Annual Financial Statements and Independent Auditor's Report

DT Associates Research and Consulting Services Limited

For the year ended 31 March 2024

Opinion

We have audited the financial statements of DT Associates Research And Consulting Services Limited (the 'company') for the year ended 31 March 2024 which comprise the Income statement, Balance sheet, Statement of changes in equity and Notes to the financial statements, including a summary of significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland' (United Kingdom Generally Accepted Accounting Practice).

In our opinion the financial statements:

- give a true and fair view of the state of the company's affairs as at 31 March 2024 and of its loss for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) (ISAs (UK)) and applicable law. Our responsibilities under those standards are further described in the Auditors' responsibilities for the audit of the financial statements section of our report. We are independent of the company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, including the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Conclusions relating to going concern

In auditing the financial statements, we have concluded that the directors' use of the going concern basis of accounting in the preparation of the financial statements is appropriate.

Based on the work we have performed, we have not identified any material uncertainties relating to events or conditions that, individually or collectively, may cast significant doubt on the company's ability to continue as a going concern for a period of at least twelve months from when the financial statements are authorised for issue.

Our responsibilities and the responsibilities of the directors with respect to going concern are described in the relevant sections of this report.

Other information

The directors are responsible for the other information. The other information comprises the information in the Report of the directors, but does not include the financial statements and our Report of the auditors thereon.

Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in our report, we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether this gives rise to a material misstatement in the financial statements themselves. 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.

Opinions on other matters prescribed by the Companies Act 2006

In our opinion, based on the work undertaken in the course of the audit:

- the information given in the Report of the directors for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the Report of the directors has been prepared in accordance with applicable legal requirements.

Matters on which we are required to report by exception

In the light of the knowledge and understanding of the company and its environment obtained in the course of the audit, we have not identified material misstatements in the Report of the directors.

We have nothing to report in respect of the following matters where the Companies Act 2006 requires us to report to you if, in our opinion:

- adequate accounting records have not been kept, or returns adequate for our audit have not been received from branches not visited by us; or
- the financial statements are not in agreement with the accounting records and returns; or
- certain disclosures of directors' remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit; or
- the directors were not entitled to prepare the financial statements in accordance with the small companies regime and take advantage of the small companies' exemption from the requirement to prepare a Strategic report or in preparing the Report of the directors.

Responsibilities of directors

As explained more fully in the Statement of directors' responsibilities set out on page two, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, and for such internal control as the directors determine necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the directors are responsible for assessing the company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the company or to cease operations, or have no realistic alternative but to do so.

Auditors' responsibilities for the audit of the financial statements

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

Irregularities, including fraud, are instances of non-compliance with laws and regulations. We design procedures in line with our responsibilities, outlined above, to detect material misstatements in respect of irregularities, including fraud. The specific procedures for this engagement and the extent to which these are capable of detecting irregularities, including fraud is detailed below:

Extent to which the audit was considered capable of detecting irregularities, including fraud

We identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, and then design and perform audit procedures responsive to those risks, including obtaining audit evidence that is sufficient and appropriate to provide a basis for our opinion.

- Meetings with those charged with governance;
- Enquiries of management, including obtaining and reviewing supporting documentation, concerning the
 company's material policies and procedures relating to: identifying, evaluating and complying with laws
 and regulations and whether they were aware of any instances of non-compliance relating to the
 detecting and responding to the risks of fraud and whether they have knowledge of any actual,
 suspected or alleged fraud; and the internal controls established to mitigate risks related to fraud or
 non-compliance with laws and regulations;
- Our reviews of the company's remuneration policies, and key drivers for remuneration and bonus levels;
- Our assessment of material transactions with related parties and key individuals; and
 Discussions among the engagement team regarding how and where fraud might occur in the financial
 statements and any potential indicators of fraud. The engagement team includes the Audit Director and
 staff who have extensive experience of working with companies in the same sector as the company, and
- this experience was relevant to the discussion about where fraud risks may arise.

Risks arising from legal and regulatory frameworks

We are also required to perform specific procedures to respond to the risk of management override. We also obtained an understanding of the legal and regulatory frameworks in which the company operates, focusing on provisions of those areas that had a direct effect on the determination of material amounts and disclosures in the financial statements.

We did not identify any material audit matters related to the potential risk of fraud or non-compliance with laws and regulations from our work:

- Reviewing management override of controls;
- Testing the appropriateness of journal entries and other accounting adjustments;
 Assessing whether the judgements made in making accounting estimates are indicative of a potential
- bias; and
 - Evaluating the business rationale of any significant transactions that are unusual or outside the
- normal course of business.

Because of the inherent limitations of an audit, there is a risk that we will not detect all irregularities, including those leading to a material misstatement in the financial statements or non-compliance with regulation. This risk increases the more that compliance with a law or regulation is removed from the events and transactions reflected in the financial statements, as we will be less likely to become aware of instances of non-compliance. The risk is also greater regarding irregularities occurring due to fraud rather than error, as fraud involves intentional concealment, forgery, collusion, omission or misrepresentation.

A further description of our responsibilities for the audit of the financial statements is located on the Financial Reporting Council's website at www.frc.org.uk/auditorsresponsibilities. This description forms part of our Report of the auditors.

Use of our report

This report is made solely to the company's members, as a body, in accordance with Chapter 3 of Part 16 of the Companies Act 2006. Our audit work has been undertaken so that we might state to the company's members those matters we are required to state to them in a Report of the auditors and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the company and the company's members as a body, for our audit work, for this report, or for the opinions we have formed.

Sd/-

Edmund Cartwright (FCCA) (FMAAT) for and on behalf of Johnsons Chartered Accountants Statutory Auditor 1-2 Craven Road Ealing London W5 2UA

Date: 12 August 2024

Income Statement FOR THE YEAR ENDED 31 MARCH 2024

	Notes	2024 £	2023 £
TURNOVER		9,240,729	8,574,491
Cost of sales		(6,745,432)	<u>(7,053,643</u>)
GROSS PROFIT		2,495,297	1,520,848
Administrative expenses		(3,338,125)	(2,706,959)
		(842,828)	(1,186,111)
Other operating income		166,362	
LOSS BEFORE TAXATION		(676,466)	(1,186,111)
Tax		(34,153)	76,859
LOSS FOR THE FINANCIAL YEAR		(710,619)	(1,109,252)

DT ASSOCIATES RESEARCH AND CONSULTING SERVICES LIMITED (REGISTERED NUMBER: 08625150)

Balance Sheet 31 MARCH 2024

	Notes	2024 £	2023 £
NON-CURRENT ASSETS	Notes	L	Z.
Tangible assets	6	73,507	72,463
Investments	7	-	725
mvosumonto	,		
		73,507	73,188
CURRENT ASSETS			
Trade and other receivable	8	3,594,156	4,168,161
Cash and cash equivalents		265,068	140,648
CURRENT LIABILITIES		3,859,224	4,308,809
Creditors: Amounts falling due within	9	(4,484,508)	(4,223,155)
one year		<i>(' ' ' '</i>	(, , , ,
•			
NET CURRENT (LIABILITIES)/ASSET	S	(625,284)	85,654
TOTAL ASSETS LESS CURRENT LIABILITIES		<u>(551,777</u>)	158,842
CAPITAL AND RESERVES Called up share capital		3	3
Share premium		879,999	879,999
Retained earnings		(1,431,779)	_(721,160)
		(551,777)	158,842

The financial statements have been prepared in accordance with the provisions applicable to companies subject to the small companies regime.

The financial statements were approved by the Board of Directors and authorised for issue on 12 August 2024 and were signed on its behalf by:

Sd/-					
T Van Tongeren		 	 	 	
Director					

Statement of Changes in Equity FOR THE YEAR ENDED 31 MARCH 2024

	Called up share capital equity	Share premium	Retained earnings	Share-based payment reser	
	£	£	£	£	£
Balance at 1 April 2022	3	879,999	388,092	-	1,268,094
Changes in equity Total comprehensive loss Credit relating to equity settled share-based payments Debit relating to equity	-	-	(1,109,252)	- (444,365)	(1,109,252) (444,365)
settled share-based payments contributed by parent		<u>-</u>	<u>-</u>	444,365	444,365
Balance at 31 March 2023	3	879,999	(721,160)		158,842
Changes in equity Total comprehensive loss Credit relating to equity	-	-	(710,619)	-	(710,619)
settled share-based payments Debit relating to equity settled share-based payments contributed by parent	- 	- -	- 	(358,889)	(358,889)
Balance at 31 March 2024	3	879,999	(1,431,779)	-	(551,777)

Notes to the Financial Statements FOR THE YEAR ENDED 31 MARCH 2024

1. STATUTORY INFORMATION

DT Associates Research and Consulting Services Limited is a private company limited by shares incorporated in England and Wales. The registered office is DT Consulting, Westgate House, 9 Holborn, London, EC1N 2LL.

The Company is engaged in providing of solutions consisting of analytics, technology and commercial, medical, regulatory and safety services to life science and healthcare organizations as authorized by our constitutional documents.

2. ACCOUNTING POLICIES

BASIS OF PREPARING THE FINANCIAL STATEMENTS

These financial statements have been prepared in accordance with Financial Reporting Standard 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" including the provisions of Section 1A "Small Entities" and the Companies Act 2006. The financial statements have been prepared under the historical cost convention.

The financial statements are prepared in pound sterling (£), which is the functional currency of the company. Monetary amounts in these financial statements are rounded to the nearest pound.

GOING CONCERN

Having assessed the principal risks and other matters in connection with the going concern of the company, the Directors consider it appropriate to continue to adopt the going concern basis of accounting in preparing these financial statements. The directors have received written confirmation form the parent company that it will provide the necessary financial support to ensure that all the company's financial obligations are paid as they fall due for a period of at least 12 months from the date of signing of the financial statements.

REVENUE

Revenue is recognised at the fair value of the consideration received or receivable for consultancy services provided, and is shown net of VAT.

PROPERTY PLANT AND EQUIPMENT

Property, plant and equipment are initially measured at cost and subsequently measured at cost or valuation, net of depreciation and any impairment losses

Depreciation is recognised so as to write off the cost or valuation of assets less their residual values over their useful lives on the following bases:

Fixtures and fittings 33% straight line

The gain or loss arising on the disposal of an asset is determined as the difference between the sale proceeds and the carrying value of the asset, and is credited or charged to the statement of income.

The gain or loss arising on the disposal of an asset is determined as the difference between the sale proceeds and the carrying value of the asset, and is credited or charged to the statement of income.

INVESTMENTS IN SUBSIDIARIES

Interests in subsidiaries are initially measured at cost and subsequently measured at cost less any accumulated impairment losses. The investments are assessed for impairment at each reporting date and any impairment losses or reversals of impairment losses are recognised immediately in the income statement.

A subsidiary is an entity controlled by the company. Control is the power to govern the financial and operating policies of the entity so as to obtain benefits from its activities.

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Notes to the Financial Statements - continued FOR THE YEAR ENDED 31 MARCH 2024

2. ACCOUNTING POLICIES - continued TAXATION

Current tax

The tax currently payable is based on taxable profit for the year. Taxable profit differs from net profit as reported in the income statement because it excludes items of income or expense that are taxable or deductible in other years and it further excludes items that are never taxable or deductible. The company's liability for current tax is calculated using tax rates that have been enacted or substantively enacted by the reporting end date.

DEFERRED TAX

Deferred tax liabilities are generally recognised for all timing differences and deferred tax assets are recognised to the extent that it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits.

The carrying amount of deferred tax assets is reviewed at each reporting end date and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered. Deferred tax is calculated at the tax rates that are expected to apply in the period when the liability is settled or the asset is realised. Deferred tax is charged or credited in the income statement, except when it relates to items charged or credited directly to equity, in which case the deferred tax is also dealt with in equity. Deferred tax assets and liabilities are offset when the company has a legally enforceable right to offset current tax assets and liabilities and the deferred tax assets and liabilities relate to taxes levied by the same tax authority.

EQUITY INSTRUMENTS

Equity instruments issued by the company are recorded at the proceeds received, net of transaction costs. Dividends payable on equity instruments are recognised as liabilities once they are no longer at the discretion of the company.

EMPLOYMENT BENEFITS

The costs of short-term employee benefits are recognised as a liability and an expense.

The cost of any unused holiday entitlement is recognised in the period in which the employee's services are received.

Termination benefits are recognised immediately as an expense when the company is demonstrably committed to terminate the employment of an employee or to provide termination benefits.

RETIREMENT BENEFITS

Payments to defined contribution retirement benefit schemes are charged as an expense as they fall due.

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Notes to the Financial Statements - continued FOR THE YEAR ENDED 31 MARCH 2024

2. ACCOUNTING POLICIES - continued

FINANCIAL INSTRUMENTS

The company has elected to apply the provisions of Section 11 'Basic Financial Instruments' and Section 12 'Other Financial Instruments Issues' of FRS 102 to all of its financial instruments.

Financial instruments are recognised in the company's Balance Sheet when the company becomes party to the contractual provisions of the instrument.

Financial assets and liabilities are offset, with the net amounts presented in the financial statements, when there is a legally enforceable right to set off the recognised amounts and there is an intention to settle on a net basis or to realise the asset and settle the liability simultaneously.

Basic financial assets

Basic financial assets, which include trade and other receivables and cash and bank balances, are initially measured at transaction price including transaction costs and are subsequently carried at amortised cost using the effective interest method unless the arrangement constitutes a financing transaction, where the transaction is measured at the present value of the future receipts discounted at a market rate of interest. Financial assets classified as receivable within one year are not amortised.

Classification of financial liabilities

Financial liabilities and equity instruments are classified according to the substance of the contractual arrangements entered into. An equity instrument is any contract that evidences a residual interest in the assets of the company after deducting all of its liabilities.

Basic financial liabilities

Basic financial liabilities, including trade and other payables, are initially recognised at transaction price unless the arrangement constitutes a financing transaction, where the debt instrument is measured at the present value of the future payments discounted at a market rate of interest. Financial liabilities classified as payable within one year are not amortised.

Trade payables are obligations to pay for goods or services that have been acquired in the ordinary course of business from suppliers. Amounts payable are classified as current liabilities if payment is due within one year or less. If not, they are presented as non-current liabilities. Trade payables are recognised initially at transaction price and subsequently measured at amortised cost using the effective interest method.

LEASES

Rentals payable under operating leases, including any lease incentives received, are charged to profit or loss on a straight line basis over the term of the relevant lease except where another more systematic basis is more representative of the time pattern in which economic benefits from the leases asset are consumed.

FOREIGN EXCHANGE

Transactions in currencies other than pounds sterling are recorded at the rates of exchange prevailing at the dates of the transactions. At each reporting end date, monetary assets and liabilities that are denominated in foreign currencies are retranslated at the rates prevailing on the reporting end date. Gains and losses arising on translation in the period are included in profit or loss.

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Notes to the Financial Statements - continued FOR THE YEAR ENDED 31 MARCH 2024

3. JUDGEMENTS AND KEY SOURCES OF ESTIMATION UNCERTAINTY

In the application of the company's accounting policies, the directors are required to make judgements, estimates and assumptions about the carrying amount of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised where the revision affects only that period, or in the period of the revision and future periods where the revision affects both current and future periods.

Key sources of estimation uncertainty

The estimates and assumptions which have a significant risk of causing a material adjustment to the carrying amount of assets and liabilities are as follows:

Accrued and deferred revenue

Management assess accrued and deferred revenue estimates based on the cumulative percentage of a project's completion at the year end, the total agreed contract value, and amounts invoiced during the year.

4. **EMPLOYEES**

The average number of employees during the year was 47 (2023 - 41).

5. **OPERATING LOSS**

The operating loss is stated after charging the following:

	2024	2023
Share based payments Auditor Remuneration Auditors' Remuneration - Non - Audit work	358,889 16,000 2,500	444,365 22,242 6.175

6. PROPERTY PLANT AND EQUIPMENT

	machinery etc £
COST At 1 April 2023 Additions Disposals	72,463 47,196 _(14,128)
At 31 March 2024	105,531
DEPRECIATION Charge for year	32,024
At 31 March 2024	32,024
NET BOOK VALUE At 31 March 2024	<u>73,507</u>
At 31 March 2023	<u>72,463</u>

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2024

2022

Plant and

Notes to the Financial Statements - continued FOR THE YEAR ENDED 31 MARCH 2024

7. **INVESTMENTS**

7.	INVESTIMENTS		Shares in group undertaking £
	COST At 1 April 2023 Disposals		725 <u>(725</u>)
	At 31 March 2024		-
	NET BOOK VALUE At 31 March 2024		<u> </u>
	At 31 March 2023		<u>725</u>
8.	TRADE AND OTHER RECEIVABLES	2024	2023
	Trade receivable Amounts owed by group undertakings Corporation tax receivable Other receivables	£ 2,124,859 479,963 15,117 974,217 3,594,156	£ 1,786,315 1,601,663 111,967 668,216 4,168,161
9.	CURRENT LIABILITIES	2024 £	2023 £
	Trade payables Amounts owed to group undertakings Taxation and social security Other creditors	1,181,391 2,187,380 170,770 944,967 4,484,508	537,423 3,034,833 116,585 534,314 4,223,155

10. RETIREMENT BENEFIT SCHEMES

The company operates a defined contribution pension scheme for all qualifying employees. The assets of the scheme are held separately from those of the company in an independently administered fund. Total commitments owed at the year-end included within creditors amounted to £35,796 (2023: £39,427).

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Notes to the Financial Statements - continued FOR THE YEAR ENDED 31 MARCH 2024

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11. SHARE-BASED PAYMENT TRANSACTIONS

The Company Share Option CSOP 2022 ("CSOP 2020"), Employee Stock Option Plan 2020 ("ESOP 2020"), Employee Restricted Stock Unit Plan 2020' ("RSU 2020") (collectively "stock option plans") are intended to provide a means whereby certain employees of the Ultimate Parent Company (the "Indegene Limited"), present or future, may develop a sense of proprietorship and personal involvement in the development and financial success of Parent Company.

The share options give each director entitlement to one fully paid-up equity share in the ultimate parent company, Indegene Private Limited, for each option held. Indegene Private Limited recharges the company in full for these share options over the period of vesting. Options granted vest over a period of 1 to 4 years from the date of the grant. The options shall be exercisable within two years or as determined by the Board of the Ultimate Parent Company from the date of each vesting.

The following is the summary of the movement in RSU 2020 during the year:					
Particulars	No of Shares Options		Weighted Average exercise price £		
Options outstanding at the beginning of the year Bonus issued during the year Options granted during the year Options exercised during the year	2024 226,800 57,292 (151,200)	2023 1,800 225,000 - -	2024 0.02 - 0.02 0.02	2023 0.02 0.02 -	
Options outstanding at the end of the year	132,892	226,800	0.02	0.02	
Exercisable	-	850			
The following is the summary of the movement in ESOP 2020 during the year: Particulars	No of S optic		Weighted Av exercise p £		
Options outstanding at the beginning of the year Options granted during the year	2024 200,558	2023 - 200,558	2024 3.59	2023 - 3.59	
Options outstanding at the end of the year	200,558	200,558	3.59	3.59	
Exercisable	200,558	-			
The following is the summary of the movement in CSOP 2020 during the year: Particulars	No. of S optic		Weighted Av exercise p £		
Options outstanding at the beginning of the year Options granted during the year	2024 - 45,772	2023	2024 - 3.38	2023	
Options outstanding at the end of the year	45,772		3.38	<u>-</u>	

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Notes to the Financial Statements - continued FOR THE YEAR ENDED 31 MARCH 2024

Liabilities and expenses during the year, the company recognised total share-based payment expenses of £358,889 (2022 - £485,979) which related to equity settled share-based payment transactions.

12. CALLED UP SHARE CAPITAL

	2024	2023	2024	2023
	Number	Number	£	£
Ordinary share capital				
Issued and fully paid				
Ordinary Shares of 0.01 GBP each	270	270	3	3

13. OPERATING LEASE COMMITMENTS

At the reporting end date the company had outstanding commitments for future minimum lease payments under non-cancellable operating leases, as follows:

2024	2023
£	£
126,690	145,670

14. RELATED PARTY TRANSACTIONS

During the year the following transactions occurred between the company (which is not a wholly owned

subsidiary) and members of the Indegene Limited group:

	2024 £	2023 f
Fees receivable from group companies	1,520,302	2,483,717
Recharges receivable from group companies	438,789	1,830,696
Fees payable to group companies Recharges payable to group companies	1,874,383 1,994	1,805,496 1,746,086
Trade receivables due from group companies Other amounts due from group companies	242,925 479,963	126,961 1,601,663
Trade payables due to group companies Other amounts due to group companies	597,078 2,187,380	502,778 3,3034,833

15. PARENT COMPANY

The parent undertaking of the smallest group of which DT Associates Research and Consulting Services Limited is a member and consolidated financial statements are prepared is ILSL Holdings, Inc. Their registered office address is 150 College Rd W, Suite 104, Princeton, NJ 0854.