to the information and explanations given to us, the Company has not entered into any non-cash transactions with directors or persons connected with him for the year under review. Accordingly, the requirement to report on Clause 3(xv) of the Order are not applicable to the Company.

(xvi) (a) The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934 (2 of 1934). Accordingly, the requirement to report on Clause 3(xvi) (a), (b) and (c) of the Order are not applicable to the Company.

(b) The company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India.

(c) As per the information and explanations received, the group does not have any Core Investment Company (CIC) as part of the group.

(xvii) According to the information explanation given to us, and based on our examination of records of the company, the company has not incurred cash loss in current financial year or in immediately preceding financial year.

(xviii) There has been no resignation of the previous statutory auditors during the year.

(xix) According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the financial statements, the auditor's knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention , which causes us to believe that any material uncertainty exists as on the date of the audit report that the Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.

(xx) In our opinion and according to the information and explanations given to us, there is not liability of the company under the provisions of section 135 of the Companies Act, relating to Corporate Social Responsibility. Accordingly, the requirement to report on Clause 3(xx) (a) and (b) of the Order are not applicable to the Company

For M/s KARMV & Co
Chartered Accountants
Firm's Registration No. 023022N

Kailash Kumar
Partner
Membership No. 511322

Place: - New Delhi
Date: 30.05.2026
UDIN: 26511322ARAAUO4385

Annexure B" to the Independent Auditors' Report

(Referred to in paragraph 2(A) (f) under 'Report on Other Legal and Regulatory Requirements' section of our report of even date of Kandarp' Digi Smart BPO Limited)

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

Opinion

We have audited the internal financial controls with reference to Financial Statements of Kandarp' Digi Smart BPO Limited ("the Company") as of 31 March 2026 in conjunction with our audit of the Financial Statements of the Company for the year ended on that date.

In our opinion, the Company has, in all material respects, an adequate internal financial controls system with reference to Financial Statements and such internal financial controls with reference to Financial Statements were operating effectively as at 31 March 2026, based on the internal control with reference to financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note issued by the ICAI

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control with reference to financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") issued by the Institute of Chartered Accountants of India ("ICAI"). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to 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 Act.

Auditor's Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls with reference to financial statements based on our audit. We conducted our audit in accordance with the Guidance Note and the Standards on Auditing, issued by ICAl and deemed to be prescribed under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by 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 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 control system with reference to financial statements and their operating effectiveness. Our audit of internal financial controls with reference to financial statements included obtaining an understanding of internal financial controls with reference to financial statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

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

Meaning of Internal Financial Controls with reference to Financial Statements

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

For M/s KARMV & Co
Chartered Accountants
Firm's Registration No. 023022N

Kailash Kumar
Partner
Membership No. 511322

Place: - New Delhi
Date: 30.05.2026
UDIN: 26511322ARAAUO4385

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KANDARP DIGI SMART BPO LTD.
BALANCE SHEET AS AT 31ST MARCH, 2026
CIN L74899DL2001PLC109565

	Particulars	Note	As at 31st March, 2026 (In Lakhs)	As at 31st March, 2025 (In Lakhs)
I.	**ASSETS**			
(1)	**Non-Current Assets**			
	Property Plant & Equipments and Intangiable assets			
	(a) Tangible assets	1	30.64	39.87
	(b) Intangible assets	2	446.55	449.01
	(c) Capital Work in Progress	3	501.62	561.62
(2)	**Current assets**			
	(a) Trade receivables	4	2,452.16	1,493.49
	(b) Cash and cash equivalents	5	240.04	129.59
	(c) Short term loans and advances	6	546.57	136.82
	(d) Other current assets	7	103.21	115.78
	TOTAL		**4,320.79**	**2,926.18**
II.	**EQUITY AND LIABILITIES**			
(1)	**Shareholders' Funds**			
	(a) Share capital	8	897.30	897.30
	(b) Money received against Warrants issued	8F	846.45	-
	(c) Other Equity	9	1,273.78	1,067.32
(2)	**Non-current Liabilities**			
	(a) Long-term borrowings	10	-	62.69
	(b) Deferred tax assets (Net)	11	54.46	31.58
(3)	**Current Liabilities**			
	(a) Short-term borrowings	12	354.04	357.11
	(b) Trade payables	13	562.95	318.17
	(c) Other current liabilities	14	198.49	71.10
	(d) Short-term provisions	15	133.32	120.91
	TOTAL		**4,320.79**	**2,926.18**

Note-15 Notes on Accounts & Note-21 Significant Accounting Policies forming part of accounts

As per our audit report of even date attached herewith
FOR KARMV AND COMPANY
Chartered Accountants
FRN:023022N

For & On Behalf of Board of Directors
KANDARP DIGI SMART BPO LTD.

Meenakshi Pathak
Whole Time Director
DIN: 2009605

Sunil Kumar Rai
Managing Director
DIN: 01989744

CA Kailash Kumar
(Partner)
M No.511322
UDIN

Place: New Delhi
Date:

Parbind Jha
CFO

Dimple jain
Company Secretary
M.No.66991

KANDARP DIGI SMART BPO LTD.

PROFIT & LOSS STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2026
CIN L74899DL2001PLC109565

	Particulars	Note	As at 31st March, 2026 (In Lakhs)	As at 31st March, 2025 (In Lakhs)
I.	Net Services Sales	16	3,973.75	2,433.58
II.	Other Income	17	8.70	5.11
III.	Total Income		**3,982.45**	**2,438.69**
IV.	**Less: Direct Expenses**			
	Employee Benefit Expenses/Other Direct Cost	18	3,467.17	1,987.51
	Finance costs	19	41.81	47.35
	Other expenses	20	119.41	76.75
	Non Cash Expenses - Depreciation	21	72.70	73.14
	Total Direct Expenses		**3,701.08**	**2,184.76**
V.	**Profit /(loss) before exceptional items and tax (III-IV)**		**281.37**	**253.93**
VI.	Exceptional Items		-	2.69
VII.	Profit/(Loss) before tax(V-VI)		281.37	251.24
VIII	Tax Expense:			
	(1) Current tax		73.16	65.32
	(2) Deferred tax		22.88	26.49
IX	Profit/(loss)for the period from continuing operations(VII-VIII)		185.33	159.43
X	Profit/(loss) from discontinuing operations		-	-
XI.	Tax expense of discontinuing operations		-	-
XII.	Profit/(loss) from discontinuing operations (after tax) (X-XI)		-	-
XIII.	Profit/(Loss) for the period (IX+XII)		185.33	159.43
XIV.	Earning per equity share:			
	(1) Basic		0.00	1.14
	(2) Diluted		0.00	1.14

Note-12 Other Notes on Accounts & Note-13 Significant Accounting Policies forming part of accounts
As per our audit report of even date attached herewith

FOR KARMV AND COMPANY
Chartered Accountants
FRN:023022N

For & On Behalf of Board of Directors
KANDARP DIGI SMART BPO LTD.

CA Kailash Kumar
(Partner)
M No.511322
UDIN

Meenakshi Pathak
Whole Time Director
DIN: 2009605

Sunil Kumar Rai
Managing Director
DIN: 01989744

Place: New Delhi
Date:

Parbind Jha
CFO

Dimple jain
Company Secretary
M.No.66991

KANDARP DIGI SMART BPO LTD.
(Formerly Known as Kandarp Management Services Private Limited)
CASH FLOW STATEMENT
FOR THE YEAR ENDING 31ST MARCH, 2026

Particulars	FY 2025-26 Amounts (In Lakhs)		FY 2024-25 Amounts (In Lakhs)	
Profit before taxation and Extra ordinary items	281.37		251.24	
Adjustments for:				
Depreciation	72.70		73.14	
Interest income	(8.70)		(5.11)	
Interest Paid	41.81		47.35	
Adjustment during the year	21.12		12.11	
Changes in Working Capital:				
(Increase) / Decrease in Trade Receivables	(958.67)		(470.90)	
(Increase) / Decrease in Other Current Assets	12.56		7.55	
(Increase) / Decrease in Other non Current Assets	-		-	
Increase / (Decrease) in Trade Payables	244.78		228.47	
Increase / (Decrease) in Short term Provisions	12.41		25.45	
Increase / (Decrease) in Other Current Liabilities	127.39		(23.45)	
Cash generated from operations	(153.23)		**145.87**	
Income taxes paid/ Adjustment	(73.16)		(65.32)	
Net cash from operating activities	-	**(226.39)**	**-**	**80.54**
	-		-	
Cash flows from investing activities				
Sale / (Purchase) of Tangible Assets	(1.00)		(0.15)	
Capital work in progress	(60.00)		200.00	
Sale / (Purchase) of Intangible Assets	60.00		(200.00)	
(Increase) / Decrease in Short term Loan and Advances	(409.76)		57.88	
Cureent Investment	-		-	
Interest income	8.70		5.11	
Net cash used in investing activities		**(402.05)**		**62.84**
Cash flows from financing activities				
Bonus Equity Share Issued				
Increase / (Decrease) in short-term borrowings	(3.07)		(60.01)	
Increase / (Decrease) in long-term borrowings	(62.69)		(2.74)	
Interest Paid	(41.81)		(47.35)	
Money received against Warrants issued	846.45			
Equity Share Issued				
Security Premium				
Net cash used in financing activities		***738.88***		***(110.11)***
Net increase in cash and cash equivalents		**110.44**		**33.28**
Cash and cash equivalents at beginning of period		**129.59**		**96.32**
Cash and cash equivalents at end of period		**240.04**		**129.59**

As per our audit report of even date attached herewith
FOR KARMV AND COMPANY
Chartered Accountants
FRN:023022N

For & On Behalf of Board of Directors

Meenakshi Pathak
Whole Time Director
DIN:2009605

Sunil Kumar Rai
Managing Director
DIN: 01989744

CA Kailash Kumar
(Partner)
M No.511322
UDIN

Place: New Delhi
Date:

Parbind Jha
CFO

Dimple jain
Company Secretary
M.No.66991

KANDARP DIGI SMART BPO LTD.

(Formerly Known as Kanadarp Management Services Private Limited)

NOTES TO ACCOUNTS FORMING AN INTEGRAL PART OF BALANCE SHEET AS AT 31ST MARCH, 2026

4 TRADE RECEIVABLES

Note No.

Ageing for trade receivables-Current outstanding as at March 31, 2026 is as follows

Particulars	Outstanding for following periods from due date of payment					
					Rs. In Lakhs	
	Less than 6 Month	6 month -1year	1-2 years	2-3 years	more than 3 years	Total
Trade receivables-Billed						
Un disputed trade receivables-considered good	1,716.09	736.07				**2,452.16**
Un disputed trade receivables-considered doubtful						
Disputed trade receivables-considered good						
Disputed trade receivables-considered doubtuful (Refer Note						
Trade receivables-Un-billed						
					Total	**2,452.16**

Ageing for trade receivables-Current outstanding as at March 31, 2025 is as follows

Particulars	Outstanding for following periods from due date of payment					
					Rs. In Lakhs	
	Less than 6 Month	6 month -1year	1-2 years	2-3 years	more than 3 years	Total
Trade receivables-Billed						
Un disputed trade receivables-considered good	1,279.66	213.83	0	0	-	**1,493.49**
Un disputed trade receivables-considered doubtful	0.00	0.00	0.00	0.00		
Disputed trade receivables-considered good	0	0	0	0		
Disputed trade receivables-considered doubtuful (Refer Note No.12 (VII)	0	0	0	0	-	-
Trade receivables-Un-billed	0.00	0	0	0		-
				Total	-	**1,493.49**

Note No.	5 CASH AND CASH EQUIVALENTS	As At 31st March,2026 (In Lakhs)	As At 31st March,2025 (In Lakhs)
	a) Balances with Banks	68.62	66.20
	b) Cash in hand	4.13	3.70
	c) FD in Bank & Other deposit	167.28	59.69
	Total	**240.04**	**129.59**

Note No.	6 SHORT TERM LOANS AND ADVANCES	As At 31st March,2026 (In Lakhs)	As At 31st March,2025 (In Lakhs)
	Loans and advances to employees		
	Staff Adavance	70	49.88
	Staff Imprest	1	2.81
	Trade Adavance	380.14	10.55
	Balance With Government Authorities		
	Tds Receivable (F.Y.25-26)	96	
	Tds Receivable (F.Y.24-25)		73.58
	Total	**547**	**137**

KANDARP DIGI SMART BPO LTD.

(Formerly Known as Kanadarp Management Services Private Limited)

NOTES TO ACCOUNTS FORMING AN INTEGRAL PART OF BALANCE SHEET AS AT 31ST MARCH, 2026

Note No.	7 OTHER CURRENT ASSETS:	As At 31st March,2026 (In Lakhs)	As At 31st March,2025 (In Lakhs)
	Deffered Revenue Expenses	100.51	113.08
	Security Deposits	2.70	2.70
	Future Generali Life Insurance Ltd/grautity Fund	0.00	0.00
	Total	**103.21**	**115.78**

Note No.	8 SHARE CAPITAL	As At 31st March,2026 (In Lakhs)	As At 31st March,2025 (In Lakhs)
	A) Authorized Share Capital		
	2,50,00,000 Equity Shares of Rs 10 each	**2,500.00**	**1,000.00**
	B) Issued, subscribed & fully paid up:	-	-
	8973000 Equity Shares of Rs 10 each	**897.30**	**897.30**
		Nos	**Nos**
	Aggregate number of shares allotted as fully paid up pursuant to contract(s) without payment being received in cash.	Nil	Nil
	Aggregate number of shares allotted as fully paid up by way of bonus shares.	Nil	Nil
	Aggregate number of shares bought back.	Nil	Nil

C) Reconciliation of number of shares outstanding at the beginning and at the end of the reporting period.	As At 31st March 2026 (In Lakhs) No. of Shares	As At 31st March 2026 (In Lakhs) Values in Rs.	As At 31st March 2025 (In Lakhs) No. of Shares	As At 31st March 2025 (In Lakhs) Values in Rs.
Equity Shares at the beginning of the year	8,973,000	897.30	8,973,000	897.30
Bonus Equity Shares allotted during the year				
Equity Shares issue during the year				
Equity Shares at the end of the year	**8,973,000**	**897.30**	**8,973,000**	**897.30**

D) Shares Holding Patterns in respect of each class of shares:	As At 31st March 2026 (In Lakhs)		As At 31st March 2025 (In Lakhs)	
Each Equity Shareholders holding more than 5% shares.	No. of Shares Held	% of total shares	No. of Shares Held	% of total shares
Meenakshi Pathak	500,400	5.58	500,400	5.58
Reliable Data Services Ltd.	4,643,000	51.74	4,643,000	51.74
Sunil Kumar Rai	126,000	1.40	126,000	1.40
Total:	**5,269,400**	**58.72**	**5,269,400**	**58.72**

The Company has only one class of shareholders, i.e. equity share per value of Rs.10/-. Each shareholder is entitled to vote in case of poll, one share have one vote. Equity share holders are entitled to get dividends in case it is declared by the company on recommendation of the Board. In the event of liquidation, the equity shareholders are eligible

Shares held by Holding Companies	As At 31st March 2026 (In Lakhs)		As At 31st March 2025 (In Lakhs)	
	No. of Shares Held	% of total shares	No. of Shares Held	% of total shares
Reliable Data Services Ltd.	4,643,000	51.74	4,643,000	51.74

E) Disclosure of Share Holding Promoters	As on 31/03/2026		Change in Equity	As on 31/03/2025		Change in Equity
Share Holding Promoters	**No. of Shares Held**	**% of total shares**		**No. of Shares Held**	**% of total shares**	
Meenakshi Pathak	500,400	5.58	-	500,400	5.58	0%
Reliable Data Services Ltd.	4,643,000	51.74	-	4,643,000	51.74	11.15%
Sunil Kumar Rai	126,000	1.40	-	126,000	1.40	0%
	5,269,400	**58.72**	-	**5,269,400**	**58.72**	0%

The Company has only one class of shareholders, i.e. equity share per value of Rs.10/-. Each shareholder is entitled to vote in case of poll, one share have one vote. Equity share holders are entitled to get dividends in case it is declared by the company on recommendation of the Board. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the company after distribution of all preferential dues, in proportion to their shareholding.

F) (a) Company issues 32,40,000 No. of Share warrants, each convertible into, or exchangeable at an option of Warrant Holder(s)/ Proposed Allottee(s), within a maximum period of 18 (eighteen) months from the date of allotment of warrants into equivalent number of fully paid up equity share of the Company of face value of Rs.10/- each (“Warrants”) at a price of Rs. 104.50/- **(b)** The minimum amount of Rs. 8,46,45,000/- (Rupees Eight Crores Seventy-Four Lakhs Sixty-Six Thousand Five Hundred Only) which is equivalent to 25% (twenty five percent) of the Warrants Issue Price shall be paid at the time of subscription and allotment of each Warrant.

KANDARP DIGI SMART BPO LTD.

(Formerly Known as Kanadarp Management Services Private Limited)

NOTES TO ACCOUNTS FORMING AN INTEGRAL PART OF BALANCE SHEET AS AT 31ST MARCH, 2026

Note No.	9 OTHER EQUITY	As At 31st March 2026 (In Lakhs)	As At 31st March 2025 (In Lakhs)
	i) Share Premium Account	.	-
	less :- Bonus Share issued during the year		
	ii) Surplus/Deficit(-) i.e. Balance in Profit & Loss Account		
	Opening Balance in profit & loss account	1,067.32	895.78
	Add: Profit/(Loss) for the Year	185.33	159.43
	Income tax Adjustment	21.12	12.11
	Total:	**1,273.78**	**1,067.32**

Note No.	10 Long-term borrowings	As At 31st March 2026 (In Lakhs)	As At 31st March 2025 (In Lakhs)
	Term-Unsecured Loan		
	Loan From Fed Bank Financial Services Ltd		29.38
	Loan From Fulletron		-
	Loan From Growth Source Finanicial		6.61
	Loan From Tata Capital		26.70
	Total:	**-**	**62.69**

Note No.	11 DEFERRED TAX ASSETS (NET)	As at 31st March, 2026 (In Lakhs)	As at 31st March, 2025 (In Lakhs)
	Net Deferred Tax Assets/(Liability) at the beginning of the year	31.58	5.09
Add	Deferred Tax Assets for the year (Refer Note No.4b)	22.88	26.49
	Net Deferred Tax Assets	**54.46**	**31.58**

Note No.	12 SHORT TERM BORROWINGS	As At 31st March 2026 (In Lakhs)	As At 31st March 2025 (In Lakhs)
	i) Secured:		
	HDFC BANK O/D A/C	**354.04**	357.11
	(Lien on fixed deposites with bank)		
	Total:	**354.04**	**357.11**

Note No. 13 TRADE PAYABLES

Ageing for trade payables outstanding as at March 31, 2026 is as follows

Particulars	Outstanding for following period from due date of payment				
	less than 1year	**1-2 years**	**2-3 years**	**more than 3 years**	**Total**
Trade Payables					
MSME					
Other	562.95				**562.95**
Disputed due- MSME					
Disputed due- Others					-
					562.95

The Company has not received any memorandum (as required to be filed by the suppliers with the notified authority under the Micro, Small & Medium Enterprises Development Act 2006) claiming their status as micro, small or medium enterprises. Consequently the amount paid\payable to these parties during the year is NIL.

KANDARP DIGI SMART BPO LTD.

(Formerly Known as Kanadarp Management Services Private Limited)

NOTES TO ACCOUNTS FORMING AN INTEGRAL PART OF BALANCE SHEET AS AT 31ST MARCH, 2026

Ageing for trade payables outstanding as at March 31, 2025 is as follows

Particulars	Outstanding for following period from due date of payment				
	less than 1year	1-2 years	2-3 years	more than 3 years	Total
Trade Payables					
MSME					
Other	318.17	0.00	0	-	**318.17**
Disputed due- MSME					
Disputed due- Others					-
					318.17

Note No.		As At 31st March 2026 (In Lakhs)	As At 31st March 2025 (In Lakhs)
14	**OTHER CURRENT LIABILITIES**		
	TDS Payable	65.58	53.74
	GST Payable	132.90	17.35
	Total:	**198.49**	**71.10**

Note No.			As At 31st March 2026 (In Lakhs)	As At 31st March 2025 (In Lakhs)
15		**SHORT TERM PROVISIONS**		
		Provisions for employee benefits		
	a)	Salary & Wages Payable	4.67	4.28
		Bonus Payable	0.59	0.99
		Provision for Provident Fund	2.20	2.69
		Provision for Gratuity	6.23	2.93
		Provision For ESI Fund	0.04	0.25
		Provision for Doubtful debts	43.28	32.46
		Retainership Payable	2.60	11.82
		Others (specify nature)		
	b)	Provision For Income Tax 2025-26	73.16	
		Provision For Income Tax 2024-25	-	65.32
		Audit Fees Payable	0.56	0.16
		Total:	**133.32**	**120.91**

KANDARP DIGI SMART BPO LTD.

(Formerly Known as Kanadarp Management Services Private Limited)

NOTES TO ACCOUNTS FORMING AN INTEGRAL PART OF PROFIT & LOSS STATEMENT

Note No.	16 REVENUE FROM OPERATIONS	As at 31st March, 2026 (In Lakhs)	As at 31st March, 2025 (In Lakhs)
	Net Services Sales	3,973.75	2,433.58
	Total:	**3,973.75**	**2,433.58**

Note No.	17 OTHER INCOME	As at 31st March, 2026 (In Lakhs)	As at 31st March, 2025 (In Lakhs)
	Interest Income	8.70	5.11
	Total:	**8.70**	**5.11**

Note No.	18 EMPLOYEE BENEFITS EXPENSES/OTHER DIRECT COST	As at 31st March, 2026 (In Lakhs)	As at 31st March, 2025 (In Lakhs)
	(a) Salaries	121.58	111.40
	(b) Provident and other funds(ii) Superannuation scheme	1.03	2.00
	(c) Staff welfare expenses	6.23	6.01
	(d) Provision for Gratuity	3.30	(10.03)
	(e) Bonus	0.65	0.99
	(f) Director's Meeting fee	0.20	0.40
	(g) Outsources Expenes/Retainership/Pick Up and verification charges	3,334.18	1,876.75
	Total:	**3,467.17**	**1,987.51**

Note No.	19 FINANCE COST	As at 31st March, 2026 (In Lakhs)	As at 31st March, 2025 (In Lakhs)
	Interest Paid To Banks	41.81	47.35
	Total:	**41.81**	**47.35**

Note No.	20 OTHER EXPENSES:	As at 31st March, 2026 (In Lakhs)	As at 31st March, 2025 (In Lakhs)
	Auditors Remuneration	0.46	0.46
	Bank Charges	0.24	0.55
	Communication Expenses	5.46	4.38
	Legal & Professional Expenses	16.97	0.48
	Printing & Stationery	1.26	1.50
	Office Maintenance & other	12.01	7.69
	Roc Fee	0.05	0.04
	Travelling & Conveyance Expenses	37.73	18.31
	Computer Expenses	1.77	1.93
	Courier Expenses	0.57	1.46
	Insurance Premium	0.13	0.14
	Accounting Charges	4.80	4.40
	Rent	19.97	17.44
	Provision for Doubtful Debts	5.41	5.41
	Deffered Revenue Exp W/O	12.56	12.56
	Total:	**119.41**	**76.75**

Note No.	21 DEPRECIATION AND AMORTISATION	As at 31st March, 2026 (In Lakhs)	As at 31st March, 2025 (In Lakhs)
	Depreciation	72.70	73.14
	Total:	**72.70**	**73.14**

Foreign Currency Transaction: The Company doesn't have any foreign Currency Transactions

FOR KARMV AND COMPANY
Chartered Accountants
FRN:023022N

For & On Behalf of Board of Directors
KANDARP DIGI SMART BPO LTD.

CA Kailash Kumar
(Partner)
M No.511322
UDIN

Meenakshi Pathak
Director
DIN: 2009605

Sunil Kumar Rai
Managing Director
DIN: 01989744

Parbind Jha
CFO

Dimple jain
Company Secretary
M.No.67823

Place:
Date:

Note No. 1'2'3 100000

CLASSIFICATION AND RECONCILIATION OF TANGIBLE ASSETS

Description	Gross Block				Depreciations				Net Block	
	As at 01-04-2025	Additions/ Adjustment	Deductions / Adjustments	As at 31/03/2026	As at 01-04-2025	For the Year	Deductions/ Adjustment	As at 31/03/2026	As at 31/03/2026	As at 31/03/2025
Tengible Assetes										
Computer	121.53	-	-	121.53	113.17	-		113.17	8.35	8.35
Office Equipment	78.54	0.72	-	79.26	67.06	5.20		72.27	6.99	11.47
UPS	3.41	-		3.41	3.15	-		3.15	0.26	0.26
Air Conditioner	2.14	0.28		2.42	1.95	0.06		2.00	0.42	0.20
Motor Car	7.09	-		7.09	6.69	0.05		6.74	0.35	0.40
Furniture & Fixture	50.18	-		50.18	30.99	4.93		35.92	14.26	19.19
	262.88	**1.00**		**263.89**	**223.01**	**10.24**	**-**	**233.25**	**30.64**	**39.87**
Intangible assets						-				
Software	561.00	60.00		621.00	111.99	62.46		174.45	446.55	449.01
	561.00	**60.00**		**621.00**	**111.99**	**62.46**	**-**	**174.45**	**446.55**	449.01
	823.88	**61.00**		**884.89**	**335.00**	**72.70**		**407.70**	**477.18**	**488.89**
Capital Work in Progress	561.62	-	**60.00**	**501.62**					**501.62**	**561.62**
TOTAL:	**1,385.51**	**61.00**		**1,386.51**	**335.00**	**72.70**	**-**	**640.95**	978.81	**1,050.51**

3,063,530.60

Particulars of Depreciations Allowable under the Income Tax Act in respect of each class/ description of Assets

Particulars	WDV As at 01/04/2025	Additions/(deductions) during the		Total	Depreciations				WDV As at 31/03/2026
		>180 days `	<180 days `		Rate%	>180 days `	<180 days `	for the year `	
Computer	9.01			9.01	40%	3.61	-	3.61	5.41
Office Equipment	46.88	0.72	-	47.60	15%	7.14	-	7.14	40.46
Air Conditioner	0.85		0.28	1.13	15%	0.13	0.02	0.15	0.98
Motor Car	4.25			4.25	15%	0.64	-	0.64	3.61
UPS	0.85			0.85	15%	0.13	-	0.13	0.72
Furniture & Fixture	36.90			36.90	10%	3.69	-	3.69	33.21
Software	333.40		60.00	393.40	40%	133.36	12.00	145.36	248.04
TOTAL	**432.14**	**0.72**	**60.28**	**493.15**		**148.69**	**12.02**	**160.71**	**332.44**
Capital Work in Progress	**501.62**					**-**			**501.62**

Deferred Tax

			100,000
As Per Company Act	72.70	0.00	
As Per Income Tax Act	160.71	0.00	
Difference Due to Timing Difference	88.01	0.00	
Deferred Tax Liability	**22.88**		

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Analytical Ratios

No.	Ratio	Formula	2025-26			2024-25		
			CA	**CL**	**Ratio**	**CA**	**CL**	**Ratio**
1	Current Ratio	Current Assets/Current Liabilities	3,341.98	1,248.80	2.68	1,875.67	867.30	2.16
			Total Debt	**Shareholder's Equity**	**Ratio**	**Total Debt**	**Shareholder's Equity**	**Ratio**
2	Debt-Equity Ratio	Total Debt/Shareholder's Equity	408.50	3,017.53	0.14	451.38	1,964.62	0.23
			Earning for Debt Service	**Debt Service**	**Ratio**	**Earning for Debt Service**	**Debt Service**	**Ratio**
3	Debt Service Coverage Ratio	Earning Available For Debt Service/Debt Service	395.88	41.81	9.47	395.88	41.81	9.47
			Profit available for Eq. Shareholders	**Avg. shareholder equity**	**Ratio**	**Profit available for Eq. Shareholders**	**Avg. shareholder equity**	**Ratio**
4	Return on Equity	PAT-Pref. Div/Average Shareholder's Equity	185.33	1,508.76	0.12	159.43	982.31	0.16
			Sales	**Average Inventory**	**Ratio**	**Sales**	**Average Inventory**	**Ratio**
5	Inventory Turnover Ratio	Sales/Average inventory	NA	NA	NA	NA	NA	NA
			Credit sale	**Avg. Debtors**	**Ratio**	**Credit sale**	**Avg. Debtors**	**Ratio**
6	trade Receivable turnover ratio	Net Credit Sale/Avg. Account Receivable	3,973.75	1,972.82	2.01	2,433.58	1,258.04	1.93
			Credit Purchases	**Avg. Creditors**	**Ratio**	**Credit Purchases**	**Avg. Creditors**	**Ratio**
7	trade Payable turnover ratio	Net Credit Purchases/Avg. Account Payable	NA	NA	NA	NA	NA	NA
			Net Sales	**Avg. Working Capital**	**Ratio**	**Net Sales**	**Avg. Working Capital**	**Ratio**
8	Net Capital turnover ratio Note:-Due to Decrease in working capital	Net Sales/Avg. Working Capital	3,973.75	1,550.78	2.56	2,433.58	874.19	2.78
			Net Profit	**Net Sales**	**Ratio**	**Net Profit**	**Net Sales**	**Ratio**
9	Net Profit ratio	Net Profit/Net Sales	185.33	3,973.75	0.05	159.43	2,433.58	0.07
			Earning Before Interest and taxes	**Capital Employed**	**Ratio**	**Earning Before Interest and taxes**	**Capital Employed**	**Ratio**
10	Return on Capital Employed	Earning Before Interest and taxes/Capital Employed	323.18	3,017.53	0.11	298.60	2,027.31	0.15
11	Return on Investment		Not Applicable	Not Applicable		Not Applicable	Not Applicable	

12(X)
Note : Other Regulatory Information

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

(ii) The Company did not have any transactions with Companies struck off under Section of Companies Act 2013 or Section 560 of Companies Act 1956 considering the information available with the Company.

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

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

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

(a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company (Ultimate Beneficiaries) or
(b) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries

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

(a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or
(b) provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries,

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

(viii) Section 135 of the Companies Act 2013 is not applicable to the company and hence requirements of providing information regarding CSR activities is not applicable here.

(ix) The Company has not granted any loan or advance in nature of loan to promoters, directors, KMPs and other related parties that are repayable on demand or without specifying any terms or period of repayment.

(x) The Company did not carry out transactions with group companies beyond the prescribed number of layers prescribed under clause (87) of section 2 of the Act read with Companies (Restricition on number of layers) Rule 2017 is not applicable for the year under consideration.

KANDARP DIGI SMART BPO LIMITED
CIN: L74899DL2001PLC109565
Registered Office: GF-22 Hans Bhawan, Bahadur Shah Zafar Marg New Delhi Central Delhi Dl 110002 India.
Email: cs@kdsbpo.com

PROXY FORM MGT-11

[Pursuant to Section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration) Rules, 2014]

Name of the member(s)	
Registered address	
E-mail ID	
Folio No/Client ID	
DP ID	

I/We, being the member(s) of ……………….Shares of the Kandarp Digi Smart BPO Limited, hereby appoint:

1. Name:……………………………………..Address: ……………………………….
   E-mail ID: ……………………………………………………..
   Signature: ………………………………………………………., or failing him.

2. Name:…………..……………………… Address: ……………………………………
   E-mail ID: ……………………………………………………………………..
   Signature: ………………………………………………………., or failing him.

As my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 25th Annual General Meeting of the Company, to be held on the Monday, September 28th, 2026 at 01.00 Pm at Registered office of the company at GF-22 Hans Bhawan, Bahadur Shah Zafar Marg New Delhi Central Delhi 110002 India and at any adjournment thereof in respect of such resolutions as are indicated in the box below.

S.No	RESOLUTIONS		
Ordinary Business		**For**	**Against**
1	To receive, consider and adopt the Audited Financial Statements for the financial year ended March 31, 2026 and the Report of the Directors and Auditors thereon.		
2	To re-appoint Director in place of **Mr. Pankaj Rai (DIN: 05250574),** who retires by rotation at this Annual General Meeting and being eligible has offered himself for re-appointment.		
3	To Re-appointment of **Ms. Anita Jha (DIN: 08778164)** as an Independent Director for a second term of five consecutive year.		

Signature of Shareholder
Signature of Proxy holder(s)

KANDARP DIGI SMART BPO LIMITED
CIN: U74899DL2001PLC109565
Registered Office: GF-22 Hans Bhawan, Bahadur Saha Zafar Marg New Delhi Central Delhi 110002 India
Email: skpandassociates2@gmail.com

ATTENDANCE SLIP

24th Annual General Meeting on Monday, September 28, 2026 at 1.00 Pm at Registered office of company at GF-22, Hans Bhawan, Bahadur Shah Zafar Marg, New Delhi Central Delhi Dl 110002 India;

DP/ID NO		**Folio No.**	
Client Id		**No. of shares held**	

Mr./Mrs./Miss,

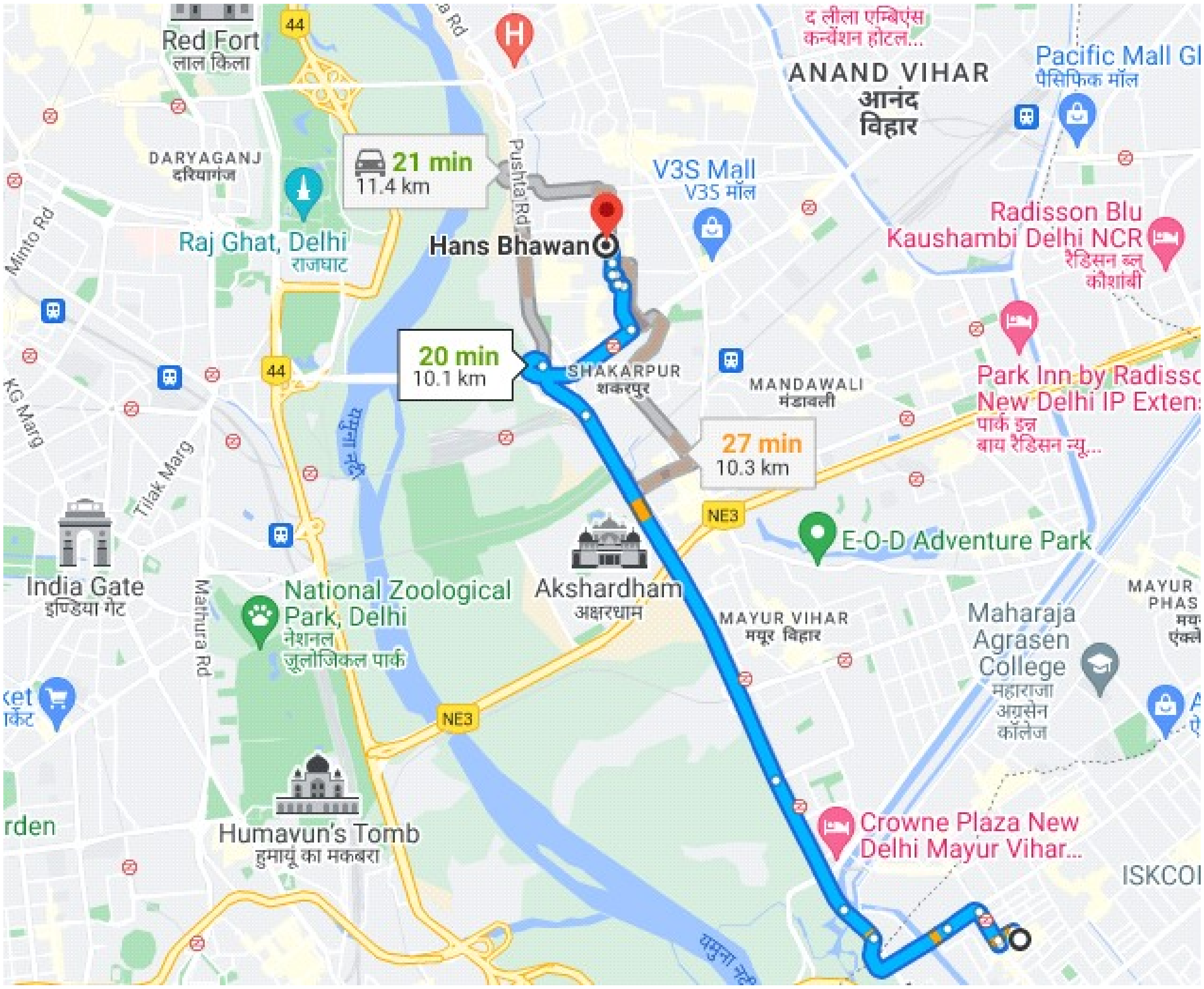
I certify that I am registered shareholder/proxy for the registered shareholder of the company. I hereby record my presence at the 25th Annual General Meeting of the Company held on Monday, September 28, 2026 at 01.00 Pm at Registered office of company at GF-22, Hans Bhawan, Bahadur Shah Zafar Marg, New Delhi Central Delhi Dl 110002 India.

Proxy's Name in Block letters	
Member's/Proxy's Signature	

NOTES:-

1. If it is intended to appoint a proxy, the Form should be completed and deposited at the registered office of the Company at least 48 hours before the Meeting.
2. Shareholders/proxy holders are requested to bring the attendance slips with them when they come to Meeting and handover at the entrance after affixing their signature on them.
3. Shareholders are requested to bring their copy of the Annual Report along with them to the Annual General Meeting, as copies of the Report will not be distributed again at the Meeting, in view of the increasing cost of Annual Report.
4. Appointing a proxy does not prevent a member from attending the meeting in person if he wishes.

MAP


Red Fort
लाल किला
DARYAGANJ
दरियागंज
21 min
11.4 km
Pushta Rd
Raj Ghat, Delhi
राजघाट
Hans Bhawan
V3S Mall
V3S मॉल
द लीला एम्बिएंस
कन्वेंशन होटल...
ANAND VIHAR
आनंद
विहार
Pacific Mall
पैसिफिक मॉल
Radisson Blu
Kaushambi Delhi NCR
रैडिसन ब्लू
कौशांबी
20 min
10.1 km
SHAKARPUR
शकरपुर
MANDAWALI
मंडावली
27 min
10.3 km
NE3
E-O-D Adventure Park
India Gate
इण्डिया गेट
Tilak Marg
Mathura Rd
National Zoological
Park, Delhi
नेशनल
जूलोजिकल पार्क
Akshardham
अक्षरधाम
MAYUR VIHAR
मयूर विहार
Maharaja
Agrasen
College
महाराजा
अग्रसेन
कॉलेज
Humayun's Tomb
हुमायूं का मकबरा
Crowne Plaza New
Delhi Mayur Vihar...
Minto Rd
KG Marg
44