To,
National Stock Exchange of India Ltd.
Listing Department
"Exchange Plaza", C-1,
Block G, Bandra Kurla
Complex, Bandra (E)
Mumbai – 400 051

Company code: ADISOFT

September 07, 2026

Sub: Annual Report for the financial year 2025-26

Dear Sir/ Madam,

The 14th Annual General Meeting ('AGM') of the members of the Company will be held on Tuesday, September 29th, 2026 at 3:00 p.m. through Video Conference ('VC')/Other Audio-Visual Means ('OAVM'), in accordance with the applicable circulars issued by the Ministry of Corporate Affairs ('MCA') and the Securities and Exchange Board of India ('SEBI').

Pursuant to 34(1) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (" SEBI LODR Regulation"), please find enclosed the Annual Report of the Company for the financial year 2025-26 which is being sent to the members of the Company through electronic means who have registered their email address with the Company / Depository Participant(s).

Further, pursuant to Regulation 36(1)(b) of the SEBI LODR Regulations, a letter is also being sent to the Members whose email addresses are not registered with the Company/ Registrar & Transfer Agent of the Company/Depository Participants/Depositories, stating the web-link where the Annual Report is uploaded on website of the Company. A specimen copy of the letter is enclosed for your records.

Copies of the above-mentioned documents are also available on the website of the Company at https://adisoft.co.in/investors.php

Kindly take the above on record and acknowledge receipt of the same.

Thanking you,
Yours faithfully,
For Adisoft Technologies Limited

AJAY CHANDRASHEKHAR PRABHU
Digitally signed by AJAY CHANDRASHEKHAR PRABHU
Date: 2026.09.07 17:24:50 +05'30'

Ajay Chandrashekhar Prabhu
Chairman & Managing Director
DIN: 06473412
Encl: As above

ADISOFT TECHNOLOGIES LIMITED

Date: 07-09-2026

Dear Shareholders,

Sub: Weblink to access the AGM Notice and Annual Report for the FY 2025-26

We are pleased to inform that the 14th Annual General Meeting ("AGM") of the Company is scheduled to be held on Tuesday, 29th September, 2026 at 3:00 p.m. IST through videoconference ("VC")/other audio visual means ("OAVM"), in compliance with the various Circulars issued by the Ministry of Corporate Affairs ('MCA') and Securities and Exchange Board of India ('SEBI') from time to time.

Pursuant to Regulation 36(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the shareholders whose email IDs are not registered, companies are required to send a physical letter containing a web link (including the exact path) to access the Annual Report electronically instead of sending physical copies.

Pursuant to the aforementioned statutory requirement, only electronic copies of the AGM Notice and Annual Report are being sent to members of the Company. Since your email ID is not registered with the Company / RTA / Depositories, web links are provided below to enable you to access the 14th AGM Notice and the Annual Report for FY 2025-26:

Weblink: AGM Notice: https://adisoft.co.in/img/AGM-Notice.pdf
Weblink: Annual Report: https://adisoft.co.in/img/Adisoft_Annual_Report_2025-26.pdf

Kindly take the same in record.

Thanking You
Yours Faithfully

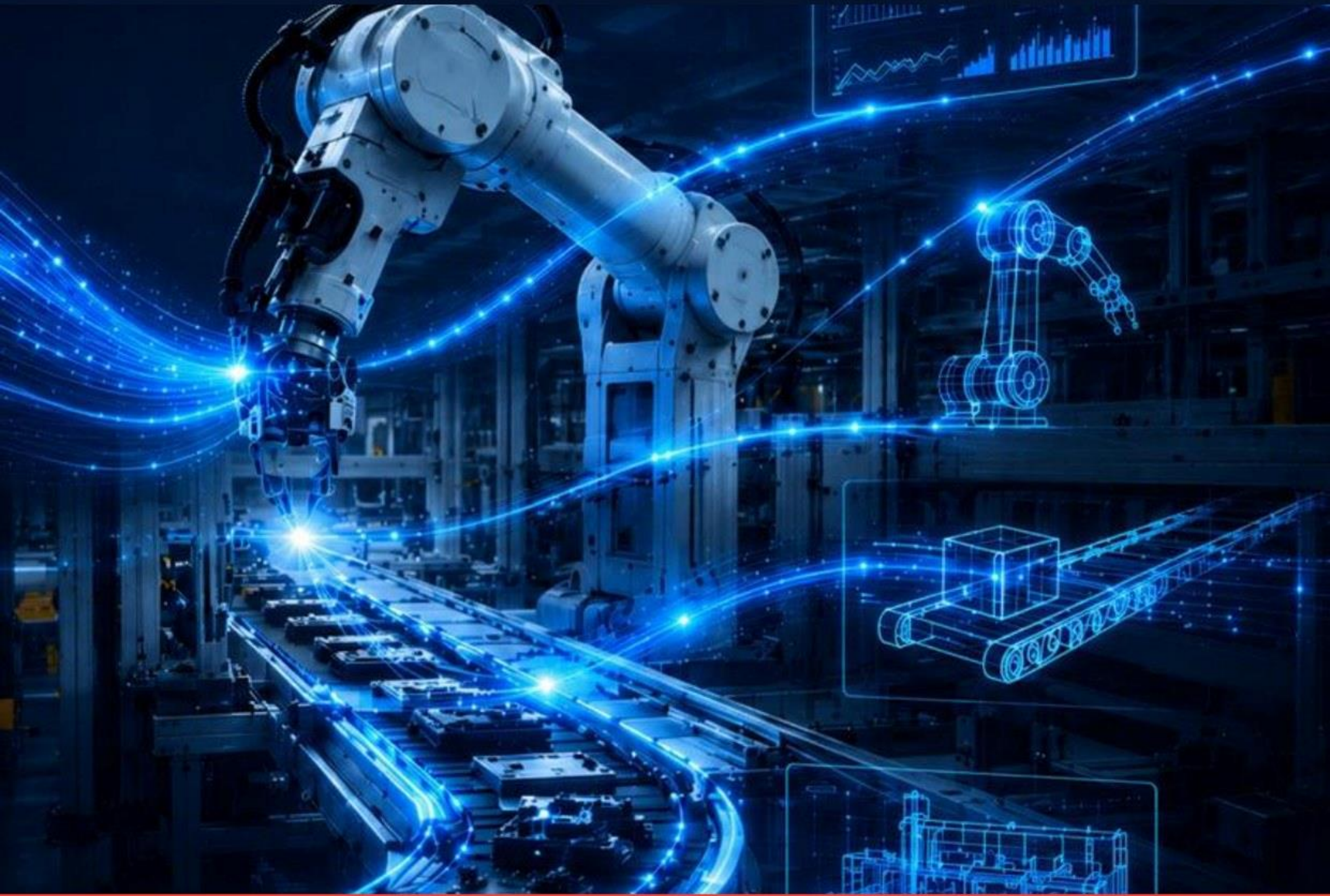
For Adisoft Technologies Limited

AJAY CHANDRASHEKHAR PRABHU
Digitally signed by AJAY CHANDRASHEKHAR PRABHU
Date: 2026.09.07 17:25:08 +05'30'

Ajay Chandrashekhar Prabhu
Chairman & Managing Director
DIN: 06473412

Scan QR for Website.

Adisoft Technologies Limited
Registered & Corporate Office: Prathamesh Complex & Trading, Plot No. PAP-BG-102, 103, 104 & 105, 1st and 2nd Floor, MIDC Chinchwad Industrial Area, Bhosari I.E., Pune, Maharashtra, India 411026
CIN: L31108PN2013PLC146157 **URL:** www.adisoft.co.in
Email: sales@adisoft.co.in ; ajay.prabhu@adisoft.co.in **Contact No.:** +918208781102 , +919890621607



ADISOFT TECHNOLOGIES LIMITED

CIN: L31108PN2013PLC146157

ANNUAL REPORT
2025-26

Engineering Intelligent Manufacturing Solutions

AUTOMATION / ROBOTICS / CONTROLS / CONNECTED MANUFACTURING

www.adisoft.co.in

Contents

A guided route through the year — performance, leadership, governance and the audited financial statements.

PARTICULARS	PAGE
Corporate Information	3
Company Presentation	4
Message from the Chairman & Managing Director	18
Culture & Employee Engagement	21
Corporate Social Responsibility	23
Management Discussion and Analysis Report	27
Notice of the 14th Annual General Meeting	31
Board of Directors' Report	41
Annexure I — Form AOC-1	57
Annexure II — Form AOC-2	59
Annexure III — Corporate Social Responsibility Report	61
Annexure IV — Particulars of Employees	65
Annexure V — Form MR-3 Secretarial Audit Report	66
Independent Auditors' Report and Standalone Financial Statements	71
Independent Auditors' Report and Consolidated Financial Statements	108

IDENTITY

Corporate Information

Statutory, assurance and shareholder-service information for Adisoft Technologies Limited.

CORPORATE IDENTIFICATION NO.	L31108PN2013PLC146157
REGISTERED OFFICE	Prathamesh Complex & Trading, Plot No. PAP-BG-102, 103, 104 & 105, 1st and 2nd Floor, MIDC Chinchwad Industrial Area, Bhosari I.E., Pune, Pune City, Maharashtra, India, 411026
BOARD OF DIRECTORS	Mr. Ajay Chandrashekhar Prabhu — Managing Director Mrs. Preeti Ajay Prabhu — Whole-time Director Mr. Shashikant Vinayakrao Magdum — Director Mr. Pratik Kabra — Non-Executive, Independent Director Mr. Sachin Jain — Non-Executive, Independent Director
AUDIT COMMITTEE	Mr. Pratik Kabra (Chairman) Mr. Sachin Jain (Member) Mr. Ajay Chandrashekhar Prabhu (Member)
NOMINATION AND REMUNERATION COMMITTEE	Mr. Sachin Jain (Chairman) Mr. Pratik Kabra (Member) Mr. Shashikant Vinayakrao Magdum (Member)
STAKEHOLDERS' RELATIONSHIP COMMITTEE	Mr. Pratik Kabra (Chairman) Mr. Sachin Jain (Member) Mr. Ajay Chandrashekhar Prabhu (Member)
CHIEF FINANCIAL OFFICER	Ms. Mayura Dilip Darvekar
COMPANY SECRETARY	Mr. Vaibhav Nandkumar Salunke
STATUTORY AUDITOR	KPNB & Associates, Chartered Accountants
SECRETARIAL AUDITOR	SAW & Associates, Company Secretaries
INTERNAL AUDITOR	PPRAN & Associates, Chartered Accountants
REGISTRAR & TRANSFER AGENT	KFin Technologies Limited, Selenium Tower B, Plot No. 31 & 32, Financial District, Nanakramguda, Serilingampally, Rangareddi, Hyderabad, Telangana, India, 500032
STOCK EXCHANGE	National Stock Exchange of India Limited — EMERGE SME Platform ISIN: INE20PL01012
WEBSITE	www.adisoft.co.in

01

COMPANY PRESENTATION

The business, in full view

From machine motion to business intelligence — a scalable automation platform built for Indian manufacturing and global ambition.

THE ADISOFT STORY

From machine motion to business intelligence

A scalable automation platform built for Indian manufacturing and global ambition.

WE CONNECT THE SHOP FLOOR TO THE INTELLIGENCE LAYER

Adisoft integrates automation, robotics, control systems and digital intelligence into production environments that must perform every day. The result is measurable productivity, dependable quality and an operating foundation ready for Industry 4.0.

Incorporated in Pune in 2013, Adisoft Technologies Limited is an industrial digital automation company with 13+ years of experience, offering automated assembly lines, robotic work cells, material handling systems, special purpose machines (SPMs) and Industry 4.0 solutions. The Company integrates shop-floor equipment and processes with the IT layer to reduce human intervention, supported by in-house design, development, assembly and testing capabilities. It serves automotive, automotive OEM, packaging & printing, pharmaceutical and other industrial sectors.

The Company was listed on the EMERGE platform of the National Stock Exchange of India Limited on 30th April 2026.

13+ YEARS OF EXPERTISE Industrial automation engineering	**950+** CUSTOMERS SERVED Long-standing relationships	**1,000+** INSTALLATIONS Across diverse applications
₹169.33 Cr FY26 TOTAL INCOME +26.7% year on year	**₹22.80 Cr** FY26 NET PROFIT +42.9% year on year	**2** EXPORT MARKETS Bangladesh and Bahrain

IDENTITY

Adisoft at a glance

A compact view of scale, capability and the operating platform behind the brand.

2013
FOUNDED
Pune, Maharashtra

ISO 9001:2015
QUALITY SYSTEM
Certified management system

200+
EMPLOYEES
Engineering-led organisation

10+
INDIAN STATES
Project delivery footprint

12,000 sq ft
ASSEMBLY UNIT
MIDC Bhosari, Pune

70,000 sq ft
NEW FACILITY
Capacity expansion programme

31.52%
RETURN ON EQUITY
FY 2025-26

34.72%
RETURN ON CAPITAL
FY 2025-26

Industry 4.0
FOCUS
Connected manufacturing

Core offering

Turnkey automation including assembly lines, robotics, Special Purpose Machines (SPMs), vision systems and IoT.

Differentiator

Integration of IT and ERP with the shop floor through full-stack Industry 4.0 solutions.

POSITIONING

A full-stack automation partner combining design, integration, assembly, testing and lifecycle support.

PURPOSE

Vision, mission and the values that guide delivery

A high-performance engineering culture anchored in trust, quality and customer outcomes.

VISION

We would be digital transformation experts, providing cutting-edge automation solutions to all businesses worldwide. We must form worldwide strategic alliances with all stakeholders, including clients, vendors, technology partners and investors. Adisoft Technologies Limited must delight our clients by delivering perfection via the adoption of global quality standards and methods and an efficient delivery ecosystem.

MISSION

Adisoft Technologies Limited is on a mission to provide cost-effective, next-generation digital transformation and cutting-edge automation solutions to all global organisations in the shortest possible development time.

CORE VALUES

Customer centric

Solutions shaped around real operating needs.

Ethical business practices

Integrity and transparency in every engagement.

Global standards

Robust processes and benchmarked quality.

Focus on design engineering

Science-led problem solving and success by design.

LEADERSHIP TAKEAWAY

Engineering excellence is not a claim; it is the repeatable discipline behind every customer outcome.

MILESTONES

A Thirteen-year journey of capability building

From a Pune-based automation company to a listed platform for larger-scale growth.

2013	**INCORPORATED** Incorporated in Pune as an industrial automation engineering company.
2018	**SCALE** Scaled across automotive shops — weld, assembly, paint and engine lines.
2021	**PARTNERSHIP** Tripartite JV with AIOI Systems Co. (Japan) — 24% stake in AIOI Systems India.
2023	**GROWTH** Crossed revenue of ₹75 crores.
2025	**EXPORTS** First export deliveries (Bangladesh, Bahrain); converted to a Public Limited Company.
2026	**LISTING** Listed on NSE Emerge; ISO 9001:2015 certification received on 10 June 2026; new Pune facility under construction.

MILESTONE VIEW

The journey has evolved from project execution to platform building — with capacity, governance and talent now scaling together.

BUSINESS MODEL

From shop-floor requirement to connected production

A disciplined value chain combining application engineering, integration, deployment and lifecycle support.

01 DISCOVER

Understand production goals, bottlenecks, quality constraints and return on investment.

02 ENGINEER

Design mechanical, electrical, controls and software architecture.

03 INTEGRATE

Build, assemble, programme, test and validate the complete system.

04 SUPPORT

Commission, train, maintain and connect data to the IT layer.

COMPLEMENTARY REVENUE STREAMS

Automation solutions

End-to-end project delivery — design, build, integration and commissioning — with lifecycle support.

Trading of automation products

Supply of industrial automation products such as PLCs, HMIs, sensors and drives.

VALUE CREATION

The operating model monetises engineering depth while creating recurring relationships through service, support and upgrades.

CAPABILITIES

Products and solutions portfolio

A modular portfolio built around the needs of complex manufacturing environments.

Automated assembly lines

Custom lines for high-volume manufacturing and multi-stage processes.

Robotic and cobot work cells

Pick-and-place, welding and collaborative handling applications.

Vision-based inspection

AI-enabled quality inspection, traceability and verification.

Poka-yoke and torque control

Error-proofing, controlled fastening and process assurance.

Material handling and smart conveyors

Integrated movement, buffering and line balancing.

Special purpose machines (SPMs)

Built-to-task equipment for unique production requirements.

Tracking and traceability

Assembly, WIP and part-level visibility across production.

IIoT and utility monitoring

Connected monitoring, digitisation and manufacturing intelligence.

END-TO-END CAPABILITY

In-house design, development, assembly and testing allow Adisoft to take responsibility from concept through commissioning.

MARKETS

Built around a strong automotive base — expanding by design

Manufacturing depth and application expertise create adjacencies across high-growth engineering segments.

10+
INDIAN STATES
Project delivery footprint

2
EXPORT MARKETS
Bangladesh and Bahrain

950+
CUSTOMERS
Diverse relationships

End-market presence

Automotive and OEMs remain core, supported by engineering relationships and repeat programmes.

Geographic footprint

Domestic execution capability plus early exports provide a base for selective international growth.

Adjacent segments

Pharmaceutical manufacturing, packaging and printing, white goods, electronics and industrial infrastructure.

Partner-led expansion

Selective relationships can accelerate entry into new markets without diluting delivery discipline.

LEADERSHIP TAKEAWAY

The opportunity is to expand from a trusted automotive position into adjacent manufacturing segments where quality, traceability and uptime are critical.

COMPETITIVE POSITION

Six strengths that compound

The operating moat is built from engineering depth, execution control and long-standing customer relationships.

In-house design and engineering

Mechanical, electrical, controls and software capability under one roof.

Full shop-floor integration

PLC, HMI, drives, safety and connectivity integrated into a functioning system.

Proprietary know-how

Application learning and reusable design knowledge built across programmes.

Integrated assembly and testing

Build quality, validation and commissioning readiness before deployment.

Loyal, diversified customers

Repeat business supported by trust and lifecycle service.

Experienced promoters and partners

Long-term relationships and execution knowledge across the ecosystem.

IT to shop-floor integration

Most peers serve a single shop — weld, paint or assembly. Adisoft's solutions apply across all of them, under one accountable scope per customer.

Trust in mission-critical systems

These systems control entire shops — errors mean recalls and warranty loss. Customers stay with proven, trustworthy integrators.

PROMISE

A full-stack automation partner capable of designing the machine, connecting the data and improving the operating outcome.

GROWTH AGENDA

Capacity step-up: the new Pune facility

Adisoft is investing in the platform required to pursue larger and more complex opportunities.

ARCHITECTURAL

VIEW — NEW INTEGRATED FACILITY, BHOSARI (PUNE)

30,000 sq ft LAND PARCEL Bhosari, Pune	**70,000 sq ft** BUILT-UP INTEGRATED FACILITY Design + software + assembly	**₹37.8 Cr** CAPEX FUNDED From IPO proceeds

OPERATIONAL FROM NOVEMBER 2026 (EXPECTED)

Fully integrated (design + software + assembly) by March 2027 — enabling larger, more complex, multi-segment orders. Capex is met from IPO proceeds; current operations are at peak utilisation due to space and manpower constraints, and the new plant unlocks the next growth phase.

OPPORTUNITY

Automation demand is entering a deeper growth cycle

Smart factories, localisation and robotics adoption are expanding the addressable market.

Smart factories

Manufacturers are investing in productivity, quality and real-time visibility.

Industry 4.0

IIoT and machine connectivity are moving into mainstream adoption.

Localisation

Make in India, PLI schemes and infrastructure investment support capital expenditure.

Robotics runway

India recorded 9,120 robot installations in 2024, while robot density remains below global averages.

WHERE GROWTH WILL COME FROM

Expand capacity

Support larger projects and a stronger order pipeline.

Diversify end markets

Reduce concentration through selected adjacency plays.

Deepen smart-factory solutions

Build higher-value capability in robotics, vision, connectivity and analytics.

Expand international presence

Scale exports through partners and reference installations.

MANAGEMENT AMBITION

Management targets approximately 25% revenue growth in FY27 with a 13-14% sustainable PAT margin, and a debt-free balance sheet by the end of FY27.

PERFORMANCE

A stronger operating and financial platform

Growth in income was accompanied by faster profit expansion, improving margins and lower leverage.

₹169.33 Cr
TOTAL INCOME
+26.7% vs FY25

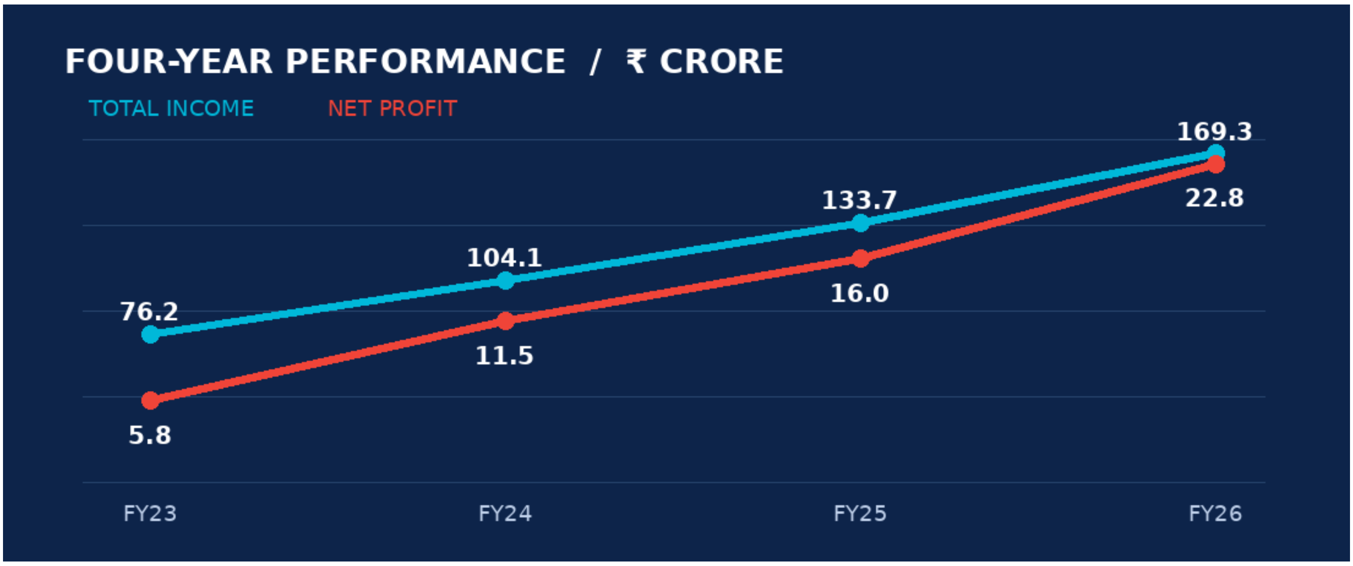
₹32.84 Cr
EBITDA
19.4% margin

₹22.80 Cr
NET PROFIT
13.5% margin

₹18.99
EARNINGS PER SHARE
FY25: ₹13.31

0.30x
DEBT / EQUITY
Improved from 0.58x

1.72x
CURRENT RATIO
Liquidity coverage



EBITDA margin
Improved from 11.4% in FY23 to 19.4% in FY26 — an 800-bps expansion.

PAT margin
Improved from 7.7% in FY23 to 13.5% in FY26.

Net worth
Expanded from ₹21.4 Cr in FY23 to ₹72.3 Cr in FY26.

Financial flexibility
Debt/equity reduced to 0.30x, supporting the next investment phase.

GOVERNANCE

Board of Directors, Key Managerial Personnel and Senior Management

Oversight that keeps pace with growth — sharper focus on transparency, controls, risk monitoring and stakeholder accountability.

BOARD OF DIRECTORS

Ajay C. Prabhu

CHAIRMAN & MANAGING DIRECTOR

28+ years of experience

Preeti A. Prabhu

PROMOTER | WHOLE-TIME DIRECTOR

12+ years of experience

Shashikant Magdum

NON-EXECUTIVE DIRECTOR

38+ years of experience

KEY MANAGERIAL PERSONNEL AND SENIOR MANAGEMENT

Mayura Darvekar

CHIEF FINANCIAL OFFICER

14+ years of experience

Vaibhav Salunke

COMPANY SECRETARY & COMPLIANCE OFFICER

3+ years of experience

Ajit Salvi

SENIOR MANAGER

15+ years of experience

INDEPENDENT OVERSIGHT

As on 31^{st} March 2026 the Board comprised Two Non-Executive Independent Directors. The Board is duly constituted with a proper balance of Executive Directors, Non-Executive Directors, a Woman Director and Independent Directors.

02

LEADERSHIP

Voices from the top

A year of meaningful progress — stronger execution, deeper capability and a new chapter of public accountability.

LEADERSHIP

Message from the Chairman & Managing Director

Building capacity, strengthening execution and preparing Adisoft for its next phase of growth.

The journey ahead is filled with opportunities as well as responsibilities.

AJAY CHANDRASHEKHAR PRABHU

Chairman & Managing Director

Dear Shareholders,

It gives me immense pleasure to connect with you as a public listed company for the first time. I am obliged by the trust you have placed in us and delighted to share the journey and progress of Adisoft Technologies Limited for FY 2026.

As we reflect on the year gone by, I am proud of the progress we have made and, more importantly, the strong foundation we have built for sustainable and long-term growth, which has resulted in us achieving a significant milestone of listing at NSE on 30 April 2026.

At Adisoft, our vision continues to be centred on building a strong, technology-driven and responsible organisation that creates enduring value for all our stakeholders. Our growth strategy is guided by a clear focus on Turnkey Automation supported by innovation, operational excellence, customer satisfaction and responsible business practices.

As we continue to strengthen our core automation capabilities, our solutions enable us to address the evolving requirements of modern manufacturing and help our customers improve productivity, quality, traceability and operational efficiency.

FY 2025-26 has been a year of very meaningful progress for the Company. Our revenue crossed INR 169.33 Cr for the first time in FY 2026, with an increase of 27% from FY 2025, and net profit increased by 42.9% to INR 22.80 Cr, reflecting the growing confidence of our customers and the effectiveness of our business strategy. We maintained a healthy after-tax margin of 13.5% during the year, which is 153 basis points higher than FY 2025. Our EBITDA increased by 42.4% to INR 32.8 Cr, maintaining a healthy margin at 19.4%, which is 214 basis points higher than FY 2025.

In continuation of our historical trend, business has been H2 intensive, contributing to 71% of the revenue and 77% of profit after tax concentrated in H2 of FY 2026. This has resulted in an increase in trade receivables and trade payables in H2. The same are expected to be cleared in H1 of FY 2027 as per standard terms and historical trend.

In order to accelerate our growth, we are investing in capacity building at our location in Bhosari MIDC area, where a state-of-the-art facility is under construction bringing manufacturing, assembly, storage, corporate, design, demo and all the functions under one roof. The facility under development is expected to be partially available for manufacturing operations from November 2026 onwards and fully functional by April 2027. This capacity expansion is expected to support 4-5 times the current revenue base. Further, this strengthened infrastructure, enhanced capabilities and experienced team will position us to undertake larger and more complex projects with greater efficiency and execution discipline.

One of the most significant milestones in our journey came after the close of the financial year, with Adisoft Technologies Limited being listed on the National Stock Exchange (NSE). This is a moment of immense pride for all of us and marks an important new chapter in the Company's evolution. The listing not only reflects the confidence placed in Adisoft by the wider investment community but also brings greater responsibility to uphold the highest standards of corporate governance, transparency and performance.

We are particularly proud of the recognition received at the MEI Channel Partner Meet in Vietnam, where Adisoft Technologies Limited was honoured with five prestigious national awards. This achievement is a testament to the dedication and commitment of our employees, the trust of our customers and partners, and our unwavering focus on quality and excellence. Such recognition strengthens our confidence in our capabilities and motivates us to set even higher benchmarks.

Looking ahead, we see significant opportunities in the rapidly evolving automation and smart manufacturing landscape. The increasing adoption of robotics, intelligent automation, connected manufacturing, vision technologies and data-driven production systems is creating new avenues for growth. We intend to leverage these opportunities by continuously investing in technology, talent, research and development, and scalable infrastructure.

Our priorities for the coming years will remain focused on expanding our market presence, strengthening our technology portfolio, increasing execution capabilities, developing new customer relationships and deepening our engagement with existing customers and business partners. We will continue to pursue growth with discipline while maintaining a strong focus on quality, profitability and sustainable value creation.

As we enter this new phase, we remain committed to building Adisoft into a globally respected automation and engineering company from India, capable of delivering innovative, reliable and high-value solutions to customers across industries and geographies.

I would also like to emphasise that our greatest strength remains our people. The knowledge, dedication and entrepreneurial spirit of our employees have been instrumental in every milestone we have achieved. We will continue to nurture a culture of innovation, accountability, teamwork and continuous learning.

We will continue to strengthen and grow our relationship with our valued customers, with our motto of having a "Win-Win" situation for all the stakeholders.

On behalf of the Board and the leadership team, I express my sincere gratitude to our employees, customers, business partners, government authorities, investors and shareholders for their continued trust, confidence and support.

The journey ahead is filled with opportunities as well as responsibilities. With a strong foundation, a committed team and the confidence of our stakeholders, we are well positioned to create sustainable growth and enduring value.

We look forward to continuing this journey together and writing the next chapter of Adisoft Technologies Limited's growth story.

Warm regards,

Ajay Chandrashekhar Prabhu

CHAIRMAN AND MANAGING DIRECTOR

Adisoft Technologies Limited

Culture & Employee Engagement

A people-first philosophy that combines engineering skill with accountability and continuous improvement.

200+	4	People first
EMPLOYEES	TALENT PILLARS	OPERATING PRINCIPLE
Across engineering and operations	Capability, growth, inclusion, recognition	Opportunity creates commitment

At the core of Adisoft's success is its people-first philosophy, which places strong emphasis on employee engagement, continuous learning, professional growth and alignment with the company's core values. Adisoft recognises that a motivated, skilled and empowered workforce is fundamental to achieving excellence. By fostering a culture of collaboration, innovation, ownership and continuous improvement, Adisoft enables its people to create lasting value for customers and drive sustainable business growth.

1. Career Development Plans (CDP)

Recognising that every employee has unique career aspirations, Adisoft has implemented structured Career Development Plans that align individual growth with organisational objectives. These plans provide employees with greater clarity on career pathways, required competencies and opportunities for advancement within the organisation.

To support this process, Adisoft has implemented a Performance Management System (PMS) with quarterly performance reviews, enabling regular assessment of KRAs, achievements, development areas and future goals. Quarterly reviews provide a structured platform for meaningful feedback, mentoring and course correction, while helping employees identify the skills and capabilities required for their next career milestone.

Through continuous mentoring, performance evaluation and personalised development guidance, Adisoft aims to build a culture where employees can understand their potential, take ownership of their growth and progress in alignment with the company's long-term vision.

2. Festivals & Celebrations

Adisoft fosters an inclusive, vibrant and engaging workplace culture by bringing employees together to celebrate festivals, organisational milestones, team achievements and individual accomplishments.

These celebrations provide opportunities to appreciate cultural diversity, strengthen a sense of belonging and build meaningful relationships across teams and functions. By creating moments of togetherness beyond day-to-day professional responsibilities, Adisoft nurtures a strong sense of community and camaraderie.

This people-centric approach helps create a workplace where collaboration, mutual respect, teamwork and professional excellence go hand in hand, enabling employees to feel connected not only to their colleagues but also to the larger vision of the organisation.

3. Training Programs

Adisoft places strong emphasis on continuous learning, capability building and skill enhancement, recognising that a future-ready organisation is built by continuously developing its people. A comprehensive learning framework has been established through a combination of practical exposure, technical training, leadership development and behavioural learning initiatives.

Key learning initiatives include:

On-the-job training to develop practical knowledge, hands-on expertise and problem-solving capabilities.

External training programs conducted by subject matter experts from third-party organisations.

Role-specific technical training to strengthen functional competencies and ensure employees remain equipped to meet evolving customer and technology requirements.

Weekly soft-skill sessions for all employees, covering areas such as communication, teamwork, interpersonal skills, time management, presentation skills, professional conduct and leadership behaviour.

This holistic approach to people development goes beyond building technical competence. It nurtures confidence, adaptability, collaboration, leadership and a continuous-learning mindset across the organisation.

By investing consistently in its people and embedding learning and development into everyday operations, Adisoft is building a skilled, engaged and future-ready workforce capable of driving innovation, delivering excellence to customers and supporting the company's sustainable long-term growth.

CULTURE PROMISE

A safe, inclusive and motivating workplace where accountability and continuous learning reinforce execution excellence.

Corporate Social Responsibility

Giving back to the communities we operate in — education, healthcare and social welfare remained the core focus areas in FY 2025-26.

₹30,05,550	₹29,97,048	₹8,502
AMOUNT SPENT	**STATUTORY OBLIGATION**	**EXCESS AVAILABLE**
FY 2025-26	Section 135 requirement	Available for set-off

As a responsible corporate citizen, Adisoft Technologies Limited is committed to contributing meaningfully to sustainable development, social well-being and inclusive growth. The Company believes that its responsibility extends beyond business performance to creating a positive and lasting impact on society and the environment.

Adisoft directs its social investments towards promoting education, healthcare, wellness of senior citizens, sports, cultural events and spiritual events. Among these, education remains a key pillar of the Company's social development initiatives, reflecting its belief that creating opportunities for learning and livelihood is one of the most sustainable ways to empower individuals and communities.

Focus Areas

- Eradicating hunger, poverty and malnutrition; promoting health care, including preventive health care and sanitation.
- Promoting education, including special education and employment-enhancing vocational skills, especially among children, women, the elderly and the differently abled, and livelihood enhancement projects.
- Promoting gender equality and empowering women through education.
- Ensuring environmental sustainability, ecological balance, protection of flora and fauna, animal welfare, agro-forestry, conservation of natural resources and maintaining the quality of soil, air and water.
- Contributing to trusts, NGOs and funds set up by the Central Government for the socio-economic development and welfare of Scheduled Castes, Scheduled Tribes, other backward classes, minorities and women.
- Promoting healthcare and fitness through health camps, blood donation drives and the donation of medical equipment and medicines to approved healthcare organisations.

CSR Spend - FY 2025-26

Particulars	Amount
Average net profit under Section 135(5)	Rs. 14,98,52,412
Two percent of average net profit (CSR obligation)	Rs. 29,97,048
Amount actually spent during the year	Rs. 30,05,550
Excess amount available for set-off in succeeding years	Rs. 8,502
Amount unspent / transferred to Unspent CSR Account	NIL

CSR INITIATIVES IN ACTION

Vehicle provided to Shri Bhairavnath Kreeda Sanstha, Bhosari — CSR partner: Adisoft Technologies Limited; project executed by Rotary Club of Nigdi Pune.

School science laboratory and school improvement project undertaken under the education initiative, executed through Rotary Club of Nigdi — Pune.

Participation in Marathon (Runathon of Hope), project executed by Rotary Club of Nigdi Pune & MIRHAE Assets.

The detailed Annual Report on CSR activities, prepared in accordance with the Companies (Corporate Social Responsibility Policy) Rules, 2014, forms part of this Annual Report as Annexure III to the Board of Directors' Report.

ANNEXURE REFERENCE

The detailed Annual Report on CSR activities, prepared in accordance with the Companies (Corporate Social Responsibility Policy) Rules, 2014, forms part of this Annual Report as Annexure III to the Board of Directors’ Report.

03

STATUTORY REPORTS

Governance, in the open

Management commentary, the Notice of the 14th Annual General Meeting, the Board of Directors' Report and its annexures.

Management Discussion & Analysis Report

For the financial year 2025-26

INDUSTRY STRUCTURE & DEVELOPMENTS

The technology industry continues to evolve rapidly, driven by increasing digitalization, cloud adoption, artificial intelligence, automation, data analytics, cybersecurity, digital platforms and the growing demand for technology-enabled business solutions.

Businesses across sectors are increasingly investing in digital technologies to improve operational efficiency, enhance customer experience, optimise costs and strengthen decision-making capabilities. The increasing adoption of cloud-based solutions, software platforms, automation and emerging technologies is creating opportunities for technology companies to develop new products and services.

At the same time, the industry remains highly competitive and is subject to rapid technological changes. Companies operating in this sector are required to continuously upgrade their capabilities, invest in technology and skilled personnel, and respond effectively to changing customer requirements.

Market leaders from focus sectors have recently announced plans of massive expansion over the next 5 years. With its strong standing and robust solution base, the management is confident of capitalizing on this huge opportunity in the upcoming years.

The Management truly believes that continued digital transformation and technology adoption will provide opportunities for companies with appropriate technical capabilities, service offerings and customer relationships.

BUSINESS OVERVIEW

Adisoft Technologies Limited is an industrial digital automation company with 13+ years of experience, offering automated assembly lines, robotic work cells, material handling systems, special purpose machines (SPMs) and Industry 4.0 solutions. The company integrates shop-floor equipment and processes with the IT layer to reduce human intervention, supported by in-house design, development, assembly and testing capabilities. It serves automotive, automotive OEM, packaging & printing, pharmaceutical and other industrial sectors.

IPO AND CAPITAL STRUCTURE

Subsequent to the closure of the financial year 2025–26, the Company successfully completed its Initial Public Offering (IPO), pursuant to which it issued 43,08,000 equity shares. Consequently, the paid-up equity share capital of the Company increased from ₹12,01,00,000 to ₹16,31,80,000.

Following the successful completion of the IPO, the equity shares of the Company were listed on the National Stock Exchange of India Limited (NSE) on 30 April 2026.

The successful completion of the Initial Public Offer (IPO) has significantly strengthened the Company's capital structure, enhanced its net worth, improved liquidity and increased its visibility and credibility in the capital market. The funds raised through the IPO will support the Company's growth strategy by enabling investment in business expansion, strengthening execution capabilities, augmenting working capital, enhancing operational efficiencies and pursuing new business opportunities in line with the objects of the Issue. The strengthened financial position also provides greater flexibility to capitalize on future growth opportunities and create long-term value for stakeholders.

OPPORTUNITIES

The continuing digital transformation of businesses presents significant opportunities for technology companies.

The key opportunities available to the Company include:

- Increasing adoption of digital solutions by businesses.
- Growth in cloud-based technology services.
- Increasing demand for automation and artificial intelligence-enabled solutions.
- Expansion into new customer segments and geographies.
- Development of new technology-enabled products and services.
- Increased demand for cybersecurity and data protection solutions.
- Opportunities arising from partnerships and strategic collaborations.
- Improving operational efficiency through technology and automation.
- Availability of IPO proceeds to support future business expansion.

Management remains confident of sustaining growth momentum through operational excellence, strategic business development and prudent financial management

OUTLOOK

The Company’s strengthened capital base following the successful Initial Public Offer (IPO) provides financial flexibility to pursue future growth opportunities, expand geographical presence, diversify its client base and enhance execution capabilities.

The management remains focused on sustainable growth through prudent financial management, technological adoption, operational excellence and customer-centric service delivery while maintaining strong corporate governance standards.

RISKS & CONCERNS

The Company continuously evaluates risks associated with its operations and has established suitable mitigation mechanisms.

Major risks include:

a. Project execution delays.

b. Regulatory and compliance risks.

c. Competition from established industry participants.

d. Client concentration and collection risks.

e. Inflationary pressure on operating costs.

f. Economic slowdown affecting infrastructure spending.

g. Human resource retention and skill availability.

The Company has established a structured risk management framework for identification, assessment, monitoring and mitigation of business risks. The Board of Directors and Senior Management periodically review the risk management framework to identify emerging risks and ensure that appropriate mitigation measures are implemented in a timely manner. The Company continuously monitors its internal and external business environment to strengthen its resilience and support sustainable long-term growth.

CORPORATE SOCIAL RESPONSIBILITY

In accordance with Section 135 of the Companies Act, 2013, the Company spent Rs. 30 Lakhs towards CSR activities during FY 2025-26 against the prescribed CSR obligation of Rs. 30 Lakhs. CSR initiatives were undertaken in the areas defined in Schedule VII of the Companies Act 2013, The company remains committed to creating sustainable value for society through impactful CSR initiatives in accordance with its CSR Policy and the provisions of the Companies Act, 2013.

INTERNAL CONTROL SYSTEMS

The Company has adequate internal control systems commensurate with the nature, size and complexity of its operations. Internal controls are designed to ensure:

a. Protection and safeguarding of assets.

b. Accuracy and reliability of accounting records.

c. Compliance with statutory requirements.

d. Prevention and detection of frauds and errors.

e. Efficient utilization of resources.

The Audit Committee regularly reviews internal financial controls, audit observations and corrective actions undertaken by the management.

FINANCIAL HIGHLIGHTS

The Company’s key financial indicators remained strong during FY 2025-26:

Particulars	FY 2025-26	FY 2024-25
Revenue from Operations (₹ Lakhs)	16,642	13,034
Profit After Tax (₹ Lakhs)	2,280	1,599
EPS (₹)	18.99	13.31
Net Profit Ratio	13.5%	12.0%
Current Ratio	1.72	1.70
Debt Equity Ratio	0.30	0.58

TECHNOLOGY & DIGITAL INITIATIVES

The Company continues to leverage digital technologies to improve project execution, operational efficiency and customer service. The management remains committed to adopting modern automation engineering tools, Robotics digital project monitoring systems and technology-enabled business processes.

HUMAN RESOURCES

The Company firmly believes that its employees are its most valuable asset and continues to invest in human capital through training, skill enhancement, leadership development and professional growth initiatives. The Company promotes a performance-driven work culture founded on integrity, innovation, teamwork, equal opportunity, employee engagement and workplace safety.

The management remains committed to fostering a safe, inclusive and motivating work environment that encourages continuous learning and sustainable growth

CAUTIONARY STATEMENT

Certain statements contained in this Management Discussion and Analysis Report describing the Company's objectives, expectations, estimates, projections and outlook may constitute "forward-looking statements" within the meaning of applicable laws and regulations. Actual results may differ materially from those expressed or implied due to various factors including economic conditions, changes in Government policies, market developments, competition, regulatory changes and other risks beyond the control of the Company.

NOTICE

NOTICE is hereby given that the 14th Annual General Meeting of the members of ADISOFT TECHNOLOGIES LIMITED will be held on Tuesday, September 29th, 2026 at 3:00 P.M. (IST) through Video Conferencing ("VC") /Other Audio Visual Means ("OAVM"), to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt;

(a) the Standalone Audited Financial Statements of the Company for the year ended March 31st , 2026, including notes to Financial Statements, together with the Boards' Report and Auditors' Report thereon;

(b) the Consolidated Audited Financial Statements of the Company for the year ended March 31st, 2026, including notes to Financial Statements, together with the Auditors' Report thereon; And in this regard, to consider and if thought fit, to pass the following resolutions with or without modification, as an Ordinary Resolution:

(a) **"RESOLVED THAT** the audited Standalone Financial Statements of the Company for the financial year ended March 31st, 2026, along with the Notes to Financial Statements, together with the Boards' Report and Auditors' Report as circulated to the shareholders, be and are received, considered and adopted."

(b) **"RESOLVED THAT** the Consolidated Audited Financial Statements of the Company for the financial year ended March 31st, 2026, along with the notes to Financial Statements, together with the Auditors' Report as circulated to the shareholders, be and are received, considered and adopted."

2. To appoint a director in place of Mr. Shashikant Vinayakrao Magdum Director (DIN: 06695870), who retires by rotation at this Annual General Meeting and being eligible offers himself for re-appointment:

To consider and, if thought fit, to pass the following resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of Section 152 and other applicable provisions, if any, of the Companies Act, 2013, the approval of members of the Company be, and is here by accorded to the re-appointment of Mr. Shashikant Vinayakrao Magdum Director (DIN: 06695870), Director as , to the extent that he is required to retire by rotation."

For & on behalf of the Board of Directors of
ADISOFT TECHNOLOGIES LIMITED

Sd/-

AJAY CHANDRASHEKHAR PRABHU
DIN: 06473412
MANAGING DIRECTOR

DATE:07-09-2026
PLACE: PUNE

NOTES:

1. In accordance with the provisions of the Act, read with the Rules made thereunder, General Circular No. 03/2025dated September 22, 2025, other Circulars issued by the Ministry of Corporate Affairs ["MCA"] and Securities and Exchange Board of India ["SEBI"] from time to time,[collectively referred to as "Circulars"], Companies are allowed to hold AGM through VC, without the physical presence of the Members at a common venue. Hence, in compliance with these Circulars, the 14th AGM of the Company is being held through .Since the AGM will be held through VC, the route map of the venue of the Meeting is not annexed hereto.

2. Pursuant to the Circular No. 14/2020 dated April 08, 2020, issued by the Ministry of Corporate Affairs, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. However, the Body Corporates are entitled to appoint authorised representatives to attend the AGM through VC/OAVM and participate there at and cast their votes through e-voting.

3. The AGM is being held pursuant to the MCA Circulars and SEBI Circulars through VC, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for the AGM. Hence, the Proxy Form and Attendance Slip are not annexed to this Notice.

4. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available for 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.

5. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.

6. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) the Secret arial St andard on General Meet ings (SS-2) issued by the ICSI and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs from time to time the Company is providing facility of remote e-Voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-Voting system as well as e-voting on the date of the AGM will be provided by NSDL.

7. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM has been uploaded on the website of the Company at www.adisoft.co.in . The Notice can also be accessed from the websites of the Stock Exchange i.e. National Stock Exchange of India Limited at www.nseindia.com respectively and the AGM Notice is also available on the website of NSDL (agency for providing the Remote e-Voting facility) i.e. www.evoting.nsdl.com.

8. a) Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance at least 7 [seven] days prior to meeting i.e. Tuesday, September 22, 2026, mentioning their name, demat account number/folio number,e-mail ID, mobile number at cs@adisoft.co.in
b) Only those shareholders who have registered themselves as a speaker will be allowed to express their views/ ask questions during the meeting.
c) Shareholders will get confirmation on first cum first basis depending upon the provision made by the Company.
d) Shareholders are requested to speak only when moderator of the meeting/ management will announce the name and serial number for speaking.
e) Please note that the Company reserves the right to restrict the number of questions and number of speakers, depending upon availability of time as appropriate for smooth conduct of the AGM.
f) Other Shareholders may ask questions to the panelist, via active chat-board during the meeting.
g) The Shareholders who do not wish to speak during the AGM but have queries may send their queries in advance, 7 [seven] days prior to meeting i.e. Tuesday, September 22, 2026, mentioning their name, demat account number/ folio number,e-mail ID, mobile number at cs@adisoft.co.in.These queries will be replied to by the Company suitably by e-mail.

9. AGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular issued from time to time

THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING AND JOINING GENERAL MEETING ARE AS UNDER:-

The remote e-voting period begins on Saturday 26 September 2026 at 9:00 A.M. and ends on Monday, 28th September 2026 at 5:00 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. 22nd September 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 22nd September 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 and joining virtual meeting 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. For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID,8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or **e-Voting service provider i.e. NSDL** and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 2. 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 or joining virtual meeting & voting during the meeting. 3. 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 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 or joining virtual meeting & voting during the meeting. 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. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi /Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then user your existing my easi username & password. 2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly.

	3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option. 4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders (holding securities in demat mode) 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 or joining virtual meeting & voting during the meeting.

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

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

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.com or call at 022 - 4886 7000
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800-21-09911

B) Login Method for e-Voting and joining virtual meeting for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

<u>How to Log-in to NSDL e-Voting website?</u>

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.

4. 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.**

6. 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.com mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
   d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.

7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
8. Now, you will have to click on "Login" button.
9. After you click on the "Login" button, Home page of e-Voting will open.

Step 2: Cast your vote electronically and join General Meeting on NSDL e-Voting system.

How to cast your vote electronically and join General Meeting 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 and General Meeting is in active status.
2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on "VC/OAVM" link placed under "Join Meeting".
3. Now you are ready for e-Voting as the Voting page opens.
4. 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.
5. Upon confirmation, the message "Vote cast successfully" will be displayed.
6. You can take the printout of the votes cast by you by clicking the print option on the confirmation page.
7. 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 csabhi.jagtap@gmail.com with a copy marked to evoting@nsdl.com. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "Upload Board Resolution / Authority Letter" displayed under "e-Voting" tab in their login.

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.: 022 - 4886 7000 or send a request to Rahul Rajbhar at evoting@nsdl.com

Process for those shareholders whose email ids are not registered with the depositories 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@adisoft.co.in
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@adisoft.co.in). 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 and joining virtual meeting for Individual shareholders holding securities in demat mode**.
3. Alternatively shareholder/members may send a request to evoting@nsdl.com 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.

THE INSTRUCTIONS FOR MEMBERS FOR e-VOTING ON THE DAY OF THE AGM ARE AS UNDER:-

1. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.
2. Only those Members/ shareholders, who will be present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the AGM.

3. Members who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.
4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the AGM shall be the same person mentioned for Remote e-voting.

INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE AGM THROUGH

VC/OAVM ARE AS UNDER:

1. Member will be provided with a facility to attend the AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for **Access to NSDL e-Voting system**. After successful login, you can see link of "VC/OAVM" placed under **"Join meeting"** menu against company name. You are requested to click on VC/OAVM link placed under Join Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.

2. Members are encouraged to join the Meeting through Laptops for better experience.

3. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.

4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.

5. Shareholders who would like to express their views/have questions may send their questions in advance mentioning their name demat account number/folio number, email id, mobile number at (cs@adisoft.co.in). The same will be replied by the company suitably.

BOARD OF DIRECTORS' REPORT

To,

The Members of

ADISOFT TECHNOLOGIES LIMITED

Your directors have pleasure in presenting the 14th Annual Report of your Company together with the Audited Statement of Accounts and the Auditors' Report of your company for the financial year ended **31st March, 2026.**

1. **Financial Highlights:**

The financial performance of your company (standalone and consolidated) for the year ending **March 31, 2026** is summarized below:

(Amount in Lakhs)

Particulars	Standalone		Consolidated	
	2025-26	2024-2025	2025-26	2024-2025
Revenue from Operations	16,642	13,034	16,642	13,034
Other Income	291	335	291	335
Expenses other than Interest and Depreciation and Tax	13,649	11,060	13,649	11,062
Profit before Interest and Depreciation and Tax	3,284	889	3,284	884
Finance Cost	179	139	179	140
Depreciation	24	18	24	18
Net Profit before Tax	3,081	2,152	3,081	2,149
Tax Expense	788	577	788	577
Deferred Tax	(20)	(24)	(20)	(24)
Net Profit after Tax	2,280	1,599	2,280	1,595
Share of Profit/(Loss) of Associates	-	-	13	17
Profit/(Loss) after Tax and share of Profit/(Loss) of Associates	-	-	2,293	1,612

2. **State of company's affairs and future outlook:**

During the reporting period, the company generated total revenue of Rs. 16,642 /- (in Lakhs). Company has generated other income of Rs. 291/- (in Lakhs). Further, after meeting out all the administrative and other expenditures, the company has earned Net profit after Tax of Rs. 2,280/- (in Lakhs) and the Company has achieved consolidated total of revenue Rs. 16,642/- (in Lakhs) for the year ended March 31, 2026, Company has generated other income of Rs. 291/- (in Lakhs). Further, after meeting out all the administrative and other expenditures, the company has earned Net profit after Tax of Rs. 2,280/- (in Lakhs)
The Board is taking the necessary steps to improve the performance of the Company and to have better working results in the coming years.

3. **Transfer to reserves in terms of section 134 (3) (j) of the Companies Act, 2013:**

Company has not transferred any amounts in the Reserves in terms of Section 134(3)(J) of the Companies Act, 2013.

4. **Annual Return:**

The provisions of section 134 (3) (a) of the Companies Act 2013 prescribes the Company to mention the web address, if any, where the Annual Return referred to in sub section (3) of Section 92 of the Act has been placed. The Annual Return is placed on the website of the company **www.adisoft.co.in**

5. **Dividend:**

The Board of Directors of the Company, after considering holistically the relevant circumstances has not recommended any dividend for the current financial year with a view to conserve the profits generated.

6. **Change in Nature of Business:**

During the period under review, the Company has not changed its line of business in such a way which amounts to commencement of any new business or discontinuance, sale or disposal of any of its existing businesses or hiving off any segment or division.

7. **Material changes and commitments:**

During the period under review , company has done material changes and commitments which affecting the financial position of the Company occurred between the ends of the financial year to which these financial statements relate and on the date of this report.

- Company has changed its status from Adisoft Technologies Private Limited to Adisoft Technologies Limited company through the central government approval on dated 16.09.2025

- the Company completed an initial public offering of 43,08,000 equity shares, increased its paid-up equity share capital from Rs. 12,01,00,000 to Rs. 16,31,80,000, and was listed on the EMERGE platform of the National Stock Exchange of India Limited on 30 April 2026

8. Share Capital:

There has been change in the share capital of the company during the year under review the company has increased its Authorised Paid-Up Capital to Rs. 20 Crore divided into 2 Crore Equity shares of Rs. 10/- each on 22nd August 2025 and increased its paid-up share capital to Rs. 12,01,00,000 Crore through issue of Rs. 1,20,00,000 Crore bonus equity shares to the existing shareholders in their existing shareholding proportion on 5th September 2025.

9. Transfer of unclaimed dividend to Investor Education and Protection Fund:

There was no unclaimed/unpaid dividend, application money, debenture interest and interest on deposits as well as the principal amount of debentures and deposits, remaining unclaimed/ unpaid in relation to the Company. Hence, the Company is not required to transfer any amount to Investor Education and Protection Fund (IEPF).

10. Particulars of Loans, Guarantees and Investments:

The particulars of loans given, guarantees, and investments, if any covered under the provisions of Section 186 of the Act have been disclosed in the financial statements.

11. Information about Subsidiary/ JV/ Associate Company:

During the year under review, no company has become or ceased to be the Company's subsidiary or joint venture or associate company.

Pursuant to the provisions of section 129(3) of the Act read with the Companies (Accounts) Rules, 2014, the statement containing salient features of the financial statements of the Company's Associate for the financial year ended on 31st March, 2026 annexed as **Annexure - I** in Form AOC-1 as part of this Board Report.

12. Deposits:

During the year under review, your Company has not invited any deposits from public/shareholders as per Section 73 of the Companies Act, 2013 read with Companies (Acceptance of Deposits) Rules, 2014.

13. Disclosure relating to the provision of Section 73 of Companies Act,2013 read with rule (2) (1)(c)(viii) of The Companies (Acceptance of Deposit) Rules 2014:

During the year the company has accepted borrowings from its directors and his/their relatives, the detail of the same is as under:

Amount received from Directors: -

(Amount in Rupees)

S. No.	Name of the Director's	Opening Amount (in Rs.)	Received During the year (in Rs.)	Repaid During the year (in Rs.)	Closing Amount (in Rs.)
1	Ajay Chandrashekhar Prabhu	1,27,00,000	10,00,000	1,37,00,000.00	-
2	Preeti Ajay Prabhu	69,50,000	-	69,50,000.00	-

14. Related Party Transactions:

During the year under review, your Company has engaged in transactions which define as related party transactions as mentioned in form AOC-2. Accordingly, the disclosure of related party transaction/ contract/arrangement as required under Section 134(3)(h) of the Companies Act, 2013 and Rule 8(2) of Companies (Accounts) Rules, 2014, is attached as **Annexure - II**

Policy of transactions with the Related Parties as approved by the Board is uploaded on the Company's website at www.adisoft.co.in

15. Directors and Key Managerial Personnel:

During the year, company has appointed Non-Executive Director, Chief Financial Officer, Independent Directors, along with Whole- Time Company Secretary.

Composition of board of directors as on **31-03-2026** is as follows:

S. No.	Name	Designation	DIN /PAN	Date of Appointment
1	Mr. Ajay Chandrashekhar Prabhu	Managing Director	06473412	15th September 2025
2	Mrs. Preeti Ajay Prabhu	Whole Time Director	06473413	15th September 2025
3	Mr. Shashikant Vinayakrao Magdum	Non-Executive Director	06695870	22nd August 2025
4	Mr. Pratik Kabra	Independent Director	10709044	15th September 2025
5	Mr.Sachin Jain	Independent Director	08051390	15th September 2025

In accordance with the provisions of the Act and the Articles of Association of the Company, Mr. Shashikant Vinayakrao Magdum Director of the Company, is eligible to retires by rotation at the ensuing Annual General Meeting. The Board of Directors has recommended his re-appointment.

In accordance with the provisions of section 149 read with Schedule IV of the companies act 2013, Mr. Pratik Kabra and Mr. Sachin Jain Appointed as Non-Executive Independent Director at the EGM held on September 19, 2025.

I. Key Managerial Personnel

Pursuant to the provisions of Section 203 of the Act, Mr. Ajay Chandrashekhar Prabhu Managing Director, Mr. Ajay Chandrashekhar Prabhu got appointed as Managing Director through the Special resolution passed on the Extra-Ordinary General Meeting held on 15.09.2025, and from the same resolution dated 15.09.2025, Mrs. Preeti Ajay Prabh**u** got appointed as Whole-Time Director through the Special resolution passed on the Extra-Ordinary Resolution held on 15.09.2025.

Further Ms. Mayura Dilip Darvekar Chief Financial Officer and Mr. Vaibhav Nandkumar Salunke, Company Secretary & Compliance officer got Appointed through Board Resolution Passed on 13.09.2025

Pursuant to the provisions of Section 203 of the Act, Mr. Ajay Chandrashekhar Prabhu Managing Director**,** Mrs. Preeti Ajay Prabhu Whole-Time Director, Ms. Mayura Dilip Darvekar Chief Financial Officer and Mr. Vaibhav Nandkumar Salunke, Company Secretary & Compliance officer are the Key Managerial Personnel as on 31st March, 2026.

II. Independence of Directors:

Your Company's Board consists of rich experience, professionals and visionaries who provide strategic direction and guidance to the organization.

As on 31st March, 2025, the Board comprised of two non-executive independent directors.

Pursuant to the provisions of Section 149(7) of the Act, the independent directors have submitted declarations that each of them meets the criteria of independence as provided in Section 149(6) of the Act read with Rules framed thereunder. There has been no change in the circumstances affecting their status as independent directors of the Company.

Further Pursuant to the provisions of Section 149(8) of the Act, read with the Schedule IV of the companies act 2013, Independent director has hold their meeting on dated 16th March 2026, without the presence of any other director.

16. Corporate Governance

As per Regulation 15(2) of Listing Regulations, the Compliance with Corporate Governance provisions shall not apply in respect of the following class of Companies:

i. Listed entity having paid up Share Capital not exceeding ₹ 10 Crore and Net Worth not exceeding ₹ 25 Crore, as on the last day of the previous financial year;

ii. Listed entity which has listed its specified securities on the SME Exchange. Since our Company falls within the ambit of aforesaid exemption clause (b), hence compliance with the provision of Corporate

Governance as specified in Regulation 17, 17A, 18, 19, 20, 21, 22, 23, 24, 24A, 25, 26, 27 and clauses

(b) to (i) of Regulation 46(2) & Para C, D & E of Schedule V shall not apply to the Company and it does not form part of the Annual Report for the financial year 2025-26.

17. <u>CEO/ CFO Certification</u>

Pursuant to Regulation 15(2) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the provision of Para D of Schedule V of SEBI (LODR) relating to declaration by CEO/CFO is not applicable to the company

18. <u>Certification from Company Secretary In Practice</u>

Pursuant to Regulation 34(3) and Schedule V Para C clause (10) (i) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 relating to certificate of non-disqualification of directors is not applicable to the company as company has listed its specified securities on the NSE EMERGE SME Platform.

19. <u>Number of Meeting of Board of Directors:</u>

During the Financial Year, the Company held Eighteen (18) meetings of the Board of Directors as per Section 173 of Companies Act, 2013 which is summarized below. The provisions of Companies Act, 2013 were adhered to while considering the time gap between two meetings.

Sr.no	Date of Meeting	Strength of Board Meeting	No of Directors Present
1.	10/04/2025	2	2
2.	10/06/2025	2	2
3.	09/07/2025	2	2
4.	25/07/2025	2	2
5.	13/08/2025	2	2
6.	20/08/2025	2	2
7.	21/08/2025	2	2
8.	04/09/2025	3	3

9.	05/09/2025	3	3
10.	11/09/2025	3	3
11.	13/09/2025	3	3
12.	18/09/2025	5	3
13.	22/09/2025	5	3
14.	30/09/2025	5	5
15.	04/11/2025	5	5
16.	30/11/2025	5	5
17.	15/12/2025	5	5
18.	19/01/2026	5	5

19. <u>Composition of Audit Committee:</u>

As per the provision of Section 177 along with rules prescribed under the Companies Act, 2013, the company has constituted Audit Committee during the financial year.

Following is the composition Audit Committee:

Sr. No.	**Name**	**Designation in Company**	**Designation in Committee**
1	Mr. Pratik Kabra	Independent Director	Chairman
2	Mr. Sachin Jain	Independent Director	Member
3	Mr. Ajay Chandrashekhar Prabhu	Managing Director	Member

Audit Committee Meetings

S. No	**Date of Meeting**	**Total Number of Members as on the date of meeting**	**Attendance**	
			Number of Members attended	**% of attendance**
1.	22/09/2025	3	3	100
2.	19/01/2026	3	3	100

20. Nomination and Remuneration Committee:

As per the provision of Section 178(1) along with rules prescribed under the Companies Act, 2013, the company has constitute Nomination and Remuneration Committee during the financial year and also the Company has devised policy relating to appointment of Directors, payment of Managerial remuneration, Director's qualifications, positive attributes, independence of Directors and other related matters as provided under Section 178(3) of the Companies Act, 2013.

Following is the composition of Nomination and Remuneration of Committee:

Sr. No.	Name	Designation in Company	Designation in Committee
1	Mr. Sachin Jain	Independent Director	Chairman
2	Mr. Pratik Kabra	Independent Director	Member
3	Mr. Shashikant Vinayakrao Magdum	Director	Member

Nomination and Remuneration of Committee Meeting

S. No	Date of Meeting	Total Number of Members as on the date of meeting	Attendance	
			Number of Members attended	% of attendance
1.	30/09/2025	3	3	100

21. Stakeholder Relationship Committee

As per the provision of Section 178(5) along with rules prescribed under the Companies Act, 2013, the company has constituted Stakeholder Relationship Committee during the financial year.

Following is the composition of Stakeholders Relationship Committee:

Sr. No.	Name	Designation in Company	Designation in Committee
1	Mr. Pratik Kabra	Independent Director	Chairman
2	Mr. Sachin Jain	Independent Director	Member
3	Mr.Ajay Chandrashekhar Prabhu	Managing Director	Member

Stakeholders Relationship Committee Meeting

S. No	Date of Meeting	Total Number of Members as on the date of meeting	Attendance	
			Number of Members attended	% of attendance
1.	16.03.2026	3	3	3

22. Board Evaluation:

In terms of the Policy for Evaluation of the Performance of the Board of the Company, the Board has carried out an annual evaluation of its own performance, board committees, and individual directors pursuant to the provisions of the Act and Listing Regulations.

Performance evaluation is carried out in the following manner:

a. Evaluation of Independent Directors by the Board excluding the Independent Director being evaluated;

b. Evaluation of the Chairman/Non-Independent Directors by the Independent Directors excluding the Director being evaluated;

c. Evaluation of the Committees by the Board.

All the Board members are provided forms having the criteria for evaluation of the Independent Directors, Chairman, Non-executive Directors, Committees, seeking ratings on the performance of the respective Directors, Chairman, Committees as mentioned above. The Company recognizes that good corporate governance is a continuous exercise and requires everyone to raise their level of competency and capability to meet the expectations in managing the enterprise and its resources optimally with prudent ethical standards. Adherence to transparency, accountability, fairness and ethical standards are an integral part of the Company's function.

23. Familiarization Program for Independent Directors:

All new independent directors are inducted into the Board familiarization program. The Board members are provided with necessary documents, reports and internal policies to enable them to familiarize with the Company's procedures and practices. Periodic information is provided to the Board and Committees on business and performance updates of the Company, business strategy and risks involved. Further, at the time of appointment of an independent director, the Company issues a formal letter of appointment outlining his role, function, duties and responsibilities. The policy is available on the Company's website www.adisoft.co.in

24. Directors Responsibility Statement:

Pursuant to Section 134(5) of the Companies Act, 2013 the Board of Directors of the Company confirms that-

(a) In the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;

(b) The directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the profit of the company for that period;

(c) The directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;

(d) The directors had prepared the annual accounts on a going concern basis; and

(e) That the Directors have been laid down Internal Financial Controls to be followed by the Company and that such Internal Financial Controls are adequate and were operating effectively during the year,

(f) The directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

25. Internal control systems and their adequacy:

The Companies Act, 2013 re-emphasizes the need for an effective Internal Financial Control system in the Company. The system should be designed and operated effectively. Rule 8(5) (viii) of Companies (Accounts) Rules, 2014 requires the information regarding adequacy of Internal Financial Controls with reference to the financial statements to be disclosed in the Board`s report. To ensure effective Internal Financial Controls the Company has laid down the following measures:

All operations are executed through Standard Operating Procedures (SOPs) in all functional activities for which key manuals have been put in place. The manuals are updated and validated periodically.

All legal and statutory compliances are ensured on a monthly basis. Non-compliance, if any, is seriously taken by the management and corrective actions are taken immediately. Any amendment is regularly updated by internal as well as external agencies in the system.

Approval of all transactions is ensured through a preapproved Delegation of Authority Schedule which is reviewed periodically by the management.

The Company follows a robust internal audit process. Transaction audits are conducted regularly to ensure accuracy of financial reporting, safeguard and protection of all the assets. Fixed Asset verification of assets is done on an annual basis. The audit reports for the above audits are compiled and submitted to Managing Director and Board of Directors for review and necessary action.

26. Corporate Social Responsibilities (CSR):

The Company has voluntary constitute a Corporate Social Responsibility Committee, even though the CSR Spending of the Company is lower than₹ 50 Lakhs. The detailed Corporate Social Responsibility Policy is hosted at www.adisoft.co.in and the CSR report has been attached as **Annexure- III.**

Following is the composition of Corporate Social Responsibility Committee :

Sr. No.	Name	Designation in Company	Designation in Committee
1	Mrs.Preeti Ajay Prabhu	Whole-Time Director	Chairman
2	Mr. Pratik Kabra	Independent Director	Member
3	Mr.Ajay Chandrashekhar Prabhu	Managing Director	Member

Corporate Social Responsibility Committee Meeting

S. No	Date of Meeting	Total Number of Members as on the date of meeting	Attendance	
			Number of Members attended	% of attendance
1.	22.09.2025	3	3	3

27. Energy conservation, Technology Absorption & Foreign Exchange Earnings and Outgo:

(A) Conservation of energy:

The particulars prescribed under Section 134 of the Act read with Rule 8(3) of the Companies (Accounts) Rules, 2014, relating to Conservation of Energy, technology Absorption, Foreign Exchange Earnings and outgo are given below:

A. Conservation of Energy, Technology Absorption:

i. The operations of the Company are not classified as energy-intensive; however, the Company remains committed to promoting energy efficiency across all its functions. Various initiatives have been implemented to optimize energy usage, including the adoption of energy-efficient equipment and continuous investment in technology that enhances infrastructure sustainability. As part of its cost-reduction and eco-conscious efforts, the management has issued internal guidelines encouraging the use of natural daylight in place of artificial lighting during office hours. Additionally, the administration regularly monitors adherence to energy-saving practices, such as ensuring that all computer systems and electronic equipment are properly shut down at the end of the workday.

ii. No new investment is made in such energy-saving devices during the financial year.

B. Foreign exchange earnings and Outgo (Amount in Lakhs)

Earnings	Rs. 295/-
Outgo	Rs. 47/-

28. Business Risk Management:

The Company has established an appropriate risk management framework to identify, assess, monitor and mitigate various risks associated with its business operations. The Board of Directors periodically reviews the key business and operational risks and ensures that suitable measures are implemented to manage such risks effectively.

The Risk Management Policy is placed on the website of the Company at https www.adisoft.co.in

29. Listing with Stock Exchange

Your Company has received Listing and Trading approval of NSE Limited vide its letter dated April 30th, 2026 permitting Listing and Trading of Equity Shares of the Company on NSE (EMERGE SME Platform). The Company has paid applicable listing fees to the Stock Exchange.

The ISIN code of the Company is INE20PL01012.

30. Particulars Of Employees and Remuneration:

The disclosure as required under Section 197(12) of the Act, read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 are annexed herewith as **Annexure IV** and forms part of this Report. Further there were no employee who was in receipt of remuneration for that year which, in the aggregate as provided in the rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

31. Significant and Material Orders Passed by the Regulators or Courts:

There are no significant material orders passed by the Regulators / Courts which would impact the going concern status of the Company and its future operations.

32. Remuneration Policy:

Your Company has in place the Remuneration Policy which provides for a whole gamut of compensation philosophy for rewarding and retaining talent.

The policy is available on the Company's website at www.adisoft.co.in

33. Auditors:

Statutory Auditors & their Report

M/s. KPNB & Associates, Chartered Accountants (Firm Registration No. 0136141W), Pune, were appointed as the Statutory Auditors of the Company at the Annual General Meeting of the Company held on 24 September 2025, to hold office from the conclusion of the said Annual General Meeting until the conclusion of the Annual General Meeting to be held in the year 2030, in accordance with the provisions of the Companies Act, 2013.

There are no observations (including any qualification, reservation, adverse remark or disclaimer) of the Auditors in their Audit Report that may call for any explanation from the Directors. Further, the notes to accounts referred to in the Auditor`s Report are self-explanatory.

34. Maintenance of Cost Records.

The maintenance of cost records as specified by the Central Government under sub-section (1) of section 148 of the Companies Act, 2013, is not required by the Company during the year under review.

35. Secretarial Auditor

The Secretarial Audit is not applicable on the company as it is not covered under the provisions of Section 204 of the Companies Act, 2013 and The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

During the year under review, the Company was not required to appoint Secretarial Auditor. However, after the closure of financial year 2025-26, pursuant to provisions of Section 204 of Companies Act, 2013 and Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Company has appointed M/s SAW and Associates Company Secretaries to undertake Secretarial Audit of the Company for the financial year 2025-2026 on a voluntary basis. The Secretarial Audit Report is annexed herewith as **Annexure V**.

36. Statement regarding compliances of applicable Secretarial Standards:

The Directors have devised proper systems to ensure compliance with the provisions of all applicable Secretarial Standards and that such systems are adequate and operating effectively.

37. Company's Policies

The Company was listed on the National Stock Exchange of India Limited (NSE) on 30th April 2026. In order to ensure adherence to good corporate governance practices and to comply with the applicable statutory and regulatory requirements, the Company has formulated and adopted various policies. These policies have also been hosted on the Company's website.

Vigil Mechanism/Whistle Blower Policy

The Company has a Whistle Blower Policy and has established the necessary vigil mechanism for directors and employees in confirmation with Section 177(9) of the Act and Regulation 22 of Listing Regulations, to report concerns about unethical behaviour.

Nomination and Remuneration Policy

The Company has the policy on the appointment and remuneration of directors and key managerial personnel which provides a framework based on which our human resources management aligns their recruitment plans for the strategic growth of the Company.

Policy for Determining Material Subsidiaries

The Company has policy for determining material subsidiaries which are available on the Company's website

Code of Conduct for Prevention of Insider Trading in Company's Securities

The Company has Code of Conduct for Prevention of Insider Trading in Company's Securities which is available on the Company's website.

Document Preservation Policy

The Company has established a policy in confirmation of Regulation 9 of the Listing Regulations for preserving the documents, files, information etc. of the Company. The policy may be downloaded from the Company's website.

Policy for Determining Materiality of an event or information

The Company has policy for determining materiality of an event or information which is available on the Company's website.

Code of Conduct for the Board of Directors and Senior Management

The Company has on place Code of Conduct for the Board of Directors and Senior Management which is available on the Company's website.

38. **Management Discussion and Analysis Report**

The Company was listed on the National Stock Exchange of India Limited (NSE) on 30th April 2026. Although the requirement to prepare a Management Discussion and Analysis (MDA) Report was not applicable to the Company for the financial year 2025–26, the Management has, on a voluntary basis, decided to include the Management Discussion and Analysis Report as part of the Annual Report of the Company.

39. **Disclosure under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013:**

The Company has adopted a policy for prevention of sexual harassment at the workplace, in line with the requirements of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 ("POSH Act"). An Internal Complaints Committee ("ICC") has been duly constituted as per the provisions of the POSH Act to redress complaints regarding sexual harassment at the workplace.

During the financial year under review, the Company has complied with all the provisions of the POSH Act and the rules framed thereunder. Further details are as follow;

1	Number of complaints of Sexual Harassment received in the Year	Nil
2	Number of Complaints disposed off during the year	Nil
3	Number of cases pending for more than ninety days	Nil

40. **Fraud Reporting:**

During the year under review, Auditors of the company have not reported any instances of frauds committed in the Company by its Officers or Employees to the Audit Committee under section 143(12) of the Companies Act, 2013, details of which needs to be mentioned in this Report.

41. **Proceedings Pending under The Insolvency and Bankruptcy Code,2016:**

There was no application made or proceeding pending against the Company under the Insolvency and Bankruptcy Code, 2016 (31 of 2016) during the year under review.

42. **Difference in Valuation:**

The Company has not made any one-time settlement for loans taken from the Banks or Financial Institutions, and hence the details of difference between amount of the valuation done at the time of one-time settlement and the valuation done while taking loan from the Banks or Financial Institutions along with the reasons thereof is not applicable.

43. Maternity Benefit:

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

44. Acknowledgement:

Your directors wish to express their grateful appreciation to the continued co-operation received from the Banks, Government Authorities, Customers, Vendors and Shareholders during the year under review. Your directors also wish to place on record their deep sense of appreciation for the committed service of the Executives, staff and Workers of the Company.

45. Cautionary Statement

The statements contained in the Board's Report contain certain statements relating to the future and therefore are forward looking within the meaning of applicable laws and regulations.

Various factors such as economic conditions, changes in government regulations, tax regime, other statues, market forces and other associated and incidental factors may however lead to variation in actual results.

For & on behalf of the Board of Directors of
ADISOFT TECHNOLOGIES LIMITED

Sd/-	**Sd/-**
AJAY CHANDRASHEKHAR PRABHU **DIN: 06473412** **MANAGING DIRECTOR** **R/O: D-4 B, ANIL RAJ PARK, SURVEY NO 167/2B, NEHRU NAGAR ROAD, NEAR MONICA CENTER, KAMGAR NAGAR, KHARATWADI, PIMPRI, PUNE – 411018.**	**PREETI AJAY PRABHU** **DIN: 06473413** **WHOLE TIME DIRECTOR** **R/O: D-4 B, ANIL RAJ PARK, SURVEY NO 167/2B, NEHRU NAGAR ROAD, NEAR MONICA CENTER, KAMGAR NAGAR, KHARATWADI, PIMPRI, PUNE – 411018.**

DATE: 03-09-2026
PLACE: PUNE

Annexure – I

FORM NO. AOC.1
Statement containing salient features of the financial statement of Subsidiaries/Associate Companies/Joint Ventures
(Pursuant to first proviso to sub-section (3) of section 129 read with rule 5 of Companies (Accounts) Rules, 2014)
Part "A": Subsidiaries

SR. NO.	PARTICULARS	DETAILS
1.	CIN	NA
2.	Name of the subsidiary	NA
3.	The date since when subsidiary was acquired.	NA
4.	Reporting period for the subsidiary concerned, if different from the holding company's reporting period:	-
5.	Reporting currency and Exchange rate as on the last date of the relevant financial year in the case of foreign subsidiaries	-
6.	Share capital: (amounts in Lacs)	-
7.	Reserves & surplus (amounts in Lacs)	-
8.	Total Assets: (amounts in Lacs)	-
9.	Total Liabilities:(amounts in Lacs)	-
10.	Investments: (amounts in Lacs)	-
11.	Turnover: (amounts in Lacs)	-
12.	Loss before taxation (amounts in Lacs)	-
13.	Provision for taxation	-
14.	Loss after taxation (amounts in Lacs)	-
15.	Proposed Dividend	-
16.	% of shareholding	-

1. Names of subsidiaries which are yet to commence operations - Nil

2. Names of subsidiaries which have been liquidated or sold during the year – Nil

For and on behalf of the Board of Directors of
Adisoft Technologies Limited

Sd/-

Ajay Prabhu
Managing Director
DIN:06473412

Sd/-

Preeti Prabhu
Whole Time Director
DIN:06473413

Sd/-

Mayura Darvekar
CFO
PAN : ATBPD3401C

Sd/-

Vaibhav Salunke
Company Secretary
Mem No. : 72123

Place: Pune
Date: 27/05/2026

Part ''B'' Associates and Joint Ventures

(Statement pursuant to Section 129 (3) of the Companies Act, 2O13 related to Associate Companies and Joint Ventures)

Name of Associates/Joint Ventures	**AIOI Systems India Private Limited - Associate Company**
1. Latest audited Balance Sheet Date	31st March 2026
2. Date on which the Associate or Joint venture was associated or acquired	17/12/2020
3. Shares of Associate/Joint Ventures held by the company on the year end.	
a) No. of Shares held.	8,40,000
b) Amount of Investment in Associates/Joint Venture (Rs. In Lakhs)	84
c) Extent of Holding %	24%
3. Description of how there is significant influence	Shareholding
4. Reason why the associate/joint venture is not consolidated	Not Applicable
5. Net worth attributable to Shareholding as per latest audited Balance Sheet per latest audited Balance Sheet (Rs. In Lakhs)	168.62
6. Profit / Loss for the year	
i. Considered in Consolidation (Rs. In Lakhs)	13
ii. Not Considered in Consolidation (Rs. In Lakhs)	-

1. Names of associates or joint ventures which are yet to commence operations - Nil

2. Names of associates or joint ventures which have been liquidated or sold during the year- Nil

For and on behalf of the Board of Directors of
Adisoft Technologies Limited

Sd/-

Ajay Prabhu
Managing Director
DIN:06473412

Sd/-

Preeti Prabhu
Whole Time Director
DIN:06473413

Sd/-

Mayura Darvekar
CFO
PAN : ATBPD3401C

Sd/-

Vaibhav Salunke
Company Secretary
Mem No. : 72123

Place: Pune
Date: 27/05/2026

ANNEXURE-II
FORM AOC-2

[Pursuant to clause (h) of sub-section (3) of section 134 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014] Form for disclosure of particulars of contracts/arrangements entered into by the Company with related parties referred toin sub-section (1) of section 188 of the Companies Act, 2013 including certain arm's length transactions under third proviso thereto.

1**. Details of contracts or arrangements or transactions not at arm's length basis:**
During the year under review, the Company has not entered into any contracts or arrangements with any of the related party which are not on arm's length basis.

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

Sr. No	Name(s) of the related party and nature of relationship	Nature of contracts/ arrangements/ transactions	Duration of the contracts/ arrangements / transactions	Salient terms of the contracts or agreement or transactions including the value, if any	Date(s) of approval by the Board, if any	Amount paid as advance, if any
1.	Chandrashekhar Prabhu-Father of Managing Director	Office Rent	Annually	1,00,000/-	10/04/2025	-
2.	Mr. Sagar Dilip Dale – Relative of Key Managerial Personnel	Professional Fees	Annually	2,00,000/-	10/04/2025	-
3.	Mr. Shashikant Vinayakrao Magdum Partner in (Urja Management)	Professional Fees	Annually	11,00,000/-	10/04/2025	-
4.	Mr. Sagar Dilip Dale - Relative of Key Managerial Personnel	Reimbursement of Statutory Dues	Annually	2,29,00,000/-	10/04/2025	-
5.	AIOI Systems India Private Limited-Associate Company	Purchase and Sale of goods	On the terms and conditions mutually agreed.	4,28,00,000/-	10/04/2025	
6.	AIOI Systems India Private Limited-Associate Company	Sale of Services	On the terms and conditions mutually agreed.	2,00,000/-	10/04/2025	

For & on behalf of the Board of Directors of
ADISOFT TECHNOLOGIES LIMITED

Sd/-

Sd/-

AJAY CHANDRASHEKHAR PRABHU
DIN: 06473412
MANAGING DIRECTOR
R/O: D-4 B, ANIL RAJ PARK, SURVEY NO 167/2B, NEHRU NAGAR ROAD, NEAR MONICA CENTER, KAMGAR NAGAR, KHARATWADI, PIMPRI, PUNE – 411018.
DATE: 03-09-2026
PLACE: PUNE

PREETI AJAY PRABHU
DIN: 06473413
WHOLE TIME DIRECTOR
R/O: D-4 B, ANIL RAJ PARK, SURVEY NO 167/2B, NEHRU NAGAR ROAD, NEAR MONICA CENTER, KAMGAR NAGAR, KHARATWADI, PIMPRI, PUNE – 411018.

ANNEXURE –III

Corporate Social Responsibility Report

1. **Brief outline on CSR Policy of the Company.**

   As a responsible corporate citizen, Adisoft Technologies Limited is committed to sustainable development and inclusive growth. It has been focusing on issues relating to water, environment, healthy living, education, promoting gender equality and empowerment of women. Adisoft Technologies Limited will focus its efforts on key areas like education and employment.

   The projects and activities in the following areas are being worked on:

- Eradicating hunger, poverty and malnutrition, promoting health care including preventive health care and sanitation;
- Promoting education, including special education and employment enhancing vocation skills especially among children, women, elderly, and the differently abled and livelihood enhancement projects;
- Promoting gender equality, empowering women by educating them.
- Ensuring environmental sustainability, ecological balance, protection of flora and fauna, animal welfare, agro-forestry, conservation of natural resources and maintaining quality of soil, air and water;
- contribution to the Trust and NGO's or any other fund set up by the Central Government for socio-economic development and relief and welfare of the Scheduled Castes, -the Scheduled Tribes, other backward classes, minorities and women;
- Promoting Healthcare and fitness activities by organizing healthcare programs, blood donation camp, donating medical equipment's, machineries and medicines to the healthcare organizations, Trust and NGO's set up and approved by central government.

The Company has identified following organization for incurring CSR expenditure:

1. **Rotary Club of Nigdi- Pune, Charitable Trust**
2. **Shree Samsthan Gokarn Partagali Jeevottam**

2. **Composition of CSR Committee:**

Sr. No	Name of Director	Designation /Nature of Directorship	Number of CSR Committee held during the year	Number of CSR Committee attended during the year
1.	Mrs.Preeti Ajay Prabhu	Chairman	1	1
2	Mr. Pratik Kabra	Member	1	1
3	Mr.Ajay Chandrashekhar Prabhu	Member	1	1

3. Web-link where CSR Policy and CSR projects approved by the board are disclosed on the website of the company: www.adisoft.co.in

4. Provide the details of Impact assessment of CSR projects carried out in pursuance of sub-rule (3) of rule 8 of the Companies (Corporate Social responsibility Policy) Rules, 2014, if applicable (attach the report): **NOT APPLICABLE**

5. Average net profit of the company as per section 135(5): Rs. 14,98,52,412/-

6.

a)	Two percent of average net profit of the company as per section 135(5):	Rs. 29,97,048.24/-
b)	Surplus arising out of the CSR projects or programmes or activities of the previous financial years:	Rs. NIL
c)	Amount required to be set off for the financial year, if any:	NIL
d)	Total CSR obligation for the financial year (b+c-d):	Rs. 29,97,048.24/-

7. (a) Amount spent on CSR Projects (both Ongoing Project and other than Ongoing Project): **Other than ongoing project**

(b) Amount spent in Administrative Overheads: Nil

(c) Amount spent on Impact Assessment, if applicable: Nil

(d) Total amount spent for the Financial Year: **Rs. 30,05,550/-**

(e) CSR amount spent or unspent for the financial year:

Total Amount Spent for the Financial Year. (in Rs.)	**Amount Unspent (in Rs)**				
	Total Amount transferred to Unspent CSR Account as per section 135(6).		**Amount transferred to any fund specified under Schedule VII as per second proviso to section 135(5).**		
	Amount.	**Date of transfer.**	**Name of the Fund**	**Amount.**	**Date of transfer.**
30,05,550/-	NIL	NA	NA	NIL	NA

(f) Excess amount for set-off, if any:

Sl. No.	Particulars	Amount (in Rs.)
(i)	Two percent of average net profit of the company as per section 135(5)	29,97,048.24/-
(ii)	Total amount spent for the Financial Year	30,05,550/-
(iii)	Excess amount spent for the financial year	8,502/-
(iv)	Surplus arising out of the CSR projects or programmes or activities of the previous financial years, if any	NIL
(v)	Amount available for set off in succeeding Financial Years [(iii)+(iv)]	8,502/-

8. Whether any capital assets have been created or acquired through Corporate Social Responsibility amount spent in the Financial Year: **NO**

9. Specify the reason(s), if the company has failed to spend two per cent of the average net profit as per section 135(5): **NOT APPLICABLE**

Details of CSR amount spent in the financial year for **ongoing projects** of the preceding financial year(s): **NOT APPLICABLE**

	Preceding Financial Year.	Amount transferred to Unspent CSR Account under section 135 (6) (in Rs.)	Amount spent in the Reporting Financial Year (in Rs.).	Amount transferred to any fund specified under Schedule VII as per section 135(6), if any.			Amount remaining to be spent in succeeding financial years. (in Rs.)	
				Name of the Fund	Amount (in Rs).	Date of transfer.		
	TOTAL							

Details of CSR amount spent against **other than ongoing projects** for the financial year:

(1)	(2)	(3)	(4)	(5)		(6)	(7)	(8)	
Sl. No.	Name of the Project	Item from the list of activities in schedule VII to the Act.	Local area (Yes/ No).	Location of the project.		Amount spent for the project (in Rs.).	Mode of implementation – Direct (Yes/No).	Mode of implementation - Through implementing agency.	
				State.	District.			Name.	CSR registration number.
1.	Education, Healthcare, Social Welfare Activities	Education, Healthcare, Social Welfare	Yes	Pune, Maharashtra		18,50,000/-	No	Rotary Club of Nigdi-Pune, Charitable Trust	CSR00002123
2.	Education, Healthcare, Social Welfare Activities	Education, Healthcare, Social Welfare	No	Partagali Goa		11,55,550/-	NO	Shree Samsthan Gokarn partagali jeevottam	CSR00023081.
	Total					**30,05,550/-**			

For & on behalf of the Board of Directors of
ADISOFT TECHNOLOGIES LIMITED

Sd/-	Sd/-
AJAY CHANDRASHEKHAR PRABHU **DIN: 06473412** **MANAGING DIRECTOR** **R/O: D-4 B, ANIL RAJ PARK, SURVEY NO 167/2B, NEHRU NAGAR ROAD, NEAR MONICA CENTER, KAMGAR NAGAR, KHARATWADI, PIMPRI, PUNE – 411018.**	**PREETI AJAY PRABHU** **DIN: 06473413** **WHOLE TIME DIRECTOR** **R/O: D-4 B, ANIL RAJ PARK, SURVEY NO 167/2B, NEHRU NAGAR ROAD, NEAR MONICA CENTER, KAMGAR NAGAR, KHARATWADI, PIMPRI, PUNE – 411018.**

DATE: 03-09-2026
PLACE: PUNE

ANNEXURE IV

PARTICULARS OF EMPLOYEES

Disclosures pertaining to remuneration and other details as required under Section 197(12) of the Companies Act, 2013 read with Rules made there under Information as per Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 A. The ratio of remuneration of each director to the median remuneration of employees for the financial year and the Percentage increase in remuneration of each director, Chief Financial Officer, Chief Executive Officer, Company Secretary or Manager, if any, in the financial year:

Sr. No	Name	Designation	Nature of Payment	Ratio of the remuneration of each director to the median remuneration of the employees	Percentage Increase
1.	Mr. Ajay Chandrashekhar Prabhu	Managing Director	Director's Remuneration	17.68 : 1	-
2.	Mrs. Preeti Ajay Prabhu	Whole-Time Director	Director's Remuneration	17.68 : 1	-

For & on behalf of the Board of Directors of
ADISOFT TECHNOLOGIES LIMITED

Sd/-

AJAY CHANDRASHEKHAR PRABHU
DIN: 06473412
MANAGING DIRECTOR
R/O: D-4 B, ANIL RAJ PARK, SURVEY NO 167/2B, NEHRU NAGAR ROAD, NEAR MONICA CENTER, KAMGAR NAGAR, KHARATWADI, PIMPRI, PUNE – 411018.

Sd/-

PREETI AJAY PRABHU
DIN: 06473413
WHOLE TIME DIRECTOR
R/O: D-4 B, ANIL RAJ PARK, SURVEY NO 167/2B, NEHRU NAGAR ROAD, NEAR MONICA CENTER, KAMGAR NAGAR, KHARATWADI, PIMPRI, PUNE – 411018.

DATE: 03-09-2026
PLACE: PUNE

ANNEXURE V

FORM NO. MR-3

SECRETARIAL AUDIT REPORT

For the Financial Year ended 31st March 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
Adisoft Technologies Limited
Prathamesh Complex & Trading, Plot No. PAP-BG-102, 103, 104 & 105,
1st and 2nd Floor,MIDC Chinchwad Industrial Area, Bhosari I.E., Pune,
Pune City, Maharashtra, India, 411026

I, have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by Adisoft Technologies Limited (CIN: L31108PN2013PLC146157) (hereinafter called 'the Company'). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of Secretarial Audit, I hereby report that in my opinion, the Company has, during the audit period covering the financial year ended on 31st March, 2026, complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

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

I. The Companies Act, 2013 ('the Act') and the Rules made thereunder;

II. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the Rules made thereunder; ; **(Not Applicable for the Company during the Audit Period)**

III. The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;

IV. Foreign Exchange Management Act, 1999 and the Rules and Regulations made thereunder to the extent of investment in overseas subsidiary and External Commercial Borrowings; **(Not Applicable for the Company during the Audit Period)**

V. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act')

A. Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015; **; (Not Applicable for the Company during the Audit Period)**

B. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011; **(Not Applicable for the Company during the Audit Period)**

C. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015**; (Not Applicable for the Company during the Audit Period)**

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

E. The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 2011**; (Not Applicable for the Company during the Audit Period)**

F. The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; **(Not Applicable for the Company during the Audit Period)**

G. The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993;

H. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021; and **(Not Applicable for the Company during the Audit Period)**

I. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; **(Not Applicable for the Company during the Audit Period)**

VI. As informed to me none of the other laws are applicable specifically to the Company.

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

i. Secretarial Standards issued by The Institute of Company Secretaries of India.
ii. The Listing Agreements entered by the Company with the National Stock Exchange of India Limited.

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

I further report that

The Company has changed its status from Adisoft Technologies Private Limited to Adisoft Technologies Limited company through the central government approval on dated 16.09.2025.

The Company completed an initial public offering of 43,08,000 equity shares, increased its paid-up equity share capital from Rs. 12,01,00,000 to Rs. 16,31,80,000, and was listed on the EMERGE platform of the National Stock Exchange of India Limited on 30 April 2026.

Pursuant to the provisions of Section 203 of the Act, Mr. Ajay Chandrashekhar Prabhu Managing Director, Mr. Ajay Chandrashekhar Prabhu got appointed as Managing Director through the Special resolution passed on the Extra-Ordinary General Meeting held on 15.09.2025, and from the same resolution dated 15.09.2025, Mrs. Preeti Ajay Prabhu got appointed as Whole-Time Director through the Special resolution passed on the Extra-Ordinary Resolution held on 15.09.2025.

In accordance with the provisions of section 149 read with Schedule IV of the companies act 2013, Mr. Pratik Kabra and Mr. Sachin Jain Appointed as Non-Executive Independent Director at the EGM held on September 19, 2025.

Further Ms. Mayura Dilip Darvekar Chief Financial Officer and Mr. Vaibhav Nandkumar Salunke, Company Secretary & Compliance officer got Appointed through Board Resolution Passed on 13.09.2025

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors, Woman Director and Independent Directors.

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

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

I further report that there are adequate systems and processes in the company commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

For M/s Saw and Associates
Company Secretaries

Sd/-

Place: Pune
Date: 02.09.2026

Sunny Arun Warghade
Proprietor
FCS 12058, CP No 11426
PR No. 5153/2023
UDIN: F012058H001343113

‘Annexure A to the Secretarial Audit Report’

To,

The Members
Adisoft Technologies Limited
Prathamesh Complex & Trading, Plot No. PAP-BG-102, 103, 104 & 105,
1st and 2nd Floor, MIDC Chinchwad Industrial Area,
Bhosari I.E., Pune, Pune City, Maharashtra, India, 411026

My report of even date is to be read along with this letter.

1. Maintenance of secretarial records is the responsibility of the management of the Company. my responsibility is to express an opinion on these secretarial records based on my audit.
2. I have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. I believe that the processes and practices, I followed provide a reasonable basis for my opinion.
3. I have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
4. I have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.
5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. My examination was limited to the verification of procedures on test basis.
6. The Secretarial Audit report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.
7. The audit was conducted based on the verification of the Company’s books, papers, minutes books, forms and returns filed, documents and other records furnished by them or obtained from the Company electronically and also the information provided by the company and its officers by audio and/or visual means.

For M/s Saw and Associates
Company Secretaries

Sd/-

Place: Pune
Date: 02.09.2026

Sunny Arun Warghade
Proprietor
FCS 12058, CP No 11426
PR No. 5153/2023
UDIN: F012058H001343113

04

FINANCIAL STATEMENTS

The Audited Record

Independent Auditors’ Reports together with the Standalone and Consolidated Financial Statements for the year ended 31st March 2026.

INDEPENDENT AUDITOR'S REPORT

To the Members of Adisoft Technologies Limited

Report on the Audit of the Standalone Financial Statements

Opinion

We have audited the accompanying Standalone Financial Statements of Adisoft Technologies Limited ("the Company"), which comprise the Balance sheet as of March 31, 2026, the Statement of Profit and Loss, the Cash Flow Statement and notes to the Standalone 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 Standalone 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, its profit, its cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit of the Standalone financial statements in accordance with the Standards on Auditing (SAs), as specified under section 143(10) of the Act. Our responsibilities under those Standards are further described in the 'Auditor's Responsibilities for the Audit of the Standalone Financial Statements section of our report.

We are independent of the Company in accordance with the 'Code of Ethics' issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the Standalone financial statements under the provisions of the Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Standalone financial statements.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the standalone financial statements of the current period. These matters were addressed in the context of our audit of the Standalone financial statements, as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

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

The Company’s Board of Directors is responsible for the other information. The other information comprises the information included in the Annual report, but does not include the Standalone financial statements and our auditor’s report thereon.

Our opinion on the Standalone 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 Standalone financial statements, our responsibility is to read the other information and, in doing so, consider whether such other information is materially inconsistent with the Standalone 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.

Responsibility of Management and Those Charged with Governance for the Standalone Financial Statements

The Company’s Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these Standalone financial statements that give a true and fair view of the financial position, financial performance, cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Companies (Accounting Standards) Rules, 2006 (as amended) specified under section 133 of the Act, read with the Companies (Accounts) Rules, 2015,as amended.

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

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

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

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

Our objectives are to obtain reasonable assurance about whether the Standalone 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 Standalone 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 Standalone financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls with reference to Standalone financial statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the Standalone 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 Standalone financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

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

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

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

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act based on our audit on separate financial statements, we give in the "Annexure A" a statement on the matters specified in paragraphs 3 and 4 of the Order.

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

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

   b. In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books except for the matter stated in the paragraph 2(f) below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014.

   c. The Balance Sheet, the Statement of Profit and Loss, Statement of

Changes in Equity and the Statement of Cash Flows dealt with by this Report agree with the books of account.

d. In our opinion, the aforesaid Standalone Financial Statements comply with the Accounting Standards specified under Section 133 of the Act.

e. Based on 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 Standalone financial statement of the Company and the operating effectiveness of such controls, refer to our separate Report in **"Annexure B".**

g. The Company has paid/provided managerial remuneration during the period in accordance with the provisions of Section 197 read with Schedule V of the Companies Act, 2013. The remuneration paid to the directors is within the limits laid down under the said provisions and the approvals required under the Act have been obtained.

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, as amended, in our opinion and to the best of our information and according to the explanations given to us:

I. The Company do not have any pending litigations on its financial position in its Standalone financial statements.

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

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

IV.

a. The management has represented that, to the best of their knowledge and belief that, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the company to or in any other person(s) or entity(ies), including foreign entities ("intermediaries") with the understanding whether recorded in writing or otherwise, that the intermediary shall, whether directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company ("Ultimate Beneficiaries") or provide any guarantee, security, or the like on behalf of the Ultimate Beneficiaries.

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

c. Based on such audit procedures 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 (iv(a.)) and (iv(b.)) above contain any material misstatement.

V. In the matter of interim dividend, no such dividend declared during the year, the Company is in compliance with section 123 of the Act.

VI. The reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014 is applicable from 1 April 2023. Based on our examination which included test checks, the Company has used accounting software for maintaining its books of account, which have a feature of recording audit trail (edit log) facility, however the same has not been operated throughout the year.

Further, in the absence of information regarding the audit trail, we are unable to comment on whether there were any instances of tampering of such audit trail.

For KPNB & Associates

Chartered Accountants

ICAI Firm Registration Number: 136141W

Sd/-

Basant Porwal

Partner

Membership Number:113651

UDIN: 26113651WCMBBC1175

Place: Pune

Date: 27th May 2026

ANNEXURE "A"

To the Independent Auditor's Report on Standalone Financial Statements of Adisoft Technologies Limited for the year ended March 31,2026.

(Referred to in paragraph 2(f) under Report on Other Legal and Regulatory Requirements section of our report to the members of Adisoft Technologies Limited even date)

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

i.

a.

(A) The Company has maintained proper records showing full particulars including quantitative details and situation of its Property, Plant and Equipment. Additionally, we have been informed that the Fixed Asset are currently not tagged, and the Company is in the process of carrying out the asset tagging exercise.

(B) The Company has no records of intangible assets since there are no intangible assets in the books of the company.

b. The Company has a regular programme of physical verification of Property, Plant and Equipment, under which all Property, Plant and Equipment are verified in a phased manner over a period of time. In our opinion, the periodicity of such verification is reasonable having regard to the size of the Company and the nature of its assets. Pursuant to the programme, certain Property, Plant and Equipment were physically verified by the Management during the year and no material discrepancies were noticed on such verification as compared with the book records.

c. With respect to immovable properties (other than properties where the Company is the lessee and the lease agreements are duly executed in favour of the Company) disclosed in the Standalone Financial Statements included in Property, Plant and Equipment, according to information and explanations given to us and based on verification of the registered sale deed/Transfer deed/ Conveyance deed provided to us, we report that, the title deeds of such immovable properties are held in the name of the Company as at Balance Sheet date.

d. The Company has not revalued its Property, Plant and Equipment (including Right of Use assets) or intangible assets or both during the year.

e. There are no proceedings initiated during the year or are pending against the Company as of March 31, 2026 for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 and rules made thereunder.

ii.

a. The inventories, except for goods in transit were physically verified during the year by the Management at reasonable intervals. In our opinion and according to the information and explanations given to us, the coverage and the procedure of such verification by the Management is appropriate having regard to size of the Company and the nature of its operations. In respect of goods in transit, some of the goods have been received subsequent to the year-end. No discrepancies of 10% or more in the aggregate for each class of inventories were noticed on such physical verification when compared with books of account.

b. According to the information and explanations given to us, the Company has been sanctioned a business loan of INR 8 crore, in aggregate, from banks on the basis of security of Fixed Deposits made, as disclosed in Note 8 of the Standalone Financial Statements. In our opinion, according to information and explanations given to us, the loan is being used for General Purposes, Construction of immovable property and repayment of other Business Loan.

iii.

a. During the year the Company has not provided loans, advances in the nature of loans, provided guarantee or security to companies, firms, Limited Liability Partnerships or any other parties. Accordingly, the requirement to report on clause 3(iii)(a) of the Order is not applicable to the Company.

b. During the year the Company has made investments, provided guarantees or security and granted loans and advances in the nature of loans to companies, firms, Limited Liability Partnerships or any other parties. Accordingly, the requirement to report on clause 3(iii)(b) of the Order is not applicable to the Company.

c. The Company has not granted loans and advances in the nature of loans to companies, firms, Limited Liability Partnerships or any other parties. Accordingly, the requirement to report on clause 3(iii)(c) of the Order is not applicable to the Company.

d. The Company has not granted loans or advances in the nature of loans to companies, firms, Limited Liability Partnerships or any other parties. Accordingly, the requirement to report on clause 3(iii)(d) of the Order is not applicable to the Company.

e. There were no loans or advance in the nature of loan granted to companies, firms, Limited Liability Partnerships or any other parties. Accordingly, the requirement to report on clause 3(iii)(e) of the Order is not applicable to the Company.

f. The Company has not granted any loans or advances in the nature of loans, either repayable on demand or without specifying any terms or period of repayment to companies, firms, Limited Liability Partnerships or any other parties.

iv. The Company has not granted loans or provided guarantees or securities to parties covered under Section 185 of the Companies Act, 2013 ("the Act"). The Company has complied with the provisions of Section 186 of the Act in respect of loans granted, investments made and guarantees and securities provided, as applicable

v. The Company has not accepted any deposits or amounts which are deemed to be deposits under the directives of the Reserve Bank of India and the provisions of sections 73 to 76 or any other relevant provisions of the companies act, 2013 and the rules framed thereunder, where applicable. Accordingly, the provisions of clause 3(v) of the order are not applicable.

vi. The Central Government has not prescribed the maintenance of cost records under section 148(1) of the Act, for any of the services rendered by the Company, thus the provisions of clause 3(vi) of the order are not applicable.

vii.

a. The Company is regular in depositing undisputed statutory dues including goods and services tax, provident fund, employees' state insurance, income-tax, sales- tax, service tax, duty of customs, duty of excise, value added tax, cess and any other statutory dues, as applicable, with the appropriate authorities. According to the information and explanations given to us and based on audit procedures performed by us, there are no undisputed amounts payable in respect of these statutory dues were outstanding, at the year end, for a period of more than six months from the date they became payable.

b. According to the information and explanations given to us and based on our examination of the records of the Company, there are no dues of Income-tax, Goods and Services Tax, Provident Fund, Employees' State Insurance, Duty of Customs, Cess or other statutory dues which have not been deposited on account of any dispute.

viii. According to the information and explanation given to us, company has no transactions, not recorded in the books of account have been surrendered or disclosed as income during the year in the tax assessments under the income tax act, 1961 (43 of 1961).

ix.

a. The Company has not delayed or defaulted in repayment of loans or other borrowings or in the payment of interest thereon to any lender.

b. The Company has not been declared wilful defaulter by any bank or financial institution or any other lender.

c. To the best of our knowledge and belief, in our opinion, term loans availed by the Company were applied by the Company during the year for the purposes for which the loans were obtained.

d. On an overall examination of the Standalone Financial Statements of the Company, funds raised on short-term basis have not been used during the year for long-term purposes by the Company.

e. On an overall examination of the Standalone Financial Statements of the Company, the Company has not taken funds from any entity or person on account of or to meet the obligations of its subsidiaries, associates or joint ventures.

f. 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. The Company has not raised monies by way of Initial Public Offer or Further Public Offer (including debt instruments) during the year.

b. The Company has not made any preferential allotment or private placement of shares or convertible debentures fully or partly or optionally during the year under audit.

xi.

a. Based upon the audit procedures performed for the purpose of reporting the true and fair view of the Standalone Financial Statements and according to the information and explanations given by the management, no fraud by the Company or no material fraud on the Company has been noticed or reported during the year.

b. No report under sub-section (12) of section 143 of the Companies Act has been filed by us in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government during the year and upto the date of this report and hence clause 3(xi)(b) of the Companies (Auditors Report) Order 2020 is not applicable to the company.

c. No whistle-blower complaints, received during the year by the company.

xii. The Company is not a Nidhi Company and hence clauses 3(xii)(a), 3(xii) (b) and 3(xii)(c) of the Companies (Auditors Report) Order 2020 is not applicable to the Company.

xiii. All transactions with the related parties are in compliance with sections 177 and 188 of the Act in so far as our examination of the proceedings of the meetings of the Audit Committee and Board of Directors are concerned. The details of related party transactions have been disclosed in the Standalone Financial Statements as required by the applicable Accounting Standards.

xiv. According to the information and explanations provided to us and based on our examination, the Company has, in all material respects, an adequate internal control system commensurate with the size and nature of its business. Certain control processes are being further formalized/strengthened by the management to improve documentation and operational consistency; however, no material weakness requiring reporting under this clause was observed.

xv. In our opinion, during the year, the Company has not entered into any non-cash transactions with its directors or persons connected with its directors and hence provisions of Section 192 of the Act are not applicable to the Company.

xvi. The Company is not required to be registered under section 45-ia of the reserve bank of India act, 1934 and the Company is not a core investment company (CIC) as defined in the regulations made by the reserve bank of India, accordingly the provisions of clause 3(xvi) of the order are not applicable.

xvii. According to the information and explanations given to us and based on the audit procedures conducted we are of opinion that the Company has not incurred any cash losses in the financial year and the immediately preceding financial year.

xviii. During the year, there has been no resignation of the statutory auditors of the Company and accordingly, the reporting requirements under clause (xviii) of the Companies (Auditor's Report) Order, 2020 are not applicable.

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

xx.

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

b. There is no unspent amount towards CSR on ongoing Projects of the Company requiring a transfer to unspent CSR amount or to a Special account before the date of this report and within a period of 30 days from the end of the financial year in compliance with the provision of section 135(6) of the Act.

c. The Company has properly contributed to Permissible activities as per Schedule VII under CSR.

xxi. There have been no qualified/adverse remarks in the Companies (Auditor's Report) Order (CARO) Reports of the companies included in consolidated Financial Statements.

For KPNB & Associates

Chartered Accountants

ICAI Firm Registration Number: 136141W

Sd/-

Basant Porwal

Partner

Membership Number:113651

UDIN: 26113651WCMBBC1175

Place: Pune

Date: 27th May 2026

ANNEXURE "B"

To the Independent Auditor's Report on Standalone Financial Statements of Adisoft Technologies Limited for the year ended March 31,2026.

(Referred to in paragraph 2(f) under Report on Other Legal and Regulatory Requirements section of our report to the members of Adisoft Technologies Limited even date)

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 **Adisoft Technologies Limited** as of March 31,2026, in conjunction with our audit of the Standalone financial statements of the Company for the year ended on that date.

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

Furthermore, certain control processes are being further formalized/strengthened by the management to improve documentation and operational consistency; however, no material weakness requiring reporting under this clause was observed.

Management's Responsibility for Internal Financial Controls

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

Auditors' 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 on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Act, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the ICAI. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system with reference to financial statements and their operating effectiveness. Our audit of internal financial controls included obtaining an understanding of internal financial controls, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the Standalone financial statements, whether due to fraud or error.

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

Meaning of Internal Financial Controls

A company's internal financial controls with reference to financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles.

A company's internal financial controls with reference to financial statements includes those policies and procedures that:

(1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company;

(2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and

(3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company’s assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls

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 KPNB & Associates

Chartered Accountants

ICAI Firm Registration Number: 136141W

Sd/-

Basant Porwal

Partner

Membership Number:113651

UDIN: 26113651WCMBBC1175

Place: Pune

Date: 27th May 2026

Adisoft Technologies Limited
CIN: U31108PN2013PLC146157
Balance Sheet as at March 31, 2026
All amounts are in Lakhs unless otherwise stated

Particulars	Notes	As at March 31, 2026	As at March 31, 2025
I EQUITY AND LIABILITIES			
(1) **Shareholder's Funds**			
(a) Share Capital	4	1,201	1
(b) Reserves & Surplus	5	5,952	4,872
		7,153	**4,873**
(2) **Non Current Liabilities**			
(a) Long-term borrowings	6	-	569
(a) Long Term Provisions	7	124	56
		124	**625**
(3) **Current Liabilities**			
(a) Short-term Borrowings	8	2,155	2,274
(b) Trade Payables			
(i) Total outstanding dues of micro enterprises and small enterprises	9	156	175
(ii) Total outstanding dues of creditors other than micro enterprises and small enterprises	9	4,278	2,541
(c) Other Current Liabilities	10	574	500
(d) Short-term Provisions	11	869	630
		8,032	**6,120**
TOTAL		**15,309**	**11,618**
II ASSETS			
(1) **Non Current Assets**			
(a) Property, Plant and Equipment and Intangible asset			
(i) Property, Plant and Equipmen	12	1,050	1,039
(ii) Capital Work-in-progress	12	247	-
(b) Non-Current Investments	13	84	84
(c) Deferred Tax Assets (Net)	14	50	30
(d) Other Non Current Assets	15	59	58
		1,490	**1,211**
(2) **Current Assets**			
(a) Inventories	16	1,666	1,648
(b) Trade Receivables	17	8,247	5,613
(c) Cash and Cash Equivalents	18	2,943	2,378
(d) Short-term Loans and Advances	19	816	634
(e) Other Current Assets	20	147	133
		13,819	**10,406**
TOTAL		**15,309**	**11,618**
Summary of Significant Accounting Policie	1-3		
Other Notes to the Financial Statements	4-42		

The accompanying summary of Significant Accounting Policies and other explanatory information are an integral part of the Financial Statements.

As per our report of even date

For KPNB & Associates
Chartered Accountants
ICAI Firm Registration No. 136141W

Sd/-

Mr. Basant Kishangopal Porwal
Partner
M.No: 113651
Place: Pune
Date: 27/05/2026
UDIN: 26113651WCMBBC1175

For and on behalf of the Board of Directors of
Adisoft Technologies Limited

Sd/-

Mr. Ajay Chandrashekhar Prabhu
Managing Director
DIN: 06473412
Place: Pune
Date: 27/05/2026

Sd/-

Mrs. Preeti Ajay Prabhu
Whole Time Director
DIN: 06473413
Place: Pune
Date: 27/05/2026

Sd/-

Ms. Mayura Dilip Darvekar
Chief Financial Officer
PAN: ATBPD3401C
Place: Pune
Date: 27/05/2026

Sd/-

Mr. Vaibhav Nandkumar Salunkhe
Company Secretary
M. No.: 72123
Place: Pune
Date: 27/05/2026

Adisoft Technologies Limited
CIN: U31108PN2013PLC146157
Statement of Profit and Loss for the period ended March 31, 2026
All amounts are in Lakhs unless otherwise stated

	Particulars	Notes	For the year ended March 31, 2026	For the year ended March 31, 2025
I	Revenue from Operations	21	16,642	13,034
II	Other Income	22	291	335
III	**TOTAL INCOME (I+II)**		**16,933**	**13,369**
IV	Expenses:			
	Purchases of Raw Material and Consumables	23	11,154	9,319
	Changes in Inventories of Raw Material and Consumables	24	(17)	(256)
	Employee Benefits Expenses	25	1,279	981
	Finance Cost	26	179	139
	Depreciation & Amortization Expenses	27	24	18
	Other Expenses	28	1,233	1,016
	TOTAL EXPENSES		**13,852**	**11,217**
V	**Profit Before Tax (III - IV)**		**3,081**	**2,152**
VI	Tax Expenses:			
	Current Tax		788	577
	Tax expenses related to previous years		33	-
	Deferred Tax Charge for the Year		(20)	(24)
	TOTAL TAX EXPENSES		**801**	**553**
VII	**Profit After Tax (V - VI)**		**2,280**	**1,599**
VIII	Earning per Equity Share(Face Value Rs.10 per share)	29		
	Basic		18.99	13.31
	Diluted		18.99	13.31
	Summary of significant accounting policies	1-3		
	Other notes to the financial statements	4-42		

As per our report of even date

For KPNB & Associates
Chartered Accountants
ICAI Firm Registration No. 136141W

Sd/-

Mr. Basant Kishangopal Porwal
Partner
M.No: 113651
Place: Pune
Date: 27/05/2026
UDIN: 26113651WCMBBC1175

For and on behalf of the Board of Directors of
Adisoft Technologies Limited

Sd/-

Mr. Ajay Chandrashekhar Prabhu
Managing Director
DIN: 06473412
Place: Pune
Date: 27/05/2026

Sd/-

Mrs. Preeti Ajay Prabhu
Whole Time Director
DIN: 06473413
Place: Pune
Date: 27/05/2026

Sd/-

Ms. Mayura Dilip Darvekar
Chief Financial Officer
PAN: ATBPD3401C
Place: Pune
Date: 27/05/2026

Sd/-

Mr. Vaibhav Nandkumar Salunkhe
Company Secretary
M. No.: 72123
Place: Pune
Date: 27/05/2026

Adisoft Technologies Limited
CIN: U31108PN2013PLC146157
Cash Flow Statement as at March 31, 2026
All amounts are in Lakhs unless otherwise stated

Particulars	For the year ended March 31, 2026	For the Year Ended March 31, 2025
Cash Flow from Operating Activities		
Profit Before Tax	3,081	2,151
Adjustment :		
Provision for Gratuity	81	44
Provision for Leave Encashment	3	19
Provision for Warranty	(38)	(72)
Depreciation & Amortisation	24	18
Finance Cost	179	139
Interest Income	19	(123)
Provision for Lease equalisation	8	8
Operating profit before working capital changes	3,357	2,184
Changes in Working Capital		
Increase / (Decrease) in Trade Payables	1,717	(64)
Increase / (Decrease) in Other Current Liabilities	75	152
Increase / (Decrease) Short term Provisions	(640)	(385)
Decrease / (Increase) Trade Receivables	(2,634)	(1,569)
Decrease / (Increase) Inventories	(17)	(256)
Decrease / (Increase) Non Current Asset	-	(10)
Decrease / (Increase) Other Current Asset	(14)	(23)
Decrease / (Increase) Short Term Loans and Advances	(803)	(450)
Cash Flow Generated from Operations	(2,316)	(2,605)
Taxes Paid (Net of refund)	693	338
Net Cash Flow from / (used in) Operating Activities (A)	**1,734**	**(83)**
Cash flow from Investing Activities		
Acquisition of property, plant and equipment, capital work-in-progress and other intangible assets	(282)	(13)
Interest Income	(19)	123
Security Deposits	(1)	(19)
Net Cash Flow from / (used in) Investing Activities (B)	**(302)**	**91**
Cash flow from Financing Activities		
Finance Cost	(179)	(140)
Increase in / (Repayment) of Long term borrowings	(569)	250
Increase in / (Repayment) of Short term borrowings	(119)	796
Net Cash Flow from /(used in) Financing Activities (C)	**(867)**	**906**
Net Increase / (Decrease) in Cash and Cash Equivalents (A+B+C)	**565**	**915**
Cash and Cash Equivalents at the beginning of the year	2,378	1,463
Cash and Cash Equivalents at the end of the year	2,943	2,378
Net Increase in Cash and Cash Equivalents	**565**	**915**

The notes are an integral part of these financial statements.

Notes:
The Cash Flow statement has been prepared following the indirect method except in case of taxes which have been considered on the basis of actual movement of cash.

For KPNB & Associates
Chartered Accountants
ICAI Firm Registration No. 136141W

Sd/-

Mr. Basant Kishangopal Porwal
Partner
M.No: 113651
Place: Pune
Date: 27/05/2026
UDIN: 26113651WCMBBC1175

For and on behalf of the Board of Directors of
Adisoft Technologies Limited

Sd/-

Mr. Ajay Chandrashekhar Prabhu
Managing Director
DIN: 06473412
Place: Pune
Date: 27/05/2026

Sd/-

Mrs. Preeti Ajay Prabhu
Whole Time Director
DIN: 06473413
Place: Pune
Date: 27/05/2026

Sd/-

Ms. Mayura Dilip Darvekar
Chief Financial Officer
PAN: ATBPD3401C
Place: Pune
Date: 27/05/2026

Sd/-

Mr. Vaibhav Nandkumar Salunkhe
Company Secretary
M. No.: 72123
Place: Pune
Date: 27/05/2026

1 Corporate Information

The Company was originally incorporated in India on February 04, 2013 as Adisoft Technologies Private Limited, a Private Limited company, under the provisions of the Companies Act, 2013. Pursuant to the approval of the shareholders and in accordance with applicable provisions of the Companies Act, 2013, the Company was converted into a Public Limited Company during the year. Consequent to such conversion, the name of the Company was changed to Adisoft Technologies Limited, and a amended certificate of incorporation was issued by the Registrar of Companies with effect from 17th October 2025.

The Company is engaged in the business of providing Digital automation solution to automotive & non-automotive industry. It is classified as Domestic Company and is registered at Registrar of Companies, with its registered office at Prathamesh Complex & Trading, Plot No. PAP-BG-102, 103, 104 & 105, 1st and 2nd Floor, MIDC Chinchwad Industrial Area, Bhosari I.E., Pune, Maharashtra, India, 411026. The CIN of the Company is U31108PN2013PLC146157.

2 Basis of Preparation

The financial statements of the Company have been prepared in accordance with the generally accepted accounting principles in India (Indian GAAP). The Company has prepared these financial statements to comply in all material aspects with the Accounting Standards notified under section 133 of the Companies Act, 2013 ("the Act"), read together with the Companies (Accounting Standards) Rules, 2021 and presentation requirements of Division I of Schedule III to the Companies Act 2013. The financial statements have been prepared on an accrual basis and under the historical cost convention derivatives financial instruments which have been measured at fair value.

The financial statements are presented in Indian Rupees which is also the functional currency of the Company and all values are rounded to the nearest lakhs, except when otherwise indicated. The Company has prepared the financial statements on the basis that it will continue to operate as a going concern.

3 Summary of Significant Accounting Policies

(a) Use of Estimates

The preparation of financial statements in conformity with Indian GAAP requires the management to make judgments, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities and the disclosure of contingent liabilities, at the end of the reporting period. Although these estimates are based on the management's best knowledge of current events and actions, uncertainty about these assumptions and estimates could result in the outcomes requiring a material adjustment to the carrying amounts of assets or liabilities in future periods.

(b) Current–non-current classification

All assets and liabilities are classified into current and non-current
Assets:
An asset is classified as current when it satisfies any of the following criteria:
(a) it is expected to be realised in, or is intended for sale or consumption in, the Company's normal operating cycle;
(b) it is held primarily for the purpose of being traded;
(c) it is expected to be realised within 12 months after the reporting date; or
(d) it is cash or cash equivalent unless it is restricted from being exchanged or used to settle a liability for at least 12 months after the reporting date.

Current assets include the current portion of non-current financial assets.
All other assets are classified as non-current.

Liabilities:
A liability is classified as current when it satisfies any of the following criteria:
(a) it is expected to be settled in the Company's normal operating cycle;
(b) it is held primarily for the purpose of being traded;
(c) it is due to be settled within 12 months after the reporting date; or
(d) the Company does not have an unconditional right to defer settlement of the liability for at least 12 months after the reporting date. Terms of a liability that could, at the option of the counterparty, result in its settlement by the issue of equity instruments do not affect its classification.

Current liabilities include current portion of non-current financial liabilities.
All other liabilities are classified as non-current.

Operating cycle
Operating cycle is the time between the acquisition of assets for processing and their realisation in cash or cash equivalents. The operating cycle of the Company is less than 12 months.

(c) Tangible Assets

Property, Plant and Equipment

i) Property, plant and equipment are stated at cost, net of accumulated depreciation and accumulated impairment losses, if any. The cost comprises purchase price, borrowing costs if capitalization criteria are met and directly attributable cost of bringing the asset to its working condition for the intended use. Any trade discounts and rebates are deducted in arriving at the purchase price.

ii) Subsequent expenditure related to an item of property, plant and equipment is added to its book value only if it increases the future benefits from the existing asset beyond its previously assessed standard of performance. All other expenses on existing property, plant and equipment, including day-to-day repair and maintenance expenditure and cost of replacing parts, are charged to the Statement of profit and loss for the period during which such expenses are incurred.

iii) Gains or losses arising from derecognition of fixed assets are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognized in the Statement of profit and loss when the asset is derecognized.

iv) The Company identifies and determines cost of each component/part of the asset separately, if significant to the total cost of the asset having useful life that is materially different from that of the remaining life.

(d) Depreciation on Property, Plant and Equipment

Depreciation on property, plant and equipment is calculated as per Written Down Value (WDV) method using the rates arrived at based on the useful lives estimated by the management which is in line with Schedule II of Companies Act 2013. The identified components are depreciated separately over their useful lives; the remaining components are depreciated over the life of the principal asset.

The Company has used the following estimates to provide depreciation on its capital assets:

Type of asset	Useful life estimated by management (in years)	Useful life as per Schedule II (in years)
Motor Car	8 Years	8 Years
Plant and equipments	15 Years	15 Years
Office equipments	5 Years	5 Years
Computers	3 Years	3 Years
Furniture & fixtures	10 Years	10 Years

(e) Revenue Recognition

Revenue is recognized to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured. The following specific recognition criteria must also be met before revenue is recognized:

Sale of Goods
Revenue from sale of goods in the ordinary course of business is recognized when control over the goods and the significant risks and rewards of ownership are transferred to the customer, and no significant uncertainty exists regarding the amount of consideration expected to be received or its ultimate collection. In the case of the Company, the significant risks and rewards of ownership are considered to have been transferred when the goods leave the Company's premises/works.
Revenue from sale of goods is measured at the transaction price and is presented net of returns, trade discounts, rebates, and other allowances.

Sale of Services
Income from other services is recognized as and when the services are rendered based on contractual terms and conditions

Interest income
Interest income is recognized on a time proportion basis taking into account the amount outstanding and the applicable interest rate. Interest income is included under the head "Other income" in the Statement of Profit and Loss.

(f) Inventories

Inventories which comprise of stock-in-trade are carried at the lower of cost and net realizable value.
Net realizable value is the estimated selling price in the ordinary course of business, less the estimated costs of completion and the estimated costs necessary to make the sale.

Cost of inventories comprises all costs of purchase and other costs incurred in bringing the inventories to their present location and condition. In determining the cost, specific-identification method is used. The comparison of cost and net realizable value is made on an item-by-item basis.

Considering the rapid technological advancements and obsolescence of systems and components, the Company follows a prudent policy for valuation of inventories. Inventories remaining in stock for a period exceeding 365 days from the date of purchase are considered to have no net realisable value and are accordingly valued at nil. Provision for obsolete and slow-moving inventory has been made and disclosed in the financial statements wherever considered necessary.

(g) Foreign Currency transactions and balances

(i) Initial Recognition
Foreign currency transactions are recorded in the reporting currency, by applying to the foreign currency amount the exchange rate between the reporting currency and the foreign currency at the date of the transaction.

(ii) Conversion
Foreign currency monetary items are retranslated using the exchange rate prevailing at the reporting date. Non-monetary items, which are measured in terms of historical cost denominated in a foreign currency, are reported using the exchange rate at the date of the transaction. Non-monetary items, which are measured at fair value or other similar valuation denominated in a foreign currency, are translated using the exchange rate at the date when such value was determined.

(iii) Exchange Differences
Exchange differences arising on the settlement of monetary items or on reporting Company's monetary items at rates different from those at which they were initially recorded during the year, or reported in previous financial statements, are recognised as income or as expenses in the year in which they arise.

(h) Employee Benefits

Employee benefits payable wholly within twelve months of rendering the service are classified as short term employee benefits. These benefits include salaries and wages, bonus and ex-gratia. The undiscounted amount of short-term employee services is recognized as an expense as the related service is rendered by employees. Provision for Gratuity is determined on accrual basis on the basis of actuarial valuation.

(i) Leases

Leases under which Company assumes substantially all the risks and rewards of ownership are financial lease.

Assets acquired under leases other than finance lease are classified as operating lease. The total lease rentals (including scheduled rental increases) in respect of an assets taken on operating lease are charged to the Statement of Profit and Loss on a straight line basis over the lease term unless another systematic basis is more representative of the time pattern of the benefit. Initial direct cost incurred specifically for an operating lease are deferred and charged to the Statement of Profit and Loss over the lease term.

Adisoft Technologies Limited
Notes to Financial Statements for the year ended March 31, 2026

(j) Income Taxes

Income-tax expense comprises current tax (i.e. amount of tax for the period determined in accordance with the income-tax law) and deferred tax charge or credit (reflecting the tax effects of timing differences between accounting income and taxable income for the period). Income-tax expenses are recognized in Statement of Profit or Loss.

(i) Current Taxes

Current tax is measured at the amount expected to be paid to (recovered from) the taxation authorities, using the applicable tax rates and tax laws.

(ii) Deferred Taxes

Deferred tax is recognized in respect of timing differences between taxable income and accounting income i.e. differences that originate in one period and are capable of reversal in one or more subsequent periods. The deferred tax charge or credit and the corresponding deferred tax liabilities or assets are recognized using the tax rates and tax laws that have been enacted or substantively enacted by the Balance Sheet date.

Deferred tax assets are recognized only to the extent there is reasonable certainty that the assets can be realized in future; however, where there is unabsorbed depreciation or carried forward loss under taxation laws, deferred tax assets are recognized only if there is a virtual certainty supported by convincing evidence that sufficient future taxable income will be available against which such deferred tax assets can be realized. Deferred tax assets are reviewed as at each Balance Sheet date and written down or written-up to reflect the amount that is reasonably / virtually certain (as the case may be) to be realized.

(k) Earnings Per Share

Basic earnings per share are calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period.

(l) Provisions and Contingent Liabilities

A provision is recognized when the Company has a present obligation as a result of past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. Provisions are not discounted to their present value and are determined based on the best estimate required to settle the obligation at the reporting date. These estimates are reviewed at each reporting date and adjusted to reflect the current best estimates.

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

(m) Cash and Cash Equivalents

Cash and cash equivalents for the purpose of cash flow statement comprise of cash at bank and in hand and short term investments with an original maturity of three months or less.

Adisoft Technologies Limited
Notes to Financial Statements for the year ended March 31, 2026
All amounts are in Lakhs unless otherwise stated

4 Share Capital

	As at March 31, 2026	As at March 31, 2025
Authorised		
20000000 equity shares of INR 10 each (PY : 10000 equity shares of INR 10 each)	2,000	1
	2,000	**1**
Issued, Subscribed & paid up shares		
12010000 equity shares of INR 10 each (fully paid up)	1,201	1
PY : 10000 equity shares of INR 10 each (fully paid up)		
	1,201	**1**

During the year, the Authorised Share Capital of the Company was increased from INR 1 Lakh divided into 10000 equity shares of INR 10 each to INR 2,000 Lakhs divided into 20000000 equity shares of INR 10 each, pursuant to the approval of the shareholders obtained at the ordinary resolution in the Extraordinary General Meeting held on 22nd August 2025 and in accordance with the provisions of the Companies Act, 2013.

(a) Reconciliation of the shares outstanding at the end of the March 31, 2026:

Equity Shares	March 31, 2026		March 31, 2025	
	No of shares	Amount	No of shares	Amount
At the beginning of the year	10000	1	10000	1
Allotment of Bonus Shares during the year	12000000	1,200	-	-
Outstanding at the end of the year	12010000	1,201	10000	1

(b) Rights, Preferences and restrictions attached to Equity shares

The Company has only one class of equity shares having a par value of INR 10 per share. Each shareholder of equity shares is entitled to one vote per share. In the event of liquidation of the Company, the holders of equity shares will be entitled to receive remaining assets of the Company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

(c) Details of shares held by shareholders holding more than 5% of the aggregate shares in the Company

Name of the Shareholder	March 31, 2026		March 31, 2025	
	Number	% of holding	Number	% of holding
Ajay Prabhu	8406960	69.99%	7000	70.00%
Preeti Prabhu	3602990	29.99%	3000	30.00%
(Equity shares of INR 10 each fully paid)				

As per records of the Company, including its register of shareholders/ members and other declarations received from shareholders regarding beneficial interest, the above shareholding represents legal ownerships of shares.

(d) Details of shares held by Promoters for the period ended 31st March 2026 and changes during the previous year

Name of the Promoter	% change during the year	March 31, 2026		March 31, 2025	
		Number	% of holding	Number	% of holding
Ajay Prabhu	119999%	8406960	69.99%	7000	70.00%
Preeti Prabhu	120000%	3602990	29.99%	3000	30.00%

During the year, pursuant to the bonus issue, the number of equity shares held by the shareholders increased proportionately. Accordingly, while there was a significant increase in the absolute number of shares held (ranging from approximately 1,20,000% increase), the percentage shareholding of the shareholders remained substantially unchanged.

(e) During the year, the Company has issued 1200:1 bonus equity shares to the existing equity shareholders of the Company by capitalization of Free Reserves, in accordance with the provisions of the Companies Act, 2013.

Pursuant to the approval of the shareholders obtained at the Extra-Ordinary General Meeting held on 04th October 2025, the Company allotted 12000000 equity shares of INR 10 each, aggregating to INR 1,200 Lakhs as fully paid-up bonus shares. Consequently, the paid-up equity share capital of the Company increased from INR 1 Lakhs to INR 1,201 Lakhs.

The bonus issue was effected by capitalization of free reserves and did not involve any cash outflow.

5 Reserves & Surplus

	As at March 31, 2026	As at March 31, 2025
Surplus in Profit & Loss Account		
Balance as at the beginning of the year	4,872	3,273
Less: On Issue of Bonus Shares (Refer Note: 4e)	(1,200)	-
Surplus transferred from Statement of Profit & Loss for the year	2,280	1,599
Balance as at the end of the year	**5,952**	**4,872**

6 Long-term Borrowings

	As at March 31, 2026	As at March 31, 2025
Borrowings		
a. Term Loan from Bank		
Indian rupee loan from banks (Secured)*	-	569
	-	**569**

*Excluding Current portion of Long-term Borrowing

7 Long-term Provisions

	As at March 31, 2026	As at March 31, 2025
Provision for Gratuity (Refer Note 34)	105	40
Provision for Leave Encashment	19	16
	124	**56**

8 Short-term Borrowings **

	As at March 31, 2026	As at March 31, 2025
Borrowings		
Term Loan from Bank		
Indian rupee loan from banks (secured) (Refer note 1 & 2 below)	955	-
Current portion of long-term Borrowing (refer note (a) of schedule 6)	-	367
Loans repayable on demand from banks (Secured)		
Overdraft facility from Bank (Refer note 3 & 4 below)	1,200	1,700
	2,155	**2,067**
Loans and advances from related parties- Unsecured		
Ajay Prabhu	-	137
Preeti Prabhu	-	70
	-	**207**
	2,155	**2,274**

1) Business loans from HDFC Bank of INR 8 crores carries interest rate of 09.50% is repayable in 48 monthly instalments commencing from September 06, 2025

Business loan is secured against the following:

a) Fixed Deposit of INR 427 Lakhs with HDFC on 15-08-2025 and maturing on 16-08-2026 at interest rate of 6.15%

b) Fixed Deposit of INR 261 Lakhs with HDFC on 12-09-2025 and maturing on 13-09-2026 at interest rate of 6.25%

c) Fixed Deposit of INR 100 Lakhs with HDFC on 06-06-2025 and maturing on 07-09-2026 at interest rate of 6.85%

d) Fixed Deposit of INR 100 Lakhs with HDFC on 06-06-2025 and maturing on 07-09-2026 at interest rate of 6.85%

2)Term loan from HDFC Bank of INR 5,900 Lakhs carries interest rate of 8.46% as on March 31, 2026 is repayable in 90 monthly instalments commencing from June 07, 2021 and the last instalment is due on November 07, 2028.

Term loan is secured against the following:

Primary Security

a) Industrial property bearing Plot no. B, Pimpari, Pune, H Block-411058, Bhosari MIDC.

b) Other Current Assets and Fixed Deposits.

c) Personal guarantees provided by the Promoters of the Company.

3) Cash Credit from State Bank of India carries interest rate of 9.95% p.a with a total limit of INR 700 Lakhs. The cash credit is repayable on demand and secured

4)Overdraft from HDFC Bank carries interest rate of 8.8% p.a with a total limit of INR 1,000 Lakhs . The Overdraft is repayable on demand and secured through

**The Company plans to utilize a portion of the IPO proceeds towards repayment/prepayment of existing borrowings. Accordingly, borrowings proposed to be repaid out of IPO proceeds have been classified as short-term borrowings based on the management's repayment plan and in accordance with applicable accounting requirements.

All amounts are in Lakhs unless otherwise stated

9 Trade Payables

	As at March 31, 2026	As at March 31, 2025
Trade Payables	4,434	2,717
	4,434	**2,717**

Trade Payables Ageing Schedule

As At March 31,2026

Particulars	Outstanding for following periods from due date of payment					Total
	Not Due	Less than 1 Year	1 to 2 Years	2-3 Years	More than 3 Years	
Total outstanding dues of micro enterprises and small enterprises	154	2	-	-	-	156
Total outstanding dues of creditors other than micro enterprises and small enterprises	3,773	500	6	-	-	4,278
Disputed dues of micro enterprises and small enterprises	-	-	-	-	-	
Disputed dues of creditors other than micro enterprises and small enterprises	-	-	-	-	-	
	3,926	**502**	**6**	**-**	**-**	**4,434**

As At March 31, 2025

Particulars	Outstanding for following periods from due date of payment					Total
	Not Due	Less than 1 Year	1 to 2 Years	2-3 Years	More than 3 Years	
Total outstanding dues of micro enterprises and small enterprises	163	12	0	-	-	175
Total outstanding dues of creditors other than micro enterprises and small enterprises	2,174	261	104	2	-	2,541
Disputed dues of micro enterprises and small enterprises	-	-	-	-	-	
Disputed dues of creditors other than micro enterprises and small enterprises	-	-	-	-	-	
	2,336	**274**	**105**	**2**	**-**	**2,717**

Adisoft Technologies Limited
Notes to Financial Statements for the year ended March 31, 2026
All amounts are in Lakhs unless otherwise stated

10 Other Current Liabilities

	As at March 31, 2026	As at March 31, 2025
Advance from Customers	10	6
Salary Payable	161	168
Sitting Fees Payable	1	-
Statutory Dues Payable	403	326
	574	**500**

11 Short Term Provisions

	As at March 31, 2026	As at March 31, 2025
Provision for Income Tax	788	577
Provision for Expenses	57	45
Provision for Gratuity	20	5
Provision for Leave Encashment	4	3
	869	**630**

Adisoft Technologies Limited
Notes to Financial Statements for the year ended March 31, 2026
All amounts are in Lakhs unless otherwise stated

12 Property, Plant and Equipment

	Land	Building	Computer	Furniture & Fixture	Motor Car	Office Equipment	Plant & Machinery	Total
Gross Block								
As on April 1,2024	997	-	19	36	66	3	1	1,122
Additions for the year	-	-	4	3	-	6	-	13
Disposals								
As at March 31, 2025	**997**	**-**	**23**	**39**	**66**	**9**	**1**	**1,135**
Additions for the year	-	-	23	4	-	8	1	35
Disposals	-	-						
As at March 31, 2026	**997**	**-**	**46**	**43**	**66**	**17**	**1**	**1,170**
Depreciation								
As on April 1, 2024	-	-	17	17	42	2	0	79
For the year	-	-	2	5	7	3	0	18
Disposals								
As at March 31, 2025	**-**	**-**	**19**	**22**	**49**	**5**	**0**	**97**
For the year	-	-	10	5	5	4	0	24
Disposals	-	-						
As at March 31, 2026	**-**	**-**	**29**	**27**	**54**	**9**	**0**	**121**
Net Block								
As at March 31, 2025	997	-	4	17	16	5	0	1,039
As at March 31, 2026	997	-	16	15	12	9	1	1,050
Capital work-in-progress								
Balance as at 1 April 2024	-	-	-	-	-	-	-	-
Additions	-	-	-	-	-	-	-	-
Assets capitalised during the year	-	-	-	-	-	-	-	-
Disposals	-	-	-	-	-	-	-	-
As at March 31, 2025	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**
Balance as at 1 April 2025	-	-	-	-		-	-	-
Additions	-	247	-	-		-	-	247
Assets capitalised during the year	-	-	-	-		-	-	-
Disposals	-	-	-	-		-	-	-
As at March 31, 2026	**-**	**247**	**-**	**-**	**-**	**-**	**-**	**247**

Capital work-in-progress ageing schedule

As at 31st March 2026

	Amount in capital work-in-progress for a period of				**Total**
	Less than 1 year	**1-2 years**	**2-3 years**	**More than 3 years**	
Projects in progress	247	-			**247**
Projects temporarily suspended		-			**-**

13 Non Current Investments

	As at March 31, 2026	As at March 31, 2025
Investment in Equity Instruments		
AIOI Systems India Private Limited	84	84
(84000 shares at the Face value of INR 10 each)		
	84	**84**

The Company is holding 24% of the Shares of AIOI Systems India Private Limited, incorporated in India as on March 31, 2026. (P.Y. - 24%)

14 Deferred tax assets (net)

	As at March 31, 2026	As at March 31, 2025
Deferred tax assets	50	30
	50	**30**

15 Other Non Current Assets

	As at March 31, 2026	As at March 31, 2025
Security Deposits	59	58
	59	**58**

16 Inventories

	As at March 31, 2026	As at March 31, 2025
Stock of Raw Material and Consumables (Net off of accumulated provision for obsolete and slow moving inventory) (Refer note below)*	1,666 -	1,648
	1,666	**1,648**

*Provision for obsolete and slow-moving inventories has been adjusted against the carrying value of inventories in accordance with Accounting Standard (AS) 2 – Valuation of Inventories, which requires inventories to be valued at lower of cost and net realisable value and accordingly, net figure has been reported. The amount of accumulated provision for obsolete and slow-moving inventories netted off is INR 976 Lakhs as on March 31, 2026 (INR 993 Lakhs as on March 31, 2025).

All amounts are in Lakhs unless otherwise stated

17 Trade Receivables

	As at March 31, 2026	As at March 31, 2025
Unsecured, Considered Good *		
Outstanding for a period exceeding 6 months	280	55
Others	7,967	5,558
Total trade receivables	**8,247**	**5,613**

Trade receivable ageing schedule

As At March 31, 2026

Particulars	Outstanding for following periods from due date of payment					Total
	< 6m	6 M - 1 Year	1 - 2 Years	2-3 Years	> 3 Years	
Undisputed trade receivables						
- considered Good	7,968	214	60	5	-	8,247
- considered Doubtful	-	-	-	-	-	-
Disputed trade receivables						-
- considered Good	-	-	-	-	-	-
- considered Doubtful	-	-	-	-	-	-
Provision on Doubtful Debts						
Total	**7,968**	**214**	**60**	**5**	**-**	**8,247**
Unbilled Revenue	-	-	-	-	-	-
Total	**7,968**	**214**	**60**	**5**	**-**	**8,247**

As At March 31, 2025

Particulars	Outstanding for following periods from due date of payment					Total
	< 6m	6 M - 1 Year	1 - 2 Years	2-3 Years	> 3 Years	
Undisputed trade receivables						
- considered Good	5,558	30	25	-	-	5,613
- considered Doubtful	-	-	-	-	-	
Disputed trade receivables	-	-	-			
- considered Good	-	-	-	-	-	
- considered Doubtful	-	-	-	-	-	
Provision on Doubtful Debts						
Total	**5,558**	**30**	**25**	**-**	**-**	**5,613**
Unbilled Revenue	-	-	-	-	-	
Total	**5,558**	**30**	**25**	**-**	**-**	**5,613**

18 Cash & Bank Balances

	As at March 31, 2026	As at March 31, 2025
Cash and cash equivalents		
Cash in hand	2	1
Balances with banks	403	793
Bank deposits having original maturity of less than three months.	23	19
Othar bank Balances		
Bank deposits with original maturity of more than three months.	2,515	1,565
	2,943	**2,378**

19 Short term loans and advances

	As at March 31, 2026	As at March 31, 2025
Prepaid Expenses	9	8
Employee Advances	32	59
Balances with Government Authorities	775	566
	816	**634**

20 Other Current assets

	As at March 31, 2026	As at March 31, 2025
Advance to Suppliers	55	4
Less:Provision for Doubtful Advances	(10)	-
Accrued Interest from fixed deposits with bank	78	108
Retention Money	24	21
	147	**133**

21 Revenue From Operation

	For the year ended March 31, 2026	For the year ended March 31,2025
From Automation Solutions		
Export	295	397
Domestic	11,281	7,374
Service Income	1,350	1,972
From Trading of Automation Products		
Domestic (Parts Sales)	3,716	3,291
	16,642	**13,034**

22 Other Income

	For the year ended March 31, 2026	For the year ended March 31,2025
Other operating revenues	118	137
Interest Income	162	126
Foreign Exchange Gain/(Loss)	8	-
Duty Drawback	3	-
Excess Provision of Warranty Written Back	-	72
	291	**335**

23 Purchases of Raw Material and Consumables

	For the year ended March 31, 2026	For the year ended March 31,2025
Purchase of Raw Material	11,068	9,297
Purchase of Consumables	86	22
	11,154	**9,319**

24 Changes In Inventories

	For the year ended March 31, 2026	For the year ended March 31,2025
Opening Balance (Net off of accumulated provision for obsolete and slow moving inventory) (Refer note below)*	1,648	1,392
Less : Closing Inventory (Net off of accumlated provision for obsolete and slow moving inventory) (Refer note below)*	(1,665)	(1,648)
	(17)	**(256)**

*Provision for obsolete and slow-moving inventories has been adjusted against the carrying value of inventories in accordance with Accounting Standard (AS) 2 – Valuation of Inventories, which requires inventories to be valued at lower of cost and net realisable value and accordingly, net figure has been reported. The amount of accumulated provision for obsolete and slow-moving inventories netted off is INR 976 Lakhs as on March 31, 2026 (INR 993 Lakhs as on March 31, 2025). Thus, the amount of reversal for obsolete inventory during the year ended March 31, 2026 is INR 17 Lakhs.

All amounts are in Lakhs unless otherwise stated

25 Employee Benefit Expenses

	For the year ended March 31, 2026	For the year ended March 31,2025
Salary, Wages and Bonus	972	731
Director's Remuneration	96	102
Contribution to Provident Fund and Other Funds	46	42
Gratuity (Refer Note 34)	81	45
Leave Encashment	3	19
Staff Welfare Expenses	81	42
	1,279	**981**

26 Finance Cost

	For the year ended March 31,2026	For the year ended March 31,2025
Interest on working capital loan	167	129
Bank Charges	12	11
	179	**139**

27 Depreciation & Amortization Expenses

	For the year ended March 31,2026	For the year ended March 31,2025
Depreciation on Tangible Assets	24	18
Amortisation on Intangible Assets	-	-
	24	**18**

28 Other expenses

	For the year ended March 31,2026	For the year ended March 31,2025
Auditor's fees - Refer Note below	22	10
Advertisement Exp	1	-
Commission Expenses	-	60
Electricity and Water Expenses	11	6
Insurance	35	25
Interest on Statutory Dues	19	-
Communication Expenses	1	7
Sundry Balances written off	7	13
Office expenses	49	45
Postage and Courier Charges	19	15
Rates and Taxes	1	24
Professional Fees	214	366
Rent	154	60
Repairs and maintenance exp	27	14
Site Expenses	66	22
Transport Charges	81	48
Travelling and Conveyance	176	124
CSR Expenses- Refer Note below	30	19
Donation	29	23
Contractual Expenses	248	136
Foreign Exchange Gain/(Loss)	-	1
ROC Charges	23	0
Warranty and Service expenses	10	-
Provision for Doubtful Advances	10	-
	1,233	**1,016**

	CSR Expenses	For the year ended March 31,2026	For the year ended March 31,2025
a	Gross amount required to be spent by the Company during the year*	30	18
b	Amount approved by the Board to be spent during the year	-	18
c	**Amount spent during the year ending on 31st March, 2026:**	-	-
	i. Construction/acquisition of any asset	-	-
	ii. On purposes other than (i) above	30	19
d	**Details related to spent / unspent obligations:**	-	-
	i. Contribution to Public Trust	-	-
	ii. Contribution to Charitable Trust	30	19
	iii. Unspent amount in relation to:	-	-
	- Ongoing project	-	-
	- Other than ongoing project	-	-

Payment to Auditor	For the year ended March 31,2026	For the year ended March 31,2025
Statutory Audit Fees	14	10
Tax Audit Fees	1	1
Others	7	-
	22	**11**

29 Earning Per Share (EPS)

Basic earnings per share ("EPS") is computed by dividing the net profit after tax attributable to equity shareholders by the weighted average number of equity shares outstanding during the year.

During the year, the Company issued bonus equity shares. In accordance with Accounting Standard 20 (AS 20) on "Earnings Per Share", the weighted average number of equity shares outstanding for all periods presented has been adjusted retrospectively for the bonus issue, since the issue of bonus shares does not result in a corresponding change in the resources of the Company.

The Company does not have any outstanding dilutive potential equity shares. Accordingly, diluted earnings per share is the same as basic earnings per share.

	As at March 31, 2026	As at March 31, 2025
Basic Earnings Per Share		
Net profit after tax for calculation of basic EPS	2,280	1,599
Weighted average number of equity shares in calculating basic EPS	12010000	12010000
Nominal value of shares (in Rs.)	10	10
	18.99	**13.31**
Diluted Earnings Per Share		
Net profit after tax for calculation of EPS	2,280	1,599
Weighted average number of equity shares in calculating EPS	12010000	12010000
Nominal value of shares (in Rs.)	10	10
	18.99	**13.31**

30 Expenditure and earnings in foreign currency

a) Expenditure in foreign currency (on accrual basis)

	For the year ended March 31, 2026	For the year ended March 31,2025
Import of Goods (In INR)	47	13

b) Earnings in foreign currency (on accrual basis)

	For the year ended March 31,2026	For the year ended March 31,2025
Export of Goods (In INR)	295	397

31 Details of dues to micro and small enterprises as defined under the MSMED Act, 2006

The Company has compiled this information based on intimations received from the suppliers of their status as Micro or Small Enterprises and / or its registration with the appropriate authority under the Micro, Small and Medium Enterprises Development Act, 2006.

According to the records available with the Company, as on March 31, 2026 there were 2 lakhs (March 31, 2025: INR 13 lakhs) dues to suppliers registered under Micro, Small and Medium Enterprises Development Act, 2006 ('MSMED Act').

	For the year ended March 31,2026	For the year ended March 31,2025
The principal amount and the interest due thereon remaining unpaid to any supplier as at the end of each accounting year		
Principal amount due to micro and small enterprises	-	175
Interest due on above	-	6
The amount of interest paid by the buyer in terms of section 16 of the MSMED Act 2006 along with the amounts of the payment made to the supplier beyond the appointed day during each accounting year.	-	-
The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under the MSMED Act 2006.	-	6
The amount of interest accrued and remaining unpaid at the end of each accounting year.*	-	6
The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise for the purpose of disallowance as a deductible expenditure under section 23 of the MSMED Act 2006.	-	-

The parties registered under Micro Small and Medium Enterprise Development Act (MSMED), 2006 are identified based on the information available with the Company and relied upon by the auditors.

* Interest payable as per section 16 of Micro Small and Medium Enterprise Development Act (MSMED), 2006 amounting to INR Nil as on March 31, 2026 (March 31, 2025 : INR 6 Lakhs) is not accrued in the books of accounts as per the terms with such MSME vendors.

32 Contingent liability

(a) As at March 31, 2026 the company has contingent Liabilities of INR Nil (March 31, 2025: INR Nil)
(b) There are no pending or potential litigations by/ against the Company

All amounts are in Lakhs unless otherwise stated

33 Related party disclosure
(i) Names of related parties and related party relationships

a. Related parties under AS 18 with whom transactions have taken place during the year

Sr. No.	Name of the Related Party	Relation
1	Mr. Ajay Chandrashekhar Prabhu	Key Managerial Personnel
2	Mrs. Preeti Ajay Prabhu	
3	Ms. Mayura Dilip Darvekar (w.e.f. 13-09-2025)	
4	Mr. Shashikant Vinayakrao Magdum (w.e.f. 22-08-2025)	
5	Mr. Pratik Rajendra Kabra (w.e.f. 15-09-2025)	
6	Mr. Sachin Santoshkumar Jain (w.e.f. 15-09-2025)	
7	Mr. Vaibhav Nandkumar Salunkhe (w.e.f. 13-09-2025)	
8	Mr. Chandrashekhar Subanna Prabhu	Relative of Key Managerial Personnel
9	Mrs. Prabhadevi Chandrashekhar Prabhu	
10	Mr. Sagar Dilip Dale (w.e.f. 13-09-2025)	
11	Mrs.Pournima Prakash Dalal	
12	AIOI Systems India Private Limited	Associate Company

(ii) Related party transactions
The following table provides details of the total amount of transactions entered into with related parties during the relevant period, computed with effect from the date on which the respective parties became related parties, in accordance with the provisions of the applicable Act.

(a) Transactions during the year

	As at March 31, 2026	As at March 31, 2025
Remuneration Paid		
Mr. Ajay Chandrashekhar Prabhu	48	51
Mrs. Preeti Ajay Prabhu	48	51
Ms. Mayura Dilip Darvekar	13	-
Mr. Vaibhav Nandkumar Salunkhe	2	-
Sitting Fees		
Mr. Pratik Rajendra Kabra	1	-
Mr. Sachin Santoshkumar Jain	1	-
Rent Paid		
Mr. Chandrashekhar Subanna Prabhu	1	2
Commission Paid		
Mrs. Prabhadevi Chandrashekhar Prabhu	-	7
Mrs.Pournima Prakash Dalal	-	7
Professional Fees		
Mr. Sagar Dilip Dale	2	-
Mr. Shashikant Vinayakrao Magdum (Urja Management)	11	-
Travelling Expenses		
Mr. Shashikant Vinayakrao Magdum (Urja Management)	1	-
Reimbursement of Statutory Dues		
Mr. Sagar Dilip Dale	229	-
Reimbursement of Expenses		
Mr. Ajay Chandrashekhar Prabhu	30	4
Mr. Shashikant Vinayakrao Magdum (Urja Management)	0	-
Loans taken during the year		
Mr. Ajay Chandrashekhar Prabhu	-	10
Loans repaid during the year		
Mr. Ajay Chandrashekhar Prabhu	137	-
Mrs. Preeti Ajay Prabhu	70	-
Purchase of goods		
AIOI Systems India Private Limited	428	171
Sale of Goods		
AIOI Systems India Private Limited	-	45
Sale of Services		
AIOI Systems India Private Limited	2	2

(b) Balance outstanding at the period end as on 31st March 2026

Payable		
Mr. Ajay Chandrashekhar Prabhu	10	81
Mrs. Preeti Ajay Prabhu	5	81
Ms. Mayura Dilip Darvekar	2	-
Mr. Vaibhav Nandkumar Salunkhe	0	-
Loan Payable		
Mr. Ajay Chandrashekhar Prabhu	-	137
Mrs. Preeti Ajay Prabhu	-	70
Sitting Fees Payable		
Mr. Pratik Rajendra Kabra	0	-
Mr. Sachin Santoshkumar Jain	0	-
AIOI Systems India Private Limited - Creditors	241	26
AIOI Systems India Private Limited - Debtors	1	1
AIOI Systems India Private Limited - Investment in Shares	84	84

***** *The remuneration to the key managerial personnel does not include the provisions made for gratuity and leave benefits, as they are determined on an actuarial basis for the company as a whole.*

All amounts are in Lakhs unless otherwise stated

34 Disclosures in Accordance with Revised AS-15 on "Employee Benefits"
Defined Benefit Plans- Gratuity

The actuarial valuation of gratuity liability has been carried out in accordance with the provisions of the Code on Social Security, 2020, effective from 21 November 2025.
The Company represented that its wage structure complies with the prescribed requirement that wages constitute at least 50% of total remuneration under the said Code, and such wages have been considered for the purpose of actuarial valuation.
The impact arising on account of implementation of the new wage code has been recognised and disclosed under "Past Service Cost" in accordance with Revised AS-15 on Employee Benefits.

i) The following figures are as per actuarial valuation, as at the Balance Sheet date, carried out by an Independent Actuary

	As at March 31, 2026	As at March 31, 2025
Opening Present Value of Obligation	44	35
Interest Cost	3	2
Past Service Cost	77	-
Current Service Cost	20	13
Benefits Paid/Settlement credit	(1)	(0)
Actuarial (Gain)/ Loss	(12)	(6)
Unrecognised past service cost, to be recognized over 3 years starting in the current year	(7)	-
Closing Present Value of Obligation	**125**	**44**

ii) Amount recognised in the Balance Sheet

	As at March 31, 2026	As at March 31, 2025
Present Value of Obligation at end of period	125	44
Fair Value of Plan Assets at end of period	-	-
Surplus/(deficit)	(125)	(44)
Current Liability	20	5
Non Current Liability	105	40
	-	-
Net asset/(Liability) recognised in balance sheet	**(125)**	**(44)**

iii) Expenses recognised in the Statement of Profit and Loss

	As at March 31, 2026	As at March 31, 2025
Current Service Cost	20	13
Past Service Cost	70	-
Interest Cost	3	2
Net Actuarial (Gain) / Loss	(12)	(6)
Expenses recognised in the Statement of Profit & Loss	**81**	**9**

iv) Break up of Past Service Cost

	As at March 31, 2026	As at March 31, 2025
Past Service Cost	77	-
Past service cost to be recognized in statement of P&L to the extent required under paragraph 94	70	-
Unrecognised past service cost, to be recognized over 3 years starting in the current year	7	-

iv) Following are the principal actuarial assumptions used as at the Balance Sheet date

	As at March 31, 2026	As at March 31, 2025
Discount Rate	7.10%	6.60%
Rate of increase in compensation levels	10.00%	10.00%

The estimates of future salary increase considered in actuarial valuation takes into account inflation, seniority, promotion and other relevant factors

Defined Benefit Plans- Leave Encashment

The Company provides for leave encashment benefit to eligible employees in accordance with the Company's policy. The liability towards accumulated leave expected to be encashed in future is determined on the basis of an actuarial valuation carried out at the balance sheet date using the Projected Unit Credit Method.
Actuarial gains and losses arising from experience adjustments and changes in actuarial assumptions are recognised in the Statement of Profit and Loss in the period in which they arise, in accordance with Revised AS-15 on Employee Benefits.
The leave encashment benefit is an unfunded defined benefit obligation and the liability recognised in the financial statements represents the present value of the obligation as at the reporting date.

	As at March 31, 2026	As at March 31, 2025
Expense recognised at the end of period	3	19

Adisoft Technologies Limited
Notes to Financial Statements for the year ended March 31, 2026
All amounts are in Lakhs unless otherwise stated

35 Operating lease : Company as lessee

The Company has entered into lease arrangements for its office premises. The existing non cancellable period is 60 months. Lease payments recognized in the Statement of Profit & Loss account for the period ending March 31, 2026 is amounting to INR 102 Lakhs.

Future minimum rentals payable under non-cancellable operating lease are as follows ***** -

	For the year ended March 31, 2026	For the year ended March 31,2025
Within one year	63	25
After one year but not more than five years	21	42
More than five years		

*****Disclosure is based on contractual cash flows as per the agreement.

36 Disclosures relating to warranty provision (as per Accounting Standard 29 - Provisions, Contingent Liabilities and Contingent Assets)

The Company provides warranties on its products and undertakes to repair, rectify, or replace items that fail to perform satisfactorily during the warranty period.

The provision for warranty represents management's best estimate of the expected costs that will be incurred in respect of products sold during the year, based on past experience and historical claim trends, for obligations arising within one year from the date of the sales invoice.

The actual timing and amount of cash outflows relating to warranty claims will be determined upon receipt and settlement of claims from customers.

		For the year ended March 31, 2026	For the year ended March 31, 2025
a.	At the commencement of the year	28	99
b.	Provisions made during the year	38	28
c.	Excess provision written back during the year	(28)	(99)
d.	Provision utilised during the year (c+d)	10	(72)
	At the end of the year (a+d)	38	27

Provision for warranties : A provision is estimated for expected warranty claims in respect of products sold during the year on the basis of a technical evaluation and past experience regarding failure trends of products and costs of rectification or replacement.

All amounts are in Lakhs unless otherwise stated

37 Accounting Ratios

Sr. No	Particulars	Numerator	Denominator	Numerator FY 2025-26	Denominator FY 2025-26	Ratios FY 2025-26	Ratios FY 2024-25	Variance %	Reasons of Variance (more than 25%)
a)	Current Ratio	Current Assets	Current Liabilities	13,818	8,032	1.72	1.70	1.17%	
b)	Debt-Equity Ratio	Total Debt	Total Equity	2,154	7,153	0.30	0.58	-48.37%	Due to repayment of unsecured loans during the year and increase in equity pursuant to the bonus issue.
c)	Debt Service Coverage Ratio	Net Profit after taxes+ Depreciation + Interest on Long Term Loans	Total amount of interest & principal of long term loan payable or paid during the year	2,471	1,367	1.81	0.95	89.45%	Due to increase in profit and decrease in short-term borrowings.
d)	Return on Equity Ratio	Net Income	Total Avg. Equity	2,280	6,012	0.38	0.39	-3.36%	
e)	Inventory Turnover Ratio	Cost of Goods Sold	Avg. Inventory	11,137	1,656	6.72	5.96	12.77%	
f)	Trade Receivables Turnover Ratio	Net Sales	Avg. Trade Receivables	16,643	6,930	2.40	2.70	-11.03%	
g)	Trade Payables Turnover Ratio	Total Purchases on Credit - Purchase Returns	Avg. Trade Payables	11,154	3,575	3.12	3.39	-7.99%	
h)	Net Capital Turnover Ratio	Net Sales	Avg. Working Capital (CA-CL)	16,643	5,037	3.30	2.87	15.20%	
i)	Net Profit Ratio	Net Profit	Net Sales	2,280	16,643	0.14	0.12	11.72%	
j)	Return on Capital Employed	Earning before interest and taxes	Capital Employed (Total Equity + Long Term Borrowings+ Short Term Borrowings)	3,247	9,307	0.35	0.30	18.09%	

38 <u>Additional Regulatory Information</u>

(a) The Financial Statements are presented in Indian Rupee ("INR"), which is the Company's functional currency, and all values are rounded to the nearest lakhs, except when otherwise indicated.

(b) The Company do not have any benami property, where any proceeding has been initiated on or are pending against the Company for holding benami property.

(c) There are no charges yet to be registered with the Registrar of Companies beyond the statutory period.

(d) The Company has not been declared a wilful defaulter by any bank or financial institution or other lender (as defined under the Companies Act, 2013) or consortium thereof, in accordance with the guidelines on wilful defaulters issued by the Reserve Bank of India.

(e) The Company does not have any transactions with Companies struck off under section 248 of the Companies Act, 2013 or section 560 of Companies Act, 1956.

(f) There is no non-compliance in respect to number of layers prescribed under clause (87) of section 2 of the Act read with Companies (Restriction on number of Layers) Rules, 2017

(g) There is no income surrendered or disclosed as income during the current or previous year in the tax assessments under the Income Tax Act, 1961, that has not been recorded in the books of account.

(i) The Company has not traded or invested in crypto currency or virtual currency during the current or previous year.

(j) The Company has not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the group (Ultimate Beneficiaries) or provide any guarantee, security or the like to or on behalf of the ultimate beneficiaries.

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

39 Balance Confirmation

The debit and credit balances for Unsecured Loans (Loan from Companies & Loan from Related Parties), Advances, Debtors, Creditors and other Balances are subject to confirmation and reconciliation.

40 Event Occurring After the Balance Sheet Date

Subsequent to the Balance Sheet date, the Company's equity shares were listed on National Stock Exchange on 30 April 2026 pursuant to the Initial Public Offer (IPO) of the Company. The listing event has been considered as a non-adjusting event occurring after the Balance Sheet date in accordance with Accounting Standard (AS) 4 – "Contingencies and Events Occurring After the Balance Sheet Date". Accordingly, no adjustment has been made to the financial statements for the year ended 31 March 2026. The proceeds from the IPO and related changes in share capital shall be recognized in the financial statements of the subsequent financial year.

The Company intend to utilize the proceeds of the Issue to meet the following objects:

1. Repayment and/or pre-payment, in full or part, of borrowing availed by our Company.
2. Funding the Capital Expenditure requirements towards setting up of a new factory unit.
3. To Meet Working Capital Requirements of our Company.
4. General Corporate Purpose

41 The Company maintains its books of account in electronic mode and has a process for taking backup of such books and related records on a daily basis. The Management is in the process of implementing appropriate system configurations and controls to ensure that audit trails/logs relating to such backups are maintained on a daily basis and preserved for the period prescribed under the applicable laws and statutes

42 Previous year figures have been regrouped, re-arranged or reclassified wherever necessary to conform to the current year classification.

For KPNB & Associates
Chartered Accountants
ICAI Firm Registration No. 136141W

Sd/-

Mr. Basant Kishangopal Porwal
Partner
M.No: 113651
Place: Pune
Date: 27/05/2026
UDIN: 26113651WCMBBC1175

For and on behalf of the Board of Directors of
Adisoft Technologies Limited

Sd/-

Mr. Ajay Chandrashekhar Prabhu
Managing Director
DIN: 06473412
Place: Pune
Date: 27/05/2026

Sd/-

Mrs. Preeti Ajay Prabhu
Whole Time Director
DIN: 06473413
Place: Pune
Date: 27/05/2026

Sd/-

Mrs. Mayura Dilip Darvekar
Chief Financial Officer
PAN: ATBPD3401C
Place: Pune
Date: 27/05/2026

Sd/-

Mr. Vaibhav Nandkumar Salunkhe
Company Secretary
M. No.: 72123
Place: Pune
Date: 27/05/2026

INDEPENDENT AUDITOR'S REPORT

To the Members of Adisoft Technologies Limited

Report on the Audit of the Consolidated Financial Statements Opinion

We have audited the accompanying Consolidated Financial Statements of **Adisoft Technologies Limited** ("the Parent"), which includes the share of profit / loss in its associates, which comprise the Consolidated Balance Sheet as at March 31, 2026, and the Consolidated Statement of Profit and Loss, the Consolidated Statement of Cash Flows for the year ended on that date, and Notes to the Consolidated Financial Statements, including a summary of material accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, and based on the consideration of reports of the other auditors on separate financial statements of the associates referred to in the Other Matters section below, the aforesaid Consolidated Financial Statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Accounting Standards prescribed under Section 133 of the Act read with the Companies (Accounting Standards) Rules, 2015, and other accounting principles generally accepted in India, of the consolidated state of affairs of the Company as at March 31, 2026, and their consolidated profit and loss statement, their consolidated cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit of the Consolidated financial statements in accordance with the Standards on Auditing (SAs), as specified under section 143(10) of the Act. Our responsibilities under those Standards are further described in the 'Auditor's Responsibilities for the Audit of the Consolidated Financial Statements section of our report.

We are independent of the Company and its associates in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India ("ICAI") together with the ethical requirements that are relevant to our audit of the Consolidated Financial Statements under the provisions of the Act and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Consolidated financial statements.

Key Audit Matters

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

The Company held an investment in associate - AIOI Systems Private Limited (being 24% of the equity shares) since its incorporation.

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

The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Annual report but does not include the Consolidated financial statements and our auditor's report thereon.

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

In connection with our audit of the Consolidated financial statements, our responsibility is to read the other information and, in doing so, consider whether such other information is materially inconsistent with the Consolidated financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. Other information so far as it relates to the associates, is traced from their financial statements /financial information audited by the other auditors.

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.

Responsibility of Management and Those Charged with Governance for the Consolidated Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these Consolidated financial statements that give a true and fair view of the financial position, financial performance, cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Companies (Accounting Standards) Rules, 2006 (as amended) specified under section 133 of the Act, read with the Companies (Accounts) Rules, , 2015, as amended

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

In preparing the Consolidated financial statements, respective Management and Board of Directors of the companies and of its associates 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 management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The respective Board of Directors of the companies and of its associates are also responsible for overseeing the financial reporting process of the Company and of its associates.

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

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

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

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

- Identify and assess the risks of material misstatement of the Consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls with reference to Consolidated financial statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the Consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company and its associates 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 Consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Company and its associates to express an opinion on the Consolidated Financial Statements. We are responsible for the direction, supervision and performance of the audit of the financial statements of such entities or business activities included in the Consolidated Financial Statements of which we are the independent auditors.

For the other entities or business activities included in the Consolidated Financial Statements, which have been audited by the other auditors, such other auditors remain responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion.

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

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

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

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

Other Matters

We did not audit the financial statements of the associate - AIOI Systems Private Limited. This financial statements /financial information have been audited by other auditor whose reports have been furnished to us by the Management and our opinion on the Consolidated Financial Statements, in so far as it relates to the amounts and disclosures included in respect of the associates, and our report in terms of sub-section (3) of Section 143 of the Act, in so far as it relates to the aforesaid associates is based solely on the reports of the other auditors.

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 based on our audit on separate financial statements, we give in the "Annexure A" a statement on the matters specified in paragraphs 3 and 4 of the Order.
2. As required by Section 143(3) of the Act, based on our audit and on the consideration of the reports of the other auditors on the Financial Statements /financial information of the associates, we report to the extent applicable that:

a. We have sought and obtained all the information and explanations, which to the best of our knowledge and belief were necessary for the purposes of our audit of the aforesaid Consolidated Financial Statements.

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 except for the matter stated in the paragraph 2(f) below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014.

c. The Balance Sheet, the Statement of Profit and Loss, Statement of Changes in Equity and the Statement of Cash Flows dealt with by this Report agree with the books of account.

d. In our opinion, the aforesaid Consolidated Financial Statements comply with the Accounting Standards specified under Section 133 of the Act.

e. Based on 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 Consolidated financial statement of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B".

g. The Company has paid/provided managerial remuneration during the period in accordance with the provisions of Section 197 read with Schedule V of the Companies Act, 2013. The remuneration paid to the directors is within the limits laid down under the said provisions and the approvals required under the Act have been obtained.

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, as amended, in our opinion and to the best of our information and according to the explanations given to us:

   i. The Company do not have any pending litigations on its financial position in its Consolidated financial statements.

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

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

iv.

a. The management has represented that, to the best of their knowledge and belief that, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the company to or in any other person(s) or entity(ies), including foreign entities ("intermediaries") with the understanding whether recorded in writing or otherwise, that the intermediary shall, whether directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company ("Ultimate Beneficiaries") or provide any guarantee, security, or the like on behalf of the Ultimate Beneficiaries.

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

c. Based on such audit procedures 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 (iv(a.)) and (iv(b.)) above contain any material misstatement.

v. In the matter of interim dividend, no such dividend declared during the year, the Company is in compliance with section 123 of the Act.

vi. The reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014 is applicable from April 1, 2023. Based on our examination which included test checks, the Company has used accounting software for maintaining its books of account, which have a feature of recording audit trail (edit log) facility, however the same has not been operated throughout the year.

Further, in the absence of information regarding the audit trail, we are unable to comment on whether there were any instances of tampering of such audit trail.

For KPNB & Associates
Chartered Accountants
ICAI Firm Registration Number: 136141W

Sd/-

Basant Porwal
Partner
Membership Number:113651
UDIN:26113651OJMOLA4093
Place: Pune
Date: 27th May 2026

ANNEXURE "A"

To the Independent Auditor's Report on Standalone Financial Statements of Adisoft Technologies Limited for the year ended March 31,2026.

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

With respect to the matters specified in clause (xxi) of paragraph 3 and paragraph 4 of the Companies (Auditor's Report) Order, 2020 ("CARO") issued by the Central Government in terms of Section 143(11) of the Act, according to the information and explanations given to us, and based on the CARO reports issued by us and the auditors of respective companies included in the Consolidated Financial Statements, to which reporting under CARO is applicable, as provided to us by the Management of the Company, we report that in respect of those companies where audits have been completed under Section 143 of the Act, there are no qualifications or adverse remarks by the respective auditors in the CARO reports of the said companies included in the Consolidated Financial Statements.

For KPNB & Associates
Chartered Accountants
ICAI Firm Registration Number: 136141W

Sd/-

Basant Porwal
Partner
Membership Number:113651
UDIN:26113651OJMOLA4093
Place: Pune
Date: 27th May 2026

ANNEXURE "B"

To the Independent Auditor's Report on Consolidated Financial Statements of Adisoft Technologies Limited for the year ended March 31,2026

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

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 consolidated financial statements of Adisoft Technologies Limited as of March 31,2026, in conjunction with our audit of the consolidated financial statements of the Company for the year ended on that date.

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

Furthermore, certain control processes are being further formalized/strengthened by the management to improve documentation and operational consistency; however, no material weakness requiring reporting under this clause was observed.

Management's Responsibility for Internal Financial Controls

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

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls with reference to Consolidated Financial Statements of the Company based on our audit.

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

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system with reference to consolidated financial statements and their operating effectiveness. Our audit of internal financial controls with reference to consolidated financial statements included obtaining an understanding of internal financial controls with reference to consolidated financial statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the Consolidated financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained in terms of our reports referred to in the Other Matters paragraph below are sufficient and appropriate to provide a basis for our audit opinion on internal financial controls with reference to Consolidated Financial Statements of the Company.

Meaning of Internal Financial Controls with reference to Consolidated Financial Statements

A company's internal financial controls with reference to consolidated financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles.

A company's internal financial controls with reference to consolidated financial statements include those policies and procedures that:

(1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company;

(2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and

(3) provide reasonable assurance regarding prevention or timely detection of 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 Consolidated Financial Statements

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

Other Matters

Our aforesaid report under Section 143(3)(i) of the Act on the adequacy and operating effectiveness of the internal financial controls with reference to consolidated financial statements insofar as it relates to one associate company which is incorporated in India, is based solely on the corresponding reports of the auditor of such companies incorporated in India. Our opinion is not modified in respect of the above matters.

For KPNB & Associates
Chartered Accountants
ICAI Firm Registration Number: 136141W

Sd/-

Basant Porwal
Partner
Membership Number:113651
UDIN:26113651OJMOLA4093
Place: Pune
Date: 27th May 2026

Adisoft Technologies Limited
CIN: U31108PN2013PLC146157
Consolidated Balance Sheet as at March 31, 2026
All amounts are in Lakhs unless otherwise stated

	Particulars	Notes	As at March 31, 2026	As at March 31, 2025
I	**EQUITY AND LIABILITIES**			
(1)	**Shareholder's Funds**			
	(a) Share Capital	4	1,201	1
	(b) Reserves & Surplus	5	6,033	4,940
			7,234	**4,941**
(2)	**Non Current Liabilities**			
	(a) Long-term borrowings	6	-	569
	(b) Long Term Provisions	7	124	56
			124	**625**
(3)	**Current Liabilities**			
	(a) Short Term Borrowings	8	2,155	2,274
	(b) Trade Payables			
	(i) Total outstanding dues of micro enterprises and small enterprises	9	156	175
	(ii) Total outstanding dues of creditors other than micro enterprises and small enterprises	9	4,278	2,541
	(c) Other Current Liabilities	10	574	500
	(d) Short Term Provisions	11	869	630
			8,032	**6,120**
	TOTAL		**15,389**	**11,686**
II	**ASSETS**			
(1)	**Non Current Assets**			
	(a) Property, Plant and Equipment and Intangible assets			
	(i) Property, Plant and Equipment	12	1,050	1,039
	(ii) Capital Work in Progress	12	247	-
	(b) Non- Current Investments	13	166	153
	(c) Deferred Tax Assets (net)	14	50	30
	(d) Other Non Current Assets	15	59	58
			1,571	**1,280**
(2)	**Current Assets**			
	(a) Inventories	16	1,665	1,648
	(b) Trade Receivables	17	8,247	5,613
	(c) Cash and Cash Equivalents	18	2,943	2,378
	(d) Short-term Loans and Advances	19	816	633
	(e) Other Current Assets	20	147	133
			13,818	**10,406**
	TOTAL		**15,389**	**11,686**
	Summary of Significant Accounting Policies	1-3		
	Other notes to the financial statements	4-43		

The accompanying Summary of Significant Accounting Policies and other explanatory information are an integral part of the Financial Statements.

As per our report of even date

For KPNB & Associates
Chartered Accountants
ICAI Firm Registration No. 136141W

Sd/-

Mr. Basant Kishangopal Porwal
Partner
M.No: 113651
Place: Pune
Date: 27/05/2026
UDIN: 26113651OJMOLA4093

For and on behalf of the Board of Directors of
Adisoft Technologies Limited

Sd/-

Mr. Ajay Chandrashekhar Prabhu
Managing Director
DIN: 06473412
Place: Pune
Date: 27/05/2026

Sd/-

Mrs. Preeti Ajay Prabhu
Whole Time Director
DIN: 06473413
Place: Pune
Date: 27/05/2026

Sd/-

Ms. Mayura Dilip Darvekar
Chief Financial Officer
PAN: ATBPD3401C
Place: Pune
Date: 27/05/2026

Sd/-

Mr. Vaibhav Nandkumar Salunkhe
Company Secretary
M.No.: 72123
Place: Pune
Date: 27/05/2026

Adisoft Technologies Limited
CIN: U31108PN2013PLC146157
Consolidated Statement of Profit and Loss for the period ended March 31, 2026
All amounts are in Lakhs unless otherwise stated

	Particulars	Notes	For the year ended March 31,2026	For the year ended March 31,2025
I	Revenue from Operations	21	16,642	13,034
II	Other Income	22	291	335
III	TOTAL INCOME (I+II)		**16,933**	**13,369**
IV	Expenses:			
	Purchases of Raw Material and Consumables	23	11,154	9,319
	Changes in Inventories of Raw Material and Consumables	24	(17)	(256)
	Employee Benefits Expenses	25	1,279	981
	Finance Cost	26	179	140
	Depreciation & Amortization Expenses	27	24	18
	Other Expenses	28	1,233	1,018
	TOTAL EXPENSES		**13,852**	**11,220**
V	**Profit Before Tax (III - IV)**		**3,081**	**2,149**
VI	Tax Expenses:			
	Current Tax		788	577
	Tax expenses related to previous years		33	
	Deferred Tax Charge for the Year		(20)	(24)
	TOTAL TAX EXPENSES		**801**	**553**
VII	**Profit/(Loss) after Tax and before share of Profit/(Loss) of Associates)**		**2,280**	**1,595**
VIII	Share of Profit/(Loss) of Associates		13	17
IX	**Profit/(Loss) after Tax and share of Profit/(Loss) of Associates)**		**2,293**	**1,612**
X	Earning per Equity Share(Face Value Rs.10 per share)	29		
	Basic		19.09	13.45
	Diluted		19.09	13.45
	Summary of significant accounting policies	1-3		
	Other notes to the financial statements	4-43		

As per our report of even date

For KPNB & Associates
Chartered Accountants
ICAI Firm Registration No. 136141W

Sd/-

Mr. Basant Kishangopal Porwal
Partner
M.No: 113651
Place: Pune
Date: 27/05/2026
UDIN:26113651OJMOLA4093

For and on behalf of the Board of Directors of
Adisoft Technologies Limited

Sd/-

Mr. Ajay Chandrashekhar Prabhu
Managing Director
DIN: 06473412
Place: Pune
Date: 27/05/2026

Sd/-

Mrs. Preeti Ajay Prabhu
Whole Time Director
DIN: 06473413
Place: Pune
Date: 27/05/2026

Sd/-

Ms. Mayura Dilip Darvekar
Chief Financial Officer
PAN: ATBPD3401C
Place: Pune
Date: 27/05/2026

Sd/-

Mr. Vaibhav Nandkumar Salunkhe
Company Secretary
M.No.: 72123
Place: Pune
Date: 27/05/2026

Adisoft Technologies Limited
CIN: U31108PN2013PLC146157
Consolidated Cash Flow Statement as at March 31, 2026
All amounts are in Lakhs unless otherwise stated

Particulars	For the year ended March 31,2026	For the Year Ended March 31, 2025
Cash Flow from Operating Activities		
Profit Before Tax	3,081	2,151
Adjustment :		
Provision for Gratuity	81	44
Provision for Leave Encashment	3	19
Provision for Warranty	(38)	(72)
Depreciation & Amortisation	24	18
Finance Cost	179	139
Interest Income	19	(123)
Provision for Lease equalisation	8	8
Operating profit before working capital changes	3,357	2,184
Changes in Working Capital		
Increase / (decrease) in Trade Payables	1,717	(64)
Increase / (Decrease) in Other Current Liabilities	75	152
Increase / (decrease) Short term Provisions	(640)	(385)
Decrease / (Increase) Trade Receivables	(2,634)	(1,569)
Decrease / (Increase) Inventories	(17)	(256)
Decrease / (Increase) Non Current Asset	-	(10)
Decrease / (Increase) Other Current Asset	(14)	(23)
Decrease / (Increase) Short Term Loans and Advances	(803)	(450)
Cash Flow Generated from Operations	(2,316)	(2,605)
Taxes Paid (Net of refund)	693	338
Net Cash Flow from /(used in) Operating Activities (A)	**1,734**	**(82)**
Cash flow from Investing Activities:		
Acquisition of property, plant and equipment, capital work-in-progress and other intangible assets	(282)	(13)
Interest Income	(19)	123
Security Deposits	(1)	(19)
Net Cash Flow from / (used in) Investing Activities (B)	**(302)**	**91**
Cash flow from Financing Activities:		
Finance Cost	(179)	(140)
Increase in / (Repayment) of Long term borrowings	(569)	250
Increase in / (Repayment) of Short term borrowings	(119)	796
Net Cash Flow from /(used in) Financing Activities (C)	**(867)**	**906**
Net increase / (decrease in cash and cash equivalents (A+B+C)	**565**	**916**
Cash and Cash Equivalents at the beginning of the year	2,378	1,462
Cash and Cash Equivalents at the end of the year	2,943	2,378
Net Increase in Cash and Cash Equivalents	**565**	**916**

The notes are an integral part of these financial statements.

Notes:
The Cash Flow statement has been prepared following the indirect method except in case of taxes which have been considered on the basis of actual movement of cash.

For KPNB & Associates
Chartered Accountants
ICAI Firm Registration No. 136141W

Sd/-

Mr. Basant Kishangopal Porwal
Partner
M.No: 113651
Place: Pune
Date: 27/05/2026
UDIN: 26113651OJMOLA4093

For and on behalf of the Board of Directors of
Adisoft Technologies Limited

Sd/-

Mr. Ajay Chandrashekhar Prabhu
Managing Director
DIN: 06473412
Place: Pune
Date: 27/05/2026

Sd/-

Mrs. Preeti Ajay Prabhu
Whole Time Director
DIN: 06473413
Place: Pune
Date: 27/05/2026

Sd/-

Ms. Mayura Dilip Darvekar
Chief Financial Officer
PAN: ATBPD3401C
Place: Pune
Date: 27/05/2026

Sd/-

Mr. Vaibhav Nandkumar Salunkhe
Company Secretary
M.No.: 72123
Place: Pune
Date: 27/05/2026

1 **Corporate Information**

The Company was originally incorporated in India on February 04, 2013 as Adisoft Technologies Private Limited, a Private Limited company, under the provisions of the Companies Act, 2013. Pursuant to the approval of the shareholders and in accordance with applicable provisions of the Companies Act, 2013, the Company was converted into a Public Limited Company during the year. Consequent to such conversion, the name of the Company was changed to Adisoft Technologies Limited, and a amended certificate of incorporation was issued by the Registrar of Companies with effect from 17th October 2025.

The Company is engaged in the business of providing Digital automation solution to automotive & non-automotive industry. It is classified as Domestic Company and is registered at Registrar of Companies, with its registered office at Prathamesh Complex & Trading, Plot No. PAP-BG-102, 103, 104 & 105, 1st and 2nd Floor, MIDC Chinchwad Industrial Area, Bhosari I.E., Pune, Maharashtra, India, 411026. The CIN of the Company is U31108PN2013PLC146157.

2 **Basis of Preparation**

The Consolidated financial statements of the Company have been prepared in accordance with the generally accepted accounting principles in India (Indian GAAP). The Company has prepared these financial statements to comply in all material aspects with the Accounting Standards notified under section 133 of the Companies Act, 2013 ("the Act"), read together with the Companies (Accounting Standards) Rules, 2021 and presentation requirements of Division I of Schedule III to the Companies Act 2013. The financial statements have been prepared on an accrual basis and under the historical cost convention derivatives financial instruments which have been measured at fair value.

The financial statements are presented in Indian Rupees which is also the functional currency of the Company and all values are rounded to the nearest lakhs, except when otherwise indicated. The Company has prepared the financial statements on the basis that it will continue to operate as a going concern.

3 **Summary of Significant Accounting Policies**

(a) Use of Estimates

The preparation of financial statements in conformity with Indian GAAP requires the management to make judgments, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities and the disclosure of contingent liabilities, at the end of the reporting period. Although these estimates are based on the management's best knowledge of current events and actions, uncertainty about these assumptions and estimates could result in the outcomes requiring a material adjustment to the carrying amounts of assets or liabilities in future periods.

(b) Current–non-current classification

All assets and liabilities are classified into current and non-current
Assets:
An asset is classified as current when it satisfies any of the following criteria:
(a) it is expected to be realised in, or is intended for sale or consumption in, the Company's normal operating cycle;
(b) it is held primarily for the purpose of being traded;
(c) it is expected to be realised within 12 months after the reporting date; or
(d) it is cash or cash equivalent unless it is restricted from being exchanged or used to settle a liability for at least 12 months after the reporting date.

Current assets include the current portion of non-current financial assets.
All other assets are classified as non-current.

Liabilities:
A liability is classified as current when it satisfies any of the following criteria:
(a) it is expected to be settled in the Company's normal operating cycle;
(b) it is held primarily for the purpose of being traded;
(c) it is due to be settled within 12 months after the reporting date; or
(d) the Company does not have an unconditional right to defer settlement of the liability for at least 12 months after the reporting date. Terms of a liability that could, at the option of the counterparty, result in its settlement by the issue of equity instruments do not affect its classification.

Current liabilities include current portion of non-current financial liabilities.
All other liabilities are classified as non-current.

Operating cycle
Operating cycle is the time between the acquisition of assets for processing and their realisation in cash or cash equivalents. The operating cycle of the Company is less than 12 months.

(c) Tangible Assets

Property, Plant and Equipment

i) Property, plant and equipment are stated at cost, net of accumulated depreciation and accumulated impairment losses, if any. The cost comprises purchase price, borrowing costs if capitalization criteria are met and directly attributable cost of bringing the asset to its working condition for the intended use. Any trade discounts and rebates are deducted in arriving at the purchase price.

ii) Subsequent expenditure related to an item of property, plant and equipment is added to its book value only if it increases the future benefits from the existing asset beyond its previously assessed standard of performance. All other expenses on existing property, plant and equipment, including day-to-day repair and maintenance expenditure and cost of replacing parts, are charged to the Statement of profit and loss for the period during which such expenses are incurred.

iii) Gains or losses arising from derecognition of fixed assets are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognized in the Statement of profit and loss when the asset is derecognized.

iv) The Company identifies and determines cost of each component/part of the asset separately, if significant to the total cost of the asset having useful life that is materially different from that of the remaining life.

(d) Depreciation on Property, Plant and Equipment

Depreciation on property, plant and equipment is calculated as per Written Down Value (WDV) method using the rates arrived at based on the useful lives estimated by the management which is in line with Schedule II of Companies Act 2013. The identified components are depreciated separately over their useful lives; the remaining components are depreciated over the life of the principal asset.

The Company has used the following estimates to provide depreciation on its capital assets:

Type of asset	Useful life estimated by management (in years)	Useful life as per Schedule II (in years)
Motor Car	8 Years	8 Years
Plant and equipments	15 Years	15 Years
Office equipments	5 Years	5 Years
Computers	3 Years	3 Years
Furniture & fixtures	10 Years	10 Years

(e) Revenue Recognition

Revenue is recognized to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured. The following specific recognition criteria must also be met before revenue is recognized:

Sale of Goods
Revenue from sale of goods in the ordinary course of business is recognized when control over the goods and the significant risks and rewards of ownership are transferred to the customer, and no significant uncertainty exists regarding the amount of consideration expected to be received or its ultimate collection. In the case of the Company, the significant risks and rewards of ownership are considered to have been transferred when the goods leave the Company's premises/works.
Revenue from sale of goods is measured at the transaction price and is presented net of returns, trade discounts, rebates, and other allowances.

Sale of Services
Income from other services is recognized as and when the services are rendered based on contractual terms and conditions

Interest income
Interest income is recognized on a time proportion basis taking into account the amount outstanding and the applicable interest rate. Interest income is included under the head "Other income" in the Statement of Profit and Loss.

(f) Inventories

Inventories which comprise of stock-in-trade are carried at the lower of cost and net realizable value.
Net realizable value is the estimated selling price in the ordinary course of business, less the estimated costs of completion and the estimated costs necessary to make the sale.

Cost of inventories comprises all costs of purchase and other costs incurred in bringing the inventories to their present location and condition. In determining the cost, specific-identification method is used. The comparison of cost and net realizable value is made on an item-by-item basis.

Considering the rapid technological advancements and obsolescence of systems and components, the Company follows a prudent policy for valuation of inventories. Inventories remaining in stock for a period exceeding 365 days from the date of purchase are considered to have no net realisable value and are accordingly valued at nil. Provision for obsolete and slow-moving inventory has been made and disclosed in the financial statements wherever considered necessary.

(g) Foreign Currency transactions and balances

(i) Initial Recognition
Foreign currency transactions are recorded in the reporting currency, by applying to the foreign currency amount the exchange rate between the reporting currency and the foreign currency at the date of the transaction.

(ii) Conversion
Foreign currency monetary items are retranslated using the exchange rate prevailing at the reporting date. Non-monetary items, which are measured in terms of historical cost denominated in a foreign currency, are reported using the exchange rate at the date of the transaction. Non-monetary items, which are measured at fair value or other similar valuation denominated in a foreign currency, are translated using the exchange rate at the date when such value was determined.

(iii) Exchange Differences
Exchange differences arising on the settlement of monetary items or on reporting Company's monetary items at rates different from those at which they were initially recorded during the year, or reported in previous financial statements, are recognised as income or as expenses in the year in which they arise.

(h) Employee Benefits

Employee benefits payable wholly within twelve months of rendering the service are classified as short term employee benefits. These benefits include salaries and wages, bonus and ex-gratia. The undiscounted amount of short-term employee services is recognized as an expense as the related service is rendered by employees. Provision for Gratuity is determined on accrual basis on the basis of actuarial valuation.

(i) Leases

Leases under which Company assumes substantially all the risks and rewards of ownership are financial lease.

Assets acquired under leases other than finance lease are classified as operating lease. The total lease rentals (including scheduled rental increases) in respect of an assets taken on operating lease are charged to the Statement of Profit and Loss on a straight line basis over the lease term unless another systematic basis is more representative of the time pattern of the benefit. Initial direct cost incurred specifically for an operating lease are deferred and charged to the Statement of Profit and Loss over the lease term.

(j) Income Taxes

Income-tax expense comprises current tax (i.e. amount of tax for the period determined in accordance with the income-tax law) and deferred tax charge or credit (reflecting the tax effects of timing differences between accounting income and taxable income for the period). Income-tax expenses are recognized in Statement of Profit or Loss.

(i) Current Taxes

Current tax is measured at the amount expected to be paid to (recovered from) the taxation authorities, using the applicable tax rates and tax laws.

(ii) Deferred Taxes

Deferred tax is recognized in respect of timing differences between taxable income and accounting income i.e. differences that originate in one period and are capable of reversal in one or more subsequent periods. The deferred tax charge or credit and the corresponding deferred tax liabilities or assets are recognized using the tax rates and tax laws that have been enacted or substantively enacted by the Balance Sheet date.

Deferred tax assets are recognized only to the extent there is reasonable certainty that the assets can be realized in future; however, where there is unabsorbed depreciation or carried forward loss under taxation laws, deferred tax assets are recognized only if there is a virtual certainty supported by convincing evidence that sufficient future taxable income will be available against which such deferred tax assets can be realized. Deferred tax assets are reviewed as at each Balance Sheet date and written down or written-up to reflect the amount that is reasonably / virtually certain (as the case may be) to be realized.

(k) Earnings Per Share

Basic earnings per share are calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period.

(l) Provisions and Contingent Liabilities

A provision is recognized when the Company has a present obligation as a result of past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. Provisions are not discounted to their present value and are determined based on the best estimate required to settle the obligation at the reporting date. These estimates are reviewed at each reporting date and adjusted to reflect the current best estimates.

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

(m) Cash and Cash Equivalents

Cash and cash equivalents for the purpose of cash flow statement comprise of cash at bank and in hand and short term investments with an original maturity of three months or less.

Adisoft Technologies Limited
Consolidated Notes to Financial Statements for the year ended March 31, 2026
All amounts are in Lakhs unless otherwise stated

4 Share Capital

	As at March 31, 2026	As at March 31, 2025
Authorised		
20000000 equity shares of INR 10 each (PY : 10000 equity shares of INR 10 each)	2,000	1
	2,000	**1**
Issued, Subscribed & paid up shares		
12010000 equity shares of INR 10 each (fully paid up)	1,201	1
PY : 10000 equity shares of INR 10 each (fully paid up)		
	1,201	**1**

During the year, the Authorised Share Capital of the Company was increased from INR 1 Lakhs divided into 10000 equity shares of INR 10 each to INR 2,000 Lakhs divided into 20000000 equity shares of INR 10 each, pursuant to the approval of the shareholders obtained at the ordinary resolution in the Extraordinary General Meeting held on 22nd August 2025 and in accordance with the provisions of the Companies Act, 2013.

(a) Reconciliation of the shares outstanding at the end of the March 31, 2026:

Equity Shares	March 31, 2026		March 31, 2025	
	No of shares	Amount	No of shares	Amount
At the beginning of the year	10000	1	10000	1
Allotment of Bonus Shares during the year	12000000	1,200	-	-
Outstanding at the end of the year	**12010000**	**1,201**	**10000**	**1**

(b) Rights, Preferences and restrictions attached to Equity shares

The Company has only one class of equity shares having a par value of INR 10 per share. Each shareholder of equity shares is entitled to one vote per share. In the event of liquidation of the Company, the holders of equity shares will be entitled to receive remaining assets of the Company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

(c) Details of shares held by shareholders holding more than 5% of the aggregate shares in the Company

Name of the Shareholder	March 31, 2026		March 31, 2025	
	Number	% of holding	Number	% of holding
Ajay Prabhu	8406960	69.99%	7000	70.00%
Preeti Prabhu	3602990	29.99%	3000	30.00%
(Equity shares of INR 10 each fully paid)				

As per records of the Company, including its register of shareholders/ members and other declarations received from shareholders regarding beneficial interest, the above shareholding represents legal ownerships of shares.

(d) Details of shares held by Promoters for the period ended 31st March 2026 and changes during the previous year

Name of the Promoter	% change during the year	March 31, 2026		March 31, 2025	
		Number	% of holding	Number	% of holding
Ajay Prabhu	119999.43%	8406960	69.99%	7000	70.00%
Preeti Prabhu	119999.67%	3602990	29.99%	3000	30.00%

During the year, pursuant to the bonus issue, the number of equity shares held by the shareholders increased proportionately. Accordingly, while there was a significant increase in the absolute number of shares held (ranging from approximately 1,20,000% increase), the percentage shareholding of the shareholders remained substantially unchanged.

(e) During the year, the Company has issued 1200:1 bonus equity shares to the existing equity shareholders of the Company by capitalization of Free Reserves, in accordanc with the provisions of the Companies Act, 2013.
Pursuant to the approval of the shareholders obtained at the Extra-Ordinary General Meeting held on 04th October 2025, the Company allotted 12000000 equity shares of INR 10 each, aggregating to INR 1,200 Lakhs as fully paid-up bonus shares. Consequently, the paid-up equity share capital of the Company increased from INR 1 Lakhs t INR 1,201 Lakhs.
The bonus issue was effected by capitalization of free reserves and did not involve any cash outflow.

5 Reserves & Surplus

	As at March 31, 2026	As at March 31, 2025
Surplus in Profit & Loss Account		
Balance as at the beginning of the year	4,940	3,324
Less: On Issue of Bonus Shares (Refer Note: 4e)	(1,200)	
Surplus transferred from Statement of Profit & Loss for the year	2,293	1,616
Balance as at the end of the year	**6,033**	**4,940**

6 Long Term Borrowings

	As at March 31, 2026	As at March 31, 2025
Borrowings		
a. Term Loan from Bank		
Indian rupee loan from banks (secured)*	-	569
	-	**569**

*Excluding Current portion of long-term Borrowing

7 Long Term Provisions

	As at March 31, 2026	As at March 31, 2025
Provision for Gratuity (Refer Note 34)	105	40
Provision for Leave Encashment	19	16
	124	**56**

8 Short Term Borrowings **

	As at March 31, 2026	As at March 31, 2025
Borrowings		
Term Loan from Bank		
Indian rupee loan from banks (secured) (Refer note 1 & 2 below)	955	-
Current portion of long-term Borrowing (refer note (a) of schedule 6)	-	367
Loans repayable on demand from banks (Secured)		
Overdraft facility from Bank (Refer note 3 & 4 below)	1,200	1,700
	2,155	**2,067**
Loans and advances from related parties- Unsecure		
Ajay Prabhu	-	137
Preeti Prabhu	-	70
	-	**207**
	2,155	**2,274**

1) Business loans from HDFC Bank of INR 8 crores carries interest rate of 09.50% is repayable in 48 monthly instalments commencing from September 06, 2025

Business loan is secured against the following:

a) Fixed Deposit of INR 427 Lakhs with HDFC on 15-08-2025 and maturing on 16-08-2026 at interest rate of 6.15%

b) Fixed Deposit of INR 261 Lakhs with HDFC on 12-09-2025 and maturing on 13-09-2026 at interest rate of 6.25%

c) Fixed Deposit of INR 100 Lakhs with HDFC on 06-06-2025 and maturing on 07-09-2026 at interest rate of 6.85%

d) Fixed Deposit of INR 100 Lakhs with HDFC on 06-06-2025 and maturing on 07-09-2026 at interest rate of 6.85%

2)Term loan from HDFC Bank of INR 5,900 Lakhs carries interest rate of 8.46% as on March 31, 2026 is repayable in 90 monthly instalments commencing from

Term loan is secured against the following:

Primary Security

a) Industrial property bearing Plot no. B, Pimpari, Pune, H Block-411058, Bhosari MIDC.

b) Other Current Assets and Fixed Deposits.

c) Personal guarantees provided by the Promoters of the Company.

3) Cash Credit from State Bank of India carries interest rate of 9.95% p.a with a total limit of INR 700 Lakhs. The cash credit is repayable on demand and secured against Stock, Trade Receivables and Movable Plant and Machineries alongwith collateral security of Bank Deposit.

4)Overdraft from HDFC Bank carries interest rate of 8.8% p.a with a total limit of INR 1,000 Lakhs . The Overdraft is repayable on demand and secured through Plot no B-18 H Block, Pimpri Industrial Area of MIDC.

**The Company plans to utilize a portion of the IPO proceeds towards repayment/prepayment of existing borrowings. Accordingly, borrowings proposed to be repaid out of IPO proceeds have been classified as short-term borrowings based on the management's repayment plan and in accordance with applicable accounting requirements.

All amounts are in Lakhs unless otherwise stated

9 Trade Payables

	As at March 31, 2026	As at March 31, 2025
Trade Payables	4,434	2,717
	4,434	**2,717**

Trade Payables Ageing Schedule

As At March 31,2026

Particulars	Outstanding for following periods from due date of payment					Total
	Not Due	Less than 1 Year	1 to 2 Years	2-3 Years	More than 3 Years	
Total outstanding dues of micro enterprises and small enterprises	154	2	-	-	-	156
Total outstanding dues of creditors other than micro enterprises and small enterprises	3,773	500	6	-	-	4,278
Disputed dues of micro enterprises and small enterprises	-	-	-	-	-	
Disputed dues of creditors other than micro enterprises and small enterprises	-	-	-	-	-	
	3,926	**502**	**6**	**-**	**-**	**4,434**

As At March 31,2025

Particulars	Outstanding for following periods from due date of payment					Total
	Not Due	Less than 1 Year	1 to 2 Years	2-3 Years	More than 3 Years	
Total outstanding dues of micro enterprises and small enterprises	163	12	0	-	-	175
Total outstanding dues of creditors other than micro enterprises and small enterprises	2,174	261	104	2	-	2,541
Disputed dues of micro enterprises and small enterprises	-	-	-	-	-	
Disputed dues of creditors other than micro enterprises and small enterprises	-	-	-	-	-	
	2,336	**274**	**105**	**2**	**-**	**2,717**

Adisoft Technologies Limited
Consolidated Notes to Financial Statements for the year ended March 31, 2026
All amounts are in Lakhs unless otherwise stated

10 Other Current Liabilities

	As at March 31, 2026	As at March 31, 2025
Advance from Customers	10	6
Salary Payable	161	168
Sitting Fees Payable	1	-
Statutory Dues Payable	403	326
	574	**500**

11 Short Term Provisions

	As at March 31, 2026	As at March 31, 2025
Provision for Income Tax	788	577
Provision for Expenses	57	45
Provision for Gratuity	20	5
Provision for Leave encashment	4	3
	869	**630**

Adisoft Technologies Limited
Consolidated Notes to Financial Statements for the year ended March 31, 2026
All amounts are in Lakhs unless otherwise stated

12 Property, Plant and Equipment

	Land	Building	Computer	Furniture & Fixture	Motor Car	Office Equipment	Plant & Machinery	Total
Gross Block								
As on April 1,2024	997	-	19	36	66	3	1	1,122
Additions for the year	-	-	4	3	-	6	-	13
Disposals								
As at March 31, 2025	**997**	**-**	**23**	**39**	**66**	**9**	**1**	**1,135**
Additions for the year	-	-	23	4	-	8	1	35
Disposals	-	-						
As at March 31, 2026	**997**	**-**	**46**	**43**	**66**	**17**	**1**	**1,170**
Depreciation								
As on April 1,2024	-	-	17	17	42	2	0	79
For the year	-	-	2	5	7	3	0	18
Disposals								
As at March 31, 2025	**-**	**-**	**19**	**22**	**49**	**5**	**0**	**97**
For the year	-	-	10	5	5	4	0	24
Disposals	-	-						
As at March 31, 2026	**-**	**-**	**29**	**27**	**54**	**9**	**0**	**121**
Net Block								
As at March 31, 2025	997	-	4	17	16	5	0	1,039
As at March 31, 2026	997	-	16	15	12	9	1	1,050
Capital work-in-progress								
Balance as at 1 April 2024	-	-	-	-	-	-	-	-
Additions	-	-	-	-	-	-	-	-
Assets capitalised during the year	-	-	-	-	-	-	-	-
Disposals	-	-	-	-	-	-	-	-
As at March 31, 2025	-	-	-	-	-	-	-	-
Balance as at 1 April 2025	-	-	-	-		-	-	-
Additions	-	247	-	-		-	-	**247**
Assets capitalised during the year	-	-	-	-		-	-	-
Disposals	-	-	-	-		-	-	-
As at March 31, 2026	-	**247**	-	-	-	-	-	**247**

Capital work-in-progress ageing schedule

As at 31st March 2026

	Amount in capital work-in-progress for a period of				**Total**
	Less than 1 year	**1-2 years**	**2-3 years**	**More than 3 years**	
Projects in progress	247	-			**247**
Projects temporarily suspended		-			**-**

13 Non Current Investments

	As at March 31, 2026	As at March 31, 2025
Investment in Equity Instruments AIOI Systems India Private Limited		
(i). Cost of Investment - (8,40,000 Equity Shares of Rs 10 each, fully paid) (P.Y - 8,40,000 Equity Shares of Rs 10 each, fully paid)	84	84
(ii) Share of Post Acquisition Profit / (Losses)	82	69
	166	**153**

The Company is holding 24% of the Shares of AIOI Systems India Private Limited, incorporated in India as on March 31, 2026. (P.Y. - 24%)

*** Details of Investment in Associates are as follows**

Name of Company	Number of Shares	Original Cost of Investment	Goodwill/ (Capital Reserve)	Accumulated Profit/(Loss) as at March 31, 2026	Carrying amount of investment as on March 31, 2026
AIOI Systems India Private Limited	840000	84	-	82	166
Previous Years	840000	84	-	69	153

14 Deferred Tax Assets (net)

	As at March 31, 2026	As at March 31, 2025
Deferred Tax Assets	50	30
	50	**30**

15 Other Non Current Assets

	As at March 31, 2026	As at March 31, 2025
Security Deposits	59	58
	59	**58**

16 Inventories

	As at March 31, 2026	As at March 31, 2025
Stock of Raw Material and Consumables (Net off of accumulated provision for obsolete and slow moving inventory) (Refer note below)*	1,665 -	1,648
	1,665	**1,648**

*Provision for obsolete and slow-moving inventories has been adjusted against the carrying value of inventories in accordance with Accounting Standard (AS) 2 – Valuation of Inventories, which requires inventories to be valued at lower of cost and net realisable value and accordingly, net figure has been reported. The amount of accumulated provision for obsolete and slow-moving inventories netted off is INR 976 Lakhs as on March 31, 2026 (INR 993 Lakhs as on March 31, 2025).

Adisoft Technologies Limited
Consolidated Notes to Financial Statements for the year ended March 31, 2026
All amounts are in Lakhs unless otherwise stated

17 Trade Receivables

	As at March 31, 2026	As at March 31, 2025
Unsecured, Considered Good *		
Outstanding for a period exceeding 6 months	280	55
Others	7,967	5,558
Total trade receivables	**8,247**	**5,613**

Trade Receivable ageing schedule

As At March 31,2026

Particulars	Outstanding for following periods from due date of payment						Total
	< 6m	6 M - 1 Year	1 - 2 Years	2-3 Years	2-3 Years	> 3 Years	
Undisputed trade receivables							
- considered Good	7,968	214	60	5	5,19,200	-	8,247
- considered Doubtful	-	-	-	-	-	-	-
Disputed trade receivables							-
- considered Good	-	-	-	-	-	-	-
- considered Doubtful	-	-	-	-	-	-	-
Provision on Doubtful Debts							
Total	**7,968**	**214**	**60**	**5**	**5,19,200**	**-**	**8,247**
Unbilled Revenue	-	-	-	-	-	-	-
Total	**7,968**	**214**	**60**	**5**	**5,19,200**	**-**	**8,247**

As At March 31,2025

Particulars	Outstanding for following periods from due date of payment						Total
	< 6m	6 M - 1 Year	1 - 2 Years	2-3 Years	2-3 Years	> 3 Years	
Undisputed trade receivables							
- considered Good	5,558	30	25	-	-	-	5,613
- considered Doubtful	-	-	-	-	-	-	
Disputed trade receivables	-	-	-				
- considered Good	-	-	-	-	-	-	
- considered Doubtful	-	-	-	-	-	-	
Provision on Doubtful Debts							
Total	**5,558**	**30**	**25**	**-**	**-**	**-**	**5,613**
Unbilled Revenue	-	-	-	-	-	-	
Total	**5,558**	**30**	**25**	**-**	**-**	**-**	**5,613**

18 Cash & Bank Balances

	As at March 31, 2026	As at March 31, 2025
Cash and cash equivalents		
Cash in hand	2	1
Balances with banks	403	793
Bank deposits having original maturity of less than three months.	23	19
Othar bank Balances		
Bank deposits with original maturity of more than three months.	2,515	1,565
	2,943	**2,378**

19 Short Term Loans and Advances

	As at March 31, 2026	As at March 31, 2025
Prepaid Expenses	9	8
Employee Advances	32	59
Balances with Government Authorities	775	566
	816	**633**

20 Other Current Assets

	As at March 31, 2026	As at March 31, 2025
Advance to Suppliers	55	4
Less:Provision for Doubtful Advances	(10)	-
Accrued Interest from fixed deposits with bank	78	108
Retention Money	24	21
	147	**133**

21 Revenue From Operation

	For the year ended March 31,2026	For the year ended March 31,2025
From automation solutions		
Export	295	397
Domestic	11,281	7,374
Service Income	1,350	1,972
From trading of automation products		
Domestic (Parts Sales)	3,716	3,291
	16,642	**13,034**

22 Other Income

	For the year ended March 31,2026	For the year ended March 31,2025
Other Operating Revenues	118	137
Interest Income	162	126
Foreign Exchange Gain/(Loss)	8	-
Duty Drawback	3	-
Excess Provision of Warranty Written Back	-	72
	291	**335**

23 Purchases of Raw Material and Consumables

	For the year ended March 31,2026	For the year ended March 31,2025
Purchase of Raw Material	11,068	9,297
Purchase of Consumables	86	22
	11,154	**9,319**

24 Changes In Inventories

	For the year ended March 31,2026	For the year ended March 31,2025
Opening Balance (Net off of accumulated provision for obsolete and slow moving inventory) (Refer note below)*	1,648	1,392
Less : Closing Inventory (Net off of accumlated provision for obsolete and slow moving inventory) (Refer note below)*	(1,665)	(1,648)
	(17)	**(256)**

*Provision for obsolete and slow-moving inventories has been adjusted against the carrying value of inventories in accordance with Accounting Standard (AS) 2 – Valuation of Inventories, which requires inventories to be valued at lower of cost and net realisable value and accordingly, net figure has been reported. The amount of accumulated provision for obsolete and slow-moving inventories netted off is INR 976 Lakhs as on March 31, 2026 (INR 993 Lakhs as on March 31, 2025). Thus, the amount of reversal for obsolete inventory during the year ended March 31, 2026 is INR 17 Lakhs.

All amounts are in Lakhs unless otherwise stated

25 Employee Benefit Expenses

	For the year ended March 31,2026	For the year ended March 31,2025
Salary, Wages and Bonus	972	731
Director's Remuneration	96	102
Contribution to Provident Fund and Other Funds	46	42
Gratuity (Refer Note 34)	81	45
Leave Encashment	3	19
Staff Welfare Expenses	81	42
	1,279	**981**

26 Finance Cost

	For the year ended March 31,2026	For the year ended March 31,2025
Interest on working capital loan	167	129
Bank Charges	12	11
	179	**140**

27 Depreciation & Amortization Expenses

	For the year ended March 31,2026	For the year ended March 31,2025
Depreciation on Tangible Assets	24	18
Amortisation on Intangible Assets	-	-
	24	**18**

28 Other expenses

	For the year ended March 31,2026	For the year ended March 31,2025
Auditor's fees - Refer Note below	22	10
Advertisement Exp	1	-
Commission Expenses	-	60
Electricity and Water Expenses	11	6
Insurance	35	25
Interest on Statutory Dues	19	-
Communication Expenses	1	7
Sundry Balances written off	7	13
Office expenses	49	45
Postage and Courier Charges	19	15
Rates and Taxes	1	24
Professional Fees	214	366
Rent	154	60
Repairs and maintenance exp	27	14
Site Expenses	66	22
Transport Charges	81	48
Travelling and Conveyance	176	124
CSR Expenses- Refer Note below	30	19
Donation	29	23
Contractual Expenses	248	136
Foreign Exchange Gain/(Loss)	-	1
ROC Charges	23	0
Warranty and Service expenses	10	-
Provision for Doubtful Advances	10	-
	1,233	**1,018**

	CSR Expenses	For the year ended March 31,2026	For the year ended March 31,2025
a	Gross amount required to be spent by the Company during the year*	30	18
b	Amount approved by the Board to be spent during the year	-	18
c	**Amount spent during the year ending on 31st March, 2026:**	-	-
	i. Construction/acquisition of any asset	-	-
	ii. On purposes other than (i) above	30	19
d	**Details related to spent / unspent obligations:**	-	-
	i. Contribution to Public Trust	-	-
	ii. Contribution to Charitable Trust	30	19
	iii. Unspent amount in relation to:	-	-
	- Ongoing project	-	-
	- Other than ongoing project	-	-

Payment to Auditor	For the year ended March 31,2026	For the year ended March 31,2025
Statutory Audit Fees	14	10
Tax Audit Fees	1	1
Others	7	-
	22	**11**

29 Earning Per Share (EPS)

Basic earnings per share (“EPS”) is computed by dividing the net profit after tax attributable to equity shareholders by the weighted average number of equity shares outstanding during the year.

During the year, the Company issued bonus equity shares. In accordance with Accounting Standard 20 (AS 20) on “Earnings Per Share”, the weighted average number of equity shares outstanding for all periods presented has been adjusted retrospectively for the bonus issue, since the issue of bonus shares does not result in a corresponding change in the resources of the Company.

The Company does not have any outstanding dilutive potential equity shares. Accordingly, diluted earnings per share is the same as basic earnings per share.

	As at March 31, 2026	As at March 31, 2025
Basic Earnings Per Share		
Net profit after tax for calculation of basic EPS	2,293	1,616
Weighted average number of equity shares in calculating basic EPS	12010000	12010000
Nominal value of shares (in Rs.)	10	10
	19.09	**13.45**
Diluted Earnings Per Share		
Net profit after tax for calculation of EPS	2,293	1,616
Weighted average number of equity shares in calculating EPS	12010000	12010000
Nominal value of shares (in Rs.)	10	10
	19.09	**13.45**

30 Expenditure and earnings in foreign currency

a) Expenditure in foreign currency (on accrual basis)

	For the year ended March 31,2026	For the year ended March 31,2025
Import of Goods (In INR)	47	13

b) Earnings in foreign currency (on accrual basis

	For the year ended March 31,2026	For the year ended March 31,2025
Export of Goods (In INR)	295	397

31 Details of dues to micro and small enterprises as defined under the MSMED Act, 2006

The Company has compiled this information based on intimations received from the suppliers of their status as Micro or Small Enterprises and / or its registration with the appropriate authority under the Micro, Small and Medium Enterprises Development Act, 2006.

According to the records available with the Company, as on March 31, 2026 there were 2 lakhs (March 31, 2025: INR 13 lakhs) dues to suppliers registered unde Micro, Small and Medium Enterprises Development Act, 2006 (‘MSMED Act’).

	For the year ended March 31,2026	For the year ended March 31,2025	
The principal amount and the interest due thereon remaining unpaid to any supplier as at the end of each accounting year			-
Principal amount due to micro and small enterprises	-	175	
Interest due on above	-	6	
The amount of interest paid by the buyer in terms of section 16 of the MSMED Act 2006 along with the amounts of the payment made to the supplier beyond the appointed day during each accounting year.	-	-	
The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under the MSMED Act 2006.	-	6	
The amount of interest accrued and remaining unpaid at the end of each accounting year.*	-	6	
The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise for the purpose of disallowance as a deductible expenditure under section 23 of the MSMED Act 2006.	-	-	

The parties registered under Micro Small and Medium Enterprise Development Act (MSMED), 2006 are identified based on the information available with the Company and relied upon by the auditors.

* Interest payable as per section 16 of Micro Small and Medium Enterprise Development Act (MSMED), 2006 amounting to INR: Nil for March 31,2026 (2025 : INR 6 Lakhs) is not accrued in the books of accounts as per the terms with such MSME vendors.

32 Contingent liability

(a) As at March 31, 2026 the company has contingent Liabilities of INR Nil (March 31, 2025: INR Nil)
(b) There are no pending or potential litigations by/ against the Company

All amounts are in Lakhs unless otherwise stated

33 Related party disclosure
(i) Names of related parties and related party relationships

a. Related parties under AS 18 with whom transactions have taken place during the year

Sr. No.	Name of the Related Party	Relation
1	Mr. Ajay Chandrashekhar Prabhu	Key Managerial Personnel
2	Mrs. Preeti Ajay Prabhu	
3	Ms. Mayura Dilip Darvekar (w.e.f. 13-09-2025)	
4	Mr. Shashikant Vinayakrao Magdum (w.e.f. 22-08-2025)	
5	Mr. Pratik Rajendra Kabra (w.e.f. 15-09-2025)	
6	Mr. Sachin Santoshkumar Jain (w.e.f. 15-09-2025)	
7	Mr. Vaibhav Nandkumar Salunkhe (w.e.f. 13-09-2025)	
8	Mr. Chandrashekhar Subanna Prabhu	Relative of Key Managerial Personnel
9	Mrs. Prabhadevi Chandrashekhar Prabhu	
10	Mr. Sagar Dilip Dale (w.e.f. 13-09-2025)	
11	Mrs.Pournima Prakash Dalal	
12	AIOI Systems India Private Limited	Associate Company

(ii) Related party transactions
The following table provides details of the total amount of transactions entered into with related parties during the relevant period, computed with effect from the date on which the respective parties became related parties, in accordance with the provisions of the applicable Act.

(a) Transactions during the year

	As at March 31, 2026	As at March 31, 2025
Remuneration Paid		
Mr. Ajay Chandrashekhar Prabhu	48	51
Mrs. Preeti Ajay Prabhu	48	51
Ms. Mayura Dilip Darvekar	13	-
Mr. Vaibhav Nandkumar Salunkhe	2	-
Sitting Fees		
Mr. Pratik Rajendra Kabra	1	-
Mr. Sachin Santoshkumar Jain	1	-
Rent Paid		
Mr. Chandrashekhar Subanna Prabhu	1	2
Commission Paid		
Mrs. Prabhadevi Chandrashekhar Prabhu	-	7
Mrs.Pournima Prakash Dalal	-	7
Professional Fees		
Mr. Sagar Dilip Dale	2	-
Mr. Shashikant Vinayakrao Magdum (Urja Management)	11	-
Travelling Expenses		
Mr. Shashikant Vinayakrao Magdum (Urja Management)	1	-
Reimbursement of Statutory Dues		
Mr. Sagar Dilip Dale	229	-
Reimbursement of Expenses		
Mr. Ajay Chandrashekhar Prabhu	30	4
Mr. Shashikant Vinayakrao Magdum (Urja Management)	0	-
Loans taken during the year		
Mr. Ajay Chandrashekhar Prabhu	-	10
Loans repaid during the year		
Mr. Ajay Chandrashekhar Prabhu	137	-
Mrs. Preeti Ajay Prabhu	70	-
Purchase of goods		
AIOI Systems India Private Limited	428	171
Sale of Goods		
AIOI Systems India Private Limited	-	45
Sale of Services		
AIOI Systems India Private Limited	2	2

(b) Balance outstanding at the period end as on 31st March 2026

Payable		
Mr. Ajay Chandrashekhar Prabhu	10	81
Mrs. Preeti Ajay Prabhu	5	81
Ms. Mayura Dilip Darvekar	2	-
Mr. Vaibhav Nandkumar Salunkhe	0	-
Loan Payable		
Mr. Ajay Chandrashekhar Prabhu	-	137
Mrs. Preeti Ajay Prabhu	-	70
Sitting Fees Payable		
Mr. Pratik Rajendra Kabra	0	-
Mr. Sachin Santoshkumar Jain	0	-
AIOI Systems India Private Limited - Creditors	241	26
AIOI Systems India Private Limited - Debtors	1	1
AIOI Systems India Private Limited - Investment in Shares	84	-

** The remuneration to the key managerial personnel does not include the provisions made for gratuity and leave benefits, as they are determined on an actuarial basis for the company as a whole.*

All amounts are in Lakhs unless otherwise stated

34 Disclosures in Accordance with Revised AS-15 on "Employee Benefits"
Defined Benefit Plans- Gratuity

The actuarial valuation of gratuity liability has been carried out in accordance with the provisions of the Code on Social Security, 2020, effective from 21 November 2025.
The Company represented that its wage structure complies with the prescribed requirement that wages constitute at least 50% of total remuneration under the said Code, and such wages have been considered for the purpose of actuarial valuation.
The impact arising on account of implementation of the new wage code has been recognised and disclosed under "Past Service Cost" in accordance with Revised AS-15 on Employee Benefits.

i) The following figures are as per actuarial valuation, as at the Balance Sheet date, carried out by an Independent Actuary

	As at March 31,2026	As at March 31,2025
Opening Present Value of Obligation	44	35
Interest Cost	3	2
Past Service Cost	77	-
Current Service Cost	20	13
Benefits Paid/Settlement credit	(1)	(0)
Actuarial (Gain)/ Loss	(12)	(6)
Unrecognised past service cost, to be recognized over 3 years starting in the current year	(7)	-
Closing Present Value of Obligation	**125**	**44**

ii) Amount recognised in the Balance Sheet

	As at March 31,2026	As at March 31,2025
Present Value of Obligation at end of period	125	44
Fair Value of Plan Assets at end of period	-	-
Surplus/(deficit)	(125)	(44)
Current Liability	20	5
Non Current Liability	105	40
	-	-
Net asset/(Liability) recognised in balance sheet	**(125)**	**(44)**

iii) Expenses recognised in the Statement of Profit and Loss

	As at March 31,2026	As at March 31,2025
Current Service Cost	20	13
Past Service Cost	70	-
Interest Cost	3	2
Net Actuarial (Gain) / Loss	(12)	(6)
Expenses recognised in the Statement of Profit & Loss	**81**	**9**

iv) Break up of Past Service Cost

	As at March 31,2026	As at March 31,2025
Past Service Cost	77	-
Past service cost to be recognized in statement of P&L to the extent required under paragraph 94	70	-
Unrecognised past service cost, to be recognized over 3 years starting in the current year	7	-

iv) Following are the principal actuarial assumptions used as at the Balance Sheet date

	As at March 31,2026	As at March 31,2025
Discount Rate	7.10%	6.60%
Rate of increase in compensation levels	10.00%	10.00%

The estimates of future salary increase considered in actuarial valuation takes into account inflation, seniority, promotion and other relevant factors

Defined Benefit Plans- Leave Encashment

The Company provides for leave encashment benefit to eligible employees in accordance with the Company's policy. The liability towards accumulated leave expected to be encashed in future is determined on the basis of an actuarial valuation carried out at the balance sheet date using the Projected Unit Credit Method.
Actuarial gains and losses arising from experience adjustments and changes in actuarial assumptions are recognised in the Statement of Profit and Loss in the period in which they arise, in accordance with Revised AS-15 on Employee Benefits.
The leave encashment benefit is an unfunded defined benefit obligation and the liability recognised in the financial statements represents the present value of the obligation as at the reporting date.

	As at March 31,2026	As at March 31,2025
Expense recognised at the end of period	3	19

35 Operating lease : Company as lessee

The Company has entered into lease arrangements for its office premises. The existing non cancellable period is 60 months. Lease payments recognized in the Statement of Profit & Loss account for the period ending March 31, 2026 is amounting to INR 102 Lakhs.

Future minimum rentals payable under non-cancellable operating lease are as follows * -

	For the year ended March 31,2026	For the year ended March 31,2025
Within one year	63	25
After one year but not more than five years	21	42
More than five years		

*Disclosure is based on contractual cash flows as per the agreement.

36 Disclosures relating to warranty provision (as per Accounting Standard 29 - Provisions, Contingent Liabilities and Contingent Assets)

The Company provides warranties on its products and undertakes to repair, rectify, or replace items that fail to perform satisfactorily during the warranty period.

The provision for warranty represents management's best estimate of the expected costs that will be incurred in respect of products sold during the year, based on past experience and historical claim trends, for obligations arising within one year from the date of the sales invoice.

The actual timing and amount of cash outflows relating to warranty claims will be determined upon receipt and settlement of claims from customers.

		For the year ended March 31,2026	For the year ended March 31,2025
a.	At the commencement of the year	28	99
b.	Provisions made during the year	38	28
c.	Excess provision written back during the year	(28)	(99)
d.	Provision utilised during the year (c+d)	10	(72)
	At the end of the year (a+d)	38	27

Provision for warranties : A provision is estimated for expected warranty claims in respect of products sold during the year on the basis of a technical evaluation and past experience regarding failure trends of products and costs of rectification or replacement.

37 Investment in associate company in Consolidated Interim Financial Statements

As per AS 23 – Accounting for investments in associates, an investment in an associate company should be accounted for in Consolidated Interim Financial Statements under the equity method. Under the equity method, the investment is initially recorded at cost, identifying any goodwill/capital reserve arising at the time of acquisition and the carrying amount is increased or decreased to recognize the investor's share of the profits or losses of the investee after the date of acquisition. Distributions received from an investee reduce the carrying amount of the investment. Adjustments to the carrying amount may also be necessary for alterations in the investor's proportionate interest in the investee arising from changes in the investee's equity that have not been included in the statement of profit and loss. Such changes include those arising from the revaluation of fixed assets and investments, from foreign exchange translation differences and from the adjustment of differences arising on amalgamations.

An investment in an associate is accounted for under the equity method from the date on which it falls within the definition of an associate. On acquisition of the investment, any difference between the cost of acquisition and the investor's share of the equity of the associate is described as goodwill or capital reserve, as the case may be. Goodwill/ capital reserve arising on the acquisition of an associate by an investor should be included in the carrying amount of investment in the associate but should be disclosed separately. The carrying amount of investment in an associate should be reduced to recognize a decline, other than temporary, in the value of the investment, such reduction being determined and made for each investment individually.

Total shareholding of Adisoft Technologies Limited (Adisoft') in AIOI Systems private Limited (AIOI) as at March 31,2026 is 840000 equity shares of INR 10 each fully paid up, which constitutes 24% stake in AIOI. Accordingly, AIOI is said to be an associate company of Adisoft as it exercises significant influence over AIOI. Adisoft attained significant influence of AIOI on 16 March 2020 (date of acquisition which is also the date of incorporation of AIOI). On the date of acquisition, the amount of payment made by Adisoft towards purchase of 24% shares of AIOI was INR 84 Lakh at the Face value,

The Company's share in post-acquisition profit of AIOI for the period ended March 31,2026 is INR 13 Lakhs and it is separately presented and disclosed in the consolidated statement of profit and loss.

Adisoft Technologies Limited
Consolidated Notes to Financial Statements for the year ended March 31, 2026
All amounts are in Lakhs unless otherwise stated

38 Accounting Ratios

Sr. No	Particulars	Numerator	Denominator	Numerator FY 2025-26	Denominator FY 2025-26	Ratios FY 2025-26	Ratios FY 2024-25	Variance %	Reasons of Variance (more than 25%)
a)	Current Ratio	Current Assets	Current Liabilities	13,818	8,032	1.72	1.70	1.17%	
b)	Debt-Equity Ratio	Total Debt	Total Equity	2,154	7,234	0.30	0.58	-48.23%	Due to repayment of unsecured loans during the year and increase in equity pursuant to the bonus issue.
c)	Debt Service Coverage Ratio	Net Profit after taxes+ Depreciation + Interest on Long Term Loans	Total amount of interest & principal of long term loan payable or paid during the year	2,471	1,367	1.81	0.95	89.45%	Due to increase in profit and decrease in short-term borrowings.
d)	Return on Equity Ratio	Net Income	Total Avg. Equity	2,280	6,088	0.37	0.39	-4.56%	
e)	Inventory Turnover Ratio	Cost of Goods Sold	Avg. Inventory	11,137	1,656	6.72	5.96	12.77%	
f)	Trade Receivables Turnover Ratio	Net Sales	Avg. Trade Receivables	16,643	6,930	2.40	2.70	-11.03%	
g)	Trade Payables Turnover Ratio	Total Purchases on Credit - Purchase Returns	Avg. Trade Payables	11,154	3,575	3.12	3.39	-7.99%	
h)	Net Capital Turnover Ratio	Net Sales	Avg. Working Capital (CA-CL)	16,643	5,037	3.30	2.87	15.20%	
i)	Net Profit Ratio	Net Profit	Net Sales	2,280	16,643	0.14	0.12	11.72%	
j)	Return on Capital Employed	Earning before interest and taxes	Capital Employed (Total Equity + Long Term Borrowings+ Short Term Borrowings)	3,247	9,388	0.35	0.29	18.11%	

39 <u>Additional Regulatory Information</u>

(a) The Financial Statements are presented in Indian Rupee ("INR"), which is the Company's functional currency, and all values are rounded to the nearest lakhs, except when otherwise indicated.

(b) The Company do not have any benami property, where any proceeding has been initiated on or are pending against the Company for holding benami property.

(c) There are no charges yet to be registered with the Registrar of Companies beyond the statutory period.

(d) The Company has not been declared a wilful defaulter by any bank or financial institution or other lender (as defined under the Companies Act, 2013) or consortium thereof, in accordance with the guidelines on wilful defaulters issued by the Reserve Bank of India.

(e) The Company does not have any transactions with Companies struck off under section 248 of the Companies Act, 2013 or section 560 of Companies Act, 1956.

(f) There is no non-compliance in respect to number of layers prescribed under clause (87) of section 2 of the Act read with Companies (Restriction on number of Layers) Rules, 2017

(g) There is no income surrendered or disclosed as income during the current or previous year in the tax assessments under the Income Tax Act, 1961, that has not been recorded in the books of account.

(i) The Company has not traded or invested in crypto currency or virtual currency during the current or previous year.

(j) The Company has not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the group (Ultimate Beneficiaries) or provide any guarantee, security or the like to or on behalf of the ultimate beneficiaries.

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

40 Balance Confirmation

The debit and credit balances for Unsecured Loans (Loan from Companies & Loan from Related Parties), Advances, Debtors, Creditors and other Balances are subject to confirmation and reconciliation.

41 Event Occurring After the Balance Sheet Date

Subsequent to the Balance Sheet date, the Company's equity shares were listed on National Stock Exchange on 30 April 2026 pursuant to the Initial Public Offer (IPO) of the Company. The listing event has been considered as a non-adjusting event occurring after the Balance Sheet date in accordance with Accounting Standard (AS) 4 – "Contingencies and Events Occurring After the Balance Sheet Date". Accordingly, no adjustment has been made to the financial statements for the year ended 31 March 2026. The proceeds from the IPO and related changes in share capital shall be recognized in the financial statements of the subsequent financial year.

The Company intend to utilize the proceeds of the Issue to meet the following objects:

1. Repayment and/or pre-payment, in full or part, of borrowing availed by our Company.
2. Funding the Capital Expenditure requirements towards setting up of a new factory unit.
3. To Meet Working Capital Requirements of our Company.
4. General Corporate Purpose

42 The Company maintains its books of account in electronic mode and has a process for taking backup of such books and related records on a daily basis. The Management is in the process of implementing appropriate system configurations and controls to ensure that audit trails/logs relating to such backups are maintained on a daily basis and preserved for the period prescribed under the applicable laws and statutes

43 Previous year figures have been regrouped, re-arranged or reclassified wherever necessary to conform to the current year classification.

For KPNB & Associates
Chartered Accountants
ICAI Firm Registration No. 0136141W

Sd/-

Mr. Basant Kishangopal Porwal
Partner
M.No: 113651
Place: Pune
Date: 27/05/2026
UDIN: 26113651OJMOLA4093

For and on behalf of the Board of Directors of
Adisoft Technologies Limited

Sd/-

Mr. Ajay Chandrashekhar Prabhu
Managing Director
DIN: 06473412
Place: Pune
Date: 27/05/2026

Sd/-

Mrs. Preeti Ajay Prabhu
Whole Time Director
DIN: 06473413
Place: Pune
Date: 27/05/2026

Sd/-

Mrs. Mayura Dilip Darvekar
Chief Financial Officer
PAN: ATBPD3401C
Place: Pune
Date: 27/05/2026

Sd/-

Mr. Vaibhav Nandkumar Salunkhe
Company Secretary
M.No.: 72123
Place: Pune
Date: 27/05/2026

ENGINEERING INTELLIGENCE
INTO EVERY LINE.

AUTOMATION / ROBOTICS / CONTROLS / CONNECTED MANUFACTURING

ADISOFT TECHNOLOGIES LIMITED

Prathamesh Complex & Trading, Plot No. PAP-BG-102, 103, 104 & 105, 1st and 2nd Floor,
MIDC Chinchwad Industrial Area, Bhosari I.E., Pune 411026, Maharashtra, India

CIN: L31108PN2013PLC146157

www.adisoft.co.in