Special Purpose Financial Statements and Independent Auditor's Report

ILSL Holdings, Inc.

For the year ended 31 March 2025

INDEPENDENT AUDITOR'S REPORT

To the Members of ILSL Holdings, Inc.

Report on the Special purpose standalone financial statements

Opinion

We have audited the accompanying special purpose standalone financial statements of **ILSL Holdings, Inc..** ("the Company"), which comprise the Balance Sheet as at March 31, 2025, the Statement of Profit and Loss, the Statement of Cash Flow, the Statement of Changes in Equity for the year then ended and notes to the special purpose standalone financial statements including a summary of the significant accounting policies and other explanatory information (hereinafter referred to as "the special purpose standalone financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid special purpose standalone financial statements gives a true and fair view in conformity with the basis of preparation referred to in Note 2 of the special purpose standalone financial statements , of the state of affairs of the Company as at March 31, 2025, the loss and total comprehensive loss, changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit of the special purpose standalone financial statements in accordance with the Standards on Auditing (SAs) issued by the Institute of Chartered Accountants of India (ICAI). Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Special purpose 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 (ICAI) together with the ethical requirements that are relevant to our audit of the special purpose standalone financial statements, 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 obtained by us is sufficient and appropriate to provide a basis for our audit opinion on the special purpose standalone financial statements.

Management's Responsibility for the Special purpose standalone financial statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these special purpose standalone financial statements that give a true and fair view of the financial position, financial performance including changes in equity and cash flows of the Company in accordance with the Ind AS and other accounting principles generally accepted in India.

This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the special purpose 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 special purpose 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 Special purpose standalone financial statements

Our objectives are to obtain reasonable assurance about whether the special purpose 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 special purpose 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 special purpose 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 Companies Act, 2013, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the special purpose 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 special purpose standalone financial statements, including the disclosures, and whether the special purpose standalone financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the special purpose standalone financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the special purpose standalone financial statements may be influenced. We could 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 special purpose 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.

These special purpose standalone financial statements are prepared for inclusion in the annual report of the Ultimate Holding Company (Indegene Limited) under the requirements of section 129(3) of the Companies Act, 2013 and for the purpose of inclusion in the Annual Performance Report to be submitted with authorized dealer.

For Ken & Co.
Chartered Accountants
Firm's Registration No. 015385S

Sd/-

E Narasimhan
Partner
Membership number: 228470
UDIN: **25228470BMNPVF3974**

Place: Bengaluru
Date: May 20th, 2025

ILSL Holdings, Inc.
Special Purpose Standalone Balance Sheet
(All amounts in USD, unless otherwise stated)

Particulars	Notes	As at 31 March 2025	As at 31 March 2024
Assets			
Non-current assets			
Right-of-use assets	*4*	499,444	686,732
Financial assets			
(i) Investments	*5*	92,550,384	92,550,384
(ii) Other financial assets	*6*	30,000	30,000
Other non-current assets	*7*	233,356	323,687
Total non-current assets		**93,313,184**	**93,590,803**
Current assets			
Financial assets			
(i) Investment	*8*	-	35,107,687
(ii) Cash and cash equivalents	*9*	10,311	169,483
(iii) Other financial assets	*10*	109,703	1,247,812
Other current assets	*11*	266,688	279,966
Current tax assets (net)		14,792,234	6,553,125
Total current assets		**15,178,936**	**43,358,073**
Total assets		**108,492,120**	**136,948,876**
Equity and liabilities			
Equity			
Share capital	*12*	243	243
Other equity	*13*	6,917,528	10,813,795
Total equity		**6,917,771**	**10,814,038**
Liabilities			
Non-current liabilities			
Financial liabilities			
(i) Borrowings	*14*	42,480,000	40,000,000
(ii) Lease liabilities	*15*	370,523	565,236
(iii) Other financial liabilities	*16*	-	6,014,287
Total non-current liabilities		**42,850,523**	**46,579,523**
Current liabilities			
Financial liabilities			
(i) Borrowings	*14*	4,720,000	7,200,000
(ii) Lease liabilities	*17*	194,709	175,775
(iii) Trade payables	*18*		
a) total outstanding dues of micro enterprises and small enterprises		-	-
b) total outstanding dues of creditors other than micro enterprises and small enterprises		35,674	42,958
(iv) Other financial liabilities	*19*	53,773,443	72,136,582
Total current liabilities		**58,723,826**	**79,555,315**
Total liabilities		**101,574,349**	**126,134,838**
Total equity and liabilities		**108,492,120**	**136,948,876**

The above statement should be read with the basis of preparation and material accounting policies appearing in note 2 and note 3 respectively to the Special Purpose Financial Statements appearing subsequently.

As per our report of even date attached

for **Ken & Co.**
Chartered Accountants
Firm Registration Number: 015385S

Sd/-
E Narasimhan
Partner
Membership Number: 228470
Place: Bengaluru
Date: 20 May 2025

for and on behalf of the Board of Directors of
ILSL Holdings, Inc.

Sd/-
Manish Gupta
Director

Place: Bengaluru
Date: 20 May 2025

ILSL Holdings, Inc.
Special Purpose Standalone Statement of Profit and Loss
(All amounts in USD, unless otherwise stated)

Particulars	Notes	For the year ended 31 March 2025	For the year ended 31 March 2024
Income			
Revenue from operations		-	-
Other income	*20*	2,117,157	3,879,448
Total income		**2,117,157**	**3,879,448**
Expenses			
Finance costs	*21*	4,597,525	4,776,948
Depreciation and amortisation expense	*22*	187,288	187,288
Other expenses	*23*	158,464	210,962
Total expenses		**4,943,277**	**5,175,198**
Loss before exceptional items and tax		**(2,826,120)**	**(1,295,750)**
Exceptional items	*33*	-	293,617
Loss before tax		**(2,826,120)**	**(1,002,133)**
Tax expense:	*24*		
Current tax		1,070,147	1,306,159
Total tax expenses		**1,070,147**	**1,306,159**
Loss for the year		**(3,896,267)**	**(2,308,292)**
Other comprehensive income for year		-	-
Total Comprehensive Loss for the year		**(3,896,267)**	**(2,308,292)**
Earnings per equity share	*25*		
[Face value of $ 0.0001]			
Basic		(3.65)	(2.16)
Diluted		(3.65)	(2.16)

The above statement should be read with the basis of preparation and material accounting policies appearing in note 2 and note 3 respectively to the Special Purpose Financial Statements appearing subsequently.

As per our report of even date attached
for **Ken & Co.**
Chartered Accountants
Firm Registration Number: 015385S

Sd/-
E Narasimhan
Partner
Membership Number: 228470
Place: Bengaluru
Date: 20 May 2025

for and on behalf of the Board of Directors of
ILSL Holdings, Inc.

Sd/-
Manish Gupta
Director

Place: Bengaluru
Date: 20 May 2025

ILSL Holdings, Inc.
Special Purpose Standalone Statement of Changes in Equity
(All amounts in USD, unless otherwise stated)

(a) Equity share capital

Particulars	No. of shares	Amount
Balance as at 01 April 2023	**1,066,250**	**107**
Issued during the year	-	-
Balance as at 31 March 2024	**1,066,250**	**107**
Issued during the year	-	-
Balance as at 31 March 2025	**1,066,250**	**107**

(b) Preferred Stock

Particulars	Series A		Series B	
	No. of shares	Amount	No. of shares	Amount
Balance as at 01 April 2023	**574,851**	**57**	**782,000**	**79**
Issued during the year	-	-	-	-
Balance as at 31 March 2024	**574,851**	**57**	**782,000**	**79**
Issued during the year	-	-	-	-
Balance as at 31 March 2025	**574,851**	**57**	**782,000**	**79**

(c) Other equity

Particulars	Reserves and surplus		Total equity
	Securities premium	Retained earnings	
Balance as at 01 April 2023	**31,568,366**	**(18,446,279)**	**13,122,087**
Total comprehensive income/ (loss) for the year ended 31 March 2023			
Loss for the year	-	(2,308,292)	**(2,308,292)**
Total comprehensive loss	**-**	**(2,308,292)**	**(2,308,292)**
Loan from Parent Company transferred by issuing equity		-	-
Balance as at 31 March 2024	**31,568,366**	**(20,754,571)**	**10,813,795**
Total comprehensive income/ (loss) for the year ended 31 March 2025			
Loss for the year	-	(3,896,267)	**(3,896,267)**
Total comprehensive loss	**-**	**(3,896,267)**	**(3,896,267)**
Balance as at 31 March 2025	**31,568,366**	**(24,650,838)**	**6,917,528**

Nature and purpose of reserves

i) Retained earnings
Retained earnings comprises of undistributed earnings after taxes.

ii) Securities premium
Securities premium is used to record the premium on issue of shares.

The above statement should be read with the basis of preparation and material accounting policies appearing in note 2 and note 3 respectively to the Special Purpose Financial Statements appearing subsequently.

As per our report of even date attached
for **Ken & Co.**
Chartered Accountants
Firm Registration Number: 015385S

Sd/-
E Narasimhan
Partner
Membership Number: 228470
Place: Bengaluru
Date: 20 May 2025

for and on behalf of the Board of Directors of
ILSL Holdings, Inc.

Sd/-
Manish Gupta
Director

Place: Bengaluru
Date: 20 May 2025

ILSL Holdings, Inc.
Special Purpose Standalone Statement of Cash Flows
(All amounts in USD, unless otherwise stated)

Particulars	For the year ended 31 March 2025	For the year ended 31 March 2024
A. Cash flow from operating activities		
Loss before tax	(2,826,120)	(1,002,133)
Adjustments to reconcile profit before tax to net cash flows:		
Finance costs	4,534,597	4,610,975
Interest income	(892,574)	(2,671,038)
Liability no longer required reversed	(1,224,583)	(725,000)
Depreciation and amortisation expenses	187,288	187,288
Gain on sale of investment	-	(209,759)
Fair value movement of contingent consideration	-	(11,293,953)
Diminution in value of investment	-	11,000,336
Operating profit before working capital changes	**(221,392)**	**(103,284)**
Changes in Working Capital		
Decrease/(Increase) in other current assets	(8,135,499)	74,024
Decrease/(Increase) in other financial assets	1,138,109	460,971
Increase/(Decrease) in trade payables	(7,284)	22,958
(Decrease)/Increase in other financial liabilities	(18,399,648)	(462,893)
Cash generated from operations	**(25,625,714)**	**(8,224)**
Income tax paid (net)	(1,070,147)	(7,859,285)
Net cash (used in)/ generated from from operating activities (A)	**(26,695,861)**	**(7,867,509)**
B. Cash flows from investing activities		
Purchase of investments	(28,150,122)	(53,440,584)
Redemption of investments	36,770,000	72,532,000
Transfer of investments to subsidiary company	26,487,809	
Payment for acquisition of business	(4,915,492)	(9,197,919)
Sale of investment in subsidiary	-	209,871
Interest income	892,574	2,671,038
Net cash generated from/ (used in) investing activities (B)	**31,084,769**	**12,774,406**
C. Cash flows from financing activities		
Repayment of borrowings	-	(800,000)
Proceeds from borrowings	-	-
Payment of lease liability	(222,254)	(216,257)
Interest and financial charges paid	(4,325,826)	(3,748,177)
Net cash (used in)/ generated from financing activities (C)	**(4,548,080)**	**(4,764,434)**
Net increase / (decrease) in cash and cash equivalents (A+B+C)	**(159,172)**	**142,463**
Cash and cash equivalents at the beginning of the year	169,483	27,020
Cash and cash equivalents at the end of the year	**10,311**	**169,483**

Notes:-

1. Cash and cash equivalents include		
Balances with bank		
- Current accounts	10,311	169,483
	10,311	**169,483**

ILSL Holdings, Inc.
Special Purpose Standalone Statement of Cash Flows
(All amounts in USD, unless otherwise stated)

Reconciliation of movements of current and non-current borrowings to cash flows arising from financing activities
For the year ended 31 March 2025

Particulars	**Short-term borrowings**	**Long-term borrowings (incl current maturities)**	**Total**
Opening Balance as on 01 April 2024	-	47,200,000	47,200,000
Less: Repayment during year	-	(47,200,000)	(47,200,000)
Add: Addition during the year (refer note 14)		47,200,000	47,200,000
Closing Balance as on 31 March 2025	**-**	**47,200,000**	**47,200,000**

For the year ended 31 March 2024

Particulars	**Short-term borrowings**	**Long-term borrowings (incl current maturities)**	**Total**
Opening Balance as on 01 April 2023	-	48,000,000	48,000,000
Less: Repayment during year	-	(800,000)	(800,000)
Closing Balance as on 31 March 2024	**-**	**47,200,000**	**47,200,000**

The above Special Purpose Standalone Statement of Cash Flows has been prepared under the indirect method set out in Indian Accounting Standard (Ind AS) 7 on Statement of Cash Flows.

As per our report attached of even date
for **Ken & Co.**
Chartered Accountants
Firm Registration Number: 015385S

for and on behalf of the Board of Directors of
ILSL Holdings, Inc.

Sd/-
E Narasimhan
Partner
Membership Number: 228470
Place: Bengaluru
Date: 20 May 2025

Sd/-
Manish Gupta
Director

Place: Bengaluru
Date: 20 May 2025

1. Corporate Information

ILSL Holdings, Inc. ("the Company") is a limited liability company incorporated and domiciled in New Jersey, USA. The address of its registered office is 150 College Rd W Suite 104 Princeton New Jersey 08540. The Company is a global provider of solutions consisting of analytics, technology and commercial, medical, regulatory and safety services to life science and healthcare organizations. The Company provides solutions that enable global life-science and healthcare organizations address complex challenges, to improve health and business outcomes.

ILSL Holdings, Inc. is a subsidiary of Indegene Limited, the Parent Company which is a Company incorporated and domiciled in India.

These Special Purpose Standalone Financial Statements were authorized for issue by the Board of Directors of the Company on 20 May 2025.

2. Basis of preparation of Special Purpose Standalone Financial Statements

(i). Statement of compliance and basis of preparation
The special purpose standalone financial information of the Company comprise the Special Purpose Standalone Balance Sheet as at 31 March 2025 and 31 March 2024, the Special Purpose Standalone Statement of Profit and Loss (including Other Comprehensive Income), Special Purpose Standalone Statement of Changes in Equity and the Special Purpose Standalone Statement of Cash flows for the year ended 31 March 2025 and 31 March 2024, the summary of material accounting policies and explanatory notes (collectively, the 'Special Purpose Standalone Financial Statement').

The Special Purpose Standalone financial information of the Company have been prepared to comply in all material respects with the Indian Accounting Standards ("Ind AS") as prescribed under Section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015 (as amended from time to time), presentation requirements of Division II of Schedule III to the Companies Act, 2013, as applicable to the Special Purpose Standalone Financial Statements and other relevant provisions of the Act. Further, these are not the statutory financial statements of the Company.

These financial statements are prepared for inclusion in the annual report of the Ultimate Holding Company (Indegene Limited) under the requirements of section 129(3) of the Companies Act, 2013 and for the purpose of inclusion in the Annual Performance Report to be submitted with authorised dealer.

The accounting policies have been consistently applied by the Company in preparation of the Special Purpose Standalone Financial Statements. These Special Purpose Standalone Financial Statements do not reflect the effects of events that occurred subsequent to the respective dates of auditor's reports on the audited Special Purpose Standalone Financial Statements mentioned above.

The preparation of these Special Purpose Standalone Financial Statements requires the use of certain critical accounting judgements and estimates. It also requires the management to exercise judgement in the process of applying the Company's accounting policies. The areas where estimates are significant to the Special Purpose Standalone Financial Statements, or areas involving a higher degree of judgement or complexity, are disclosed in Note (iv).

(ii). Functional and presentation currency
These Special Purpose Financial Statements are presented in US Dollars ("USD"), which is also the functional currency of the Company, except share and per share data and unless otherwise stated.

(iii). Basis of measurement
The Special Purpose Standalone Financial Statements have been prepared on a going concern basis, the historical cost convention and on an accrual basis, except for the following material items which have been measured at fair value as required by relevant Ind AS:-

a) Derivative financial instruments;
b) Financial instruments classified as fair value through Other Comprehensive Income or fair value through profit or loss;
c) Assets acquired and liabilities and contingent consideration assumed under business combinations
d) Defined benefits assets/ (liability)

(iv) . Use of estimates or judgement
The preparation of Special Purpose Standalone Financial Statements in conformity with Ind AS requires management to make judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. The management bases its estimates on historical experience and various other assumptions that are believed to be reasonable under the circumstances. Actual results may differ from those estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimates are revised and in any future periods affected. In particular, information about significant areas of estimation, uncertainty and critical judgements in applying accounting policies that have the most significant effect on the amounts recognised in the Special Purpose Standalone Financial Statements is included in the following notes:

i. Income taxes: The major tax jurisdiction for the Company is the United States of America. Significant judgments are involved in determining the provision for income taxes including judgment on whether tax positions are probable of being sustained in tax assessments. The tax assessments can be lengthy and complex issues and could take inordinate amount of time before they are resolved. The Company considers all these complexities while estimating income taxes, however, there could be an unfavourable resolution of such issues.

ii. Deferred taxes: Deferred tax is recorded on temporary differences between the tax bases of assets and liabilities and their carrying amounts, at the rates that have been enacted or substantively enacted at the reporting date. The ultimate realization of deferred tax assets is dependent upon the generation of future taxable profits during the periods in which those temporary differences and tax loss carry-forwards become deductible. The Company considers the expected reversal of deferred tax assets and projected future taxable income in making this assessment. The amount of the deferred income tax assets considered realizable, however, could be reduced in the near term if estimates of future taxable income during the carry-forward period are reduced.

iii. Leases: Ind AS 116 defines a lease term as the non-cancellable period for which the lessee has the right to use an underlying asset including optional periods, when an entity is reasonably certain to exercise an option to extend (or not to terminate) a lease. The Company considers all relevant facts and circumstances that create an economic incentive for the lessee to exercise the option when determining the lease term. The option to extend the lease term is included in the lease term, if it is reasonably certain that the lessee would exercise the option. The Company reassesses the option when significant events or changes in circumstances occur that are within the control of the lessee.

2. Basis of preparation of Special Purpose Standalone Financial Statements (Continued)

iv. Defined benefit plans and compensated absences: The cost of the defined benefit plans, compensated absences and the present value of the defined benefit obligations are based on actuarial valuation using the projected unit credit method. An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These include the determination of the discount rate, future salary increases and mortality rates. Due to the complexities involved in the valuation and its long-term nature, a defined benefit obligation is highly sensitive to changes in these assumptions. All assumptions are reviewed at each reporting date.

v. Expected credit losses on financial assets: The impairment provisions of financial assets are based on assumptions about risk of default and expected timing of collection. The Company uses judgment in making these assumptions and selecting the inputs to the expected credit loss calculation based on the Company's history of collections, customer's creditworthiness, existing market conditions as well as forward looking estimates at the end of each reporting periods.

vi. Fair value measurement of financial instruments: When the fair values of financial assets and financial liabilities recorded in the balance sheet cannot be measured based on quoted prices in active markets, the fair value is measured using appropriate valuation techniques. The inputs to these models are taken from observable markets where possible, but where this is not feasible, a degree of judgement is required in establishing fair values. Judgements include considerations of inputs such as liquidity risk, credit risk and volatility. Changes in assumptions about these factors could affect the reported fair value of financial instruments.

vii. Useful lives of property, plant and equipment: The Company depreciates property, plant and equipment on a straight-line basis over estimated useful lives of the assets which is derived based on an estimate of an asset's expected useful life and the expected residual value at the end of its life. The lives are based on historical experience with similar assets as well as anticipation of future events, which may impact their life, such as changes in technology. The estimated useful life is reviewed at least annually.

viii. Useful lives of intangible assets: The intangible assets are amortised by the Company on a straight-line basis over estimated useful lives of the assets. The useful life is estimated based on a number of factors including the effects of obsolescence, demand and other economic factors such as the stability of the industry and the level of maintenance expenditures required to obtain the expected future cash flows from the assets. The estimated useful life is reviewed at least annually.

ix. Other estimates: The share-based compensation expense is determined based on the Company's estimate of equity instruments that will eventually vest. Information about other estimation and assumptions related uncertainties that could have a significant risk of material adjustment is recognition and measurement of provisions: key assumptions about the likelihood and magnitude of an outflow of resources.

3. Material accounting policies

3.1. Foreign currency transactions

Foreign operations

All transactions in foreign currencies are translated to the functional currency using the prevailing exchange rates on the date of such transactions. All monetary assets and liabilities denominated in foreign currencies are translated to the functional currency at the exchange rate at the reporting date. All non-monetary assets and liabilities that are measured at fair value in foreign currency are translated to the functional currency at the exchange rate when the fair value was determined. All foreign currency differences are generally recognized in the statement of profit and loss, except for non-monetary items denominated in foreign currency and measured based on historical cost, as they are not translated.

3.2. Property, plant and equipment

Recognition and measurement

Items of property, plant and equipment are stated at cost less accumulated depreciation and accumulated impairment loss. Cost includes expenditure that is directly attributable to the acquisition of the asset. Where significant parts of an item of plant and equipment have different useful lives, they are accounted for as separate items (major components) of property, plant and equipment. Gains and losses on disposal of an item of property, plant and equipment are determined by comparing the proceeds from disposal with the carrying amount of property, plant and equipment and are recognised net within "other income" in the Special Purpose Standalone Statement of Profit and Loss and Other Comprehensive Income.

Deposits and advances paid towards the acquisition of property, plant and equipment outstanding as of each reporting date and the cost of property, plant and equipment not available for use before such date are disclosed under capital advance.

Subsequent costs

The Company recognises the carrying amount of an item of property, plant and equipment, the cost of replacing part of such an item when that cost is incurred if it is probable that the future economic benefits embodied with the item will flow to the Company and the cost of the item can be measured reliably. All other costs are recognised in the Special Purpose Standalone Statement of Profit and Loss and Other Comprehensive Income as an expense as incurred. Ongoing repairs and maintenance are expensed as incurred.

Depreciation

Depreciation is charged on a straight-line basis over the estimated useful lives of items of property, plant and equipment. The estimated useful lives are as follows:

Asset classification	Useful life as per Companies Act, 2013	Estimated useful life
Computers and accessories	3 years	3 years
Furniture and fittings	10 years	3-5 years
Office equipment	5 years	3-5 years
Vehicles	8 years	5 years

Leasehold improvements are depreciated over the lease period or over the useful lives of assets, whichever is lower. The depreciation method, useful life and residual values are reviewed at each reporting date and adjusted if appropriate. Assets acquired through business combination are depreciated on straight line basis over the remaining useful life of asset estimated by the management on the date of acquisition. The asset category and the useful lives estimated by management are as per schedule II to Companies Act, 2013, except furniture and fittings and vehicles.

3. Material accounting policies (Continued)

3.3. Financial instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity. Financial instruments in the form of financial assets and financial liabilities are generally presented separately. Financial instruments are recognized on the Special Purpose Standalone Balance Sheet when the Company becomes a party to the contractual provisions of the instrument.

Upon initial recognition, financial instruments are measured at fair value. Transaction costs directly attributable to the acquisition or issue of financial instruments are recognized in determining the carrying amount, if it is not classified as at fair value through profit or loss. Subsequently, financial instruments are measured according to the category in which these are classified.

Financial assets
Financial assets are classified into following categories:
- Financial assets carried at amortised cost
- Financial assets fair valued through Other Comprehensive Income (FVTOCI)
- Financial assets at fair value through profit or loss (FVTPL),

Financial assets primarily comprise of trade receivables, loan and receivables, cash and bank balances, marketable securities and investments.

The subsequent measurement of financial assets depends on their classification as follows:

Financial assets carried at amortised cost

A financial asset is subsequently measured at amortised cost if it meets both the following criteria:
(i) the asset is held within a business model whose objective is to hold the asset to collect contractual cash flows, and
(ii) the contractual terms of the financial assets give rise on a specified date to cash flows that are solely payments of principal and interest on the principal outstanding.

Financial assets at fair value through Other Comprehensive Income (FVTOCI)

A financial asset is subsequently measured at fair value through Other Comprehensive Income if it meets both the following criteria:
(i) the asset is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets, and
(ii) the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Further, in cases where the Company has made an irrevocable election based on its business model, for its investments which are classified as equity instruments, the subsequent changes in fair value are recognized in Other Comprehensive Income. For equity investments elected to be measured at FVTOCI, all fair value changes in the instruments excluding dividends, are recognised in OCI and is never recycled to Special Purpose Standalone Statement of Profit and Loss, even on sale of the instrument. Interest income earned on FVTOCI instruments are recognised in the Special Purpose Standalone Statement of Profit and Loss.

Financial assets at fair value through profit or loss (FVTPL)

A financial asset which does not meet the amortised cost or FVTOCI criteria is measured as FVTPL. Financial assets at FVTPL are measured at fair value at the end of each reporting period, with any gains or losses on re-measurement recognised in Special Purpose Standalone Statement of Profit and Loss. The gain or loss on disposal is recognised in the Special Purpose Standalone statement of profit and loss. Interest income earned on FVTPL instruments are recognised in the Special Purpose Standalone statement of profit and loss.

Financial liabilities
Financial liabilities are classified into financial liabilities at fair value though profit or loss and other financial liabilities. Financial liabilities primarily include trade payables, liabilities to banks, derivative financial liabilities and other liabilities.

Financial liabilities measured at amortized cost
After initial recognition, financial liabilities are subsequently measured at amortized cost using the effective interest method, except for contingent considerations recognized in a business combination which is subsequently measured at FVTPL. For trade and other payables, the carrying amounts approximate fair value due to the short-term maturity of these instruments.

Compound financial instruments
Compound financial instruments have both a financial liability and an equity component from the issuer's perspective. The components are defined based on the terms of the financial instrument and presented and measured separately according to their substance. At initial recognition of a compound financial instrument, the financial liability component is recognised at fair value and the residual amount is allocated to equity.

Derivative financial instruments
All derivatives are recognized initially at fair value on the date a derivative contract is entered into and subsequently re-measured at fair value. Embedded derivatives are separated from the host contract and accounted for separately if they are not closely related to the host contract. The Company measures all derivative financial instruments based on fair values derived from market prices of the instruments or from option pricing models, as appropriate. Changes in the fair value of any derivative instruments that do not qualify for hedge accounting are recognized immediately in the Special Purpose Standalone statement of profit and loss, except for derivatives that are highly effective and qualify for cash flow or net investment hedge accounting.

Non-financial underlying variable
The definition of a derivative excludes instruments with a non-financial underlying variable that is specific to a party to the contract. The Company has considered the accounting policy choice of considering Earnings before Interest, tax, depreciation and amortisation (EBITDA), profit, sales volume, revenue or the cash flows of one counterparty to be a non-financial underlying variable that are specific to a party to the contract.

3. Material accounting policies (Continued)

De-recognition of financial assets and liabilities
The Company derecognizes a financial asset only when the contractual rights to the cash flows from the financial asset expires or it transfers the financial asset and the transfer qualifies for derecognition under Ind AS 109. If the Company retains substantially all the risks and rewards of ownership of a transferred financial asset, the Company continues to recognize the financial asset and also recognizes a borrowing for the proceeds received.

A financial liability (or a part of financial liability) is derecognised from the Company's Special Purpose Standalone Balance Sheet when obligation specified in the contract is discharged or cancelled or expires.

Offsetting of financial instruments
Financial assets and financial liabilities are offset with the net amount reported in the Special Purpose Standalone Balance Sheet only if there is a current enforceable legal right to offset the recognised amounts and an intent to settle on a net basis, or to realise the assets and settle the liabilities simultaneously.

Impairment

(a) Financial assets

Ind AS 109 requires the Company to record expected credit losses on all of its financial assets which are debt securities, loans and receivables, either on a 12-month or life time expected credit losses. The Company recognises loss allowances using the expected credit loss (ECL) model for the financial assets which are not fair valued through profit or loss. Loss allowance for trade receivable with no significant financing component is measured at an amount equal to life time ECL. For all other financial assets, ECL are measured at an amount equal to 12-month ECL, unless there is a significant increase in the credit risk from initial recognition in which case those are measured at lifetime ECL. The amount of expected credit losses (or reversal) that is required to adjust the loss allowance at the reporting date to the amount that is required to be recognized is recognized as an impairment gain or loss in Special Purpose Standalone statement of profit and loss.

(b) Non-financial assets

The Company assesses whether there are any indicators of impairment for all non-financial assets at each reporting date.

Other non-financial assets are tested for impairment when there are indicators that the carrying amounts may not be recoverable.

(c) Investments in equity instruments

The Company accounts for investments in subsidiaries, joint ventures and associates either:
i. at cost, or
ii. in accordance with Ind AS 109, i.e., Fair valued through other comprehensive income (FVTOCI) or Fair valued through profit or loss (FVTPL).

3.4. Equity

The transaction costs of an equity transaction are accounted for as a deduction from equity (net of any related income tax benefit) to the extent they are incremental costs directly attributable to the equity transaction that otherwise would have been avoided. Qualifying transaction costs incurred in anticipation of an issuance of equity instruments is deferred on the Special Purpose Standalone statement of assets and liabilities until the equity instrument is recognized. Deferred costs are subsequently reclassified as a deduction from equity when the equity instruments are recognized.

3.5. Provisions

A provision is recognised in the Special Purpose Standalone Balance Sheet when the Company has a present legal or constructive obligation as a result of a past event that can be estimated reliably, and it is probable that an outflow of economic benefits will be required to settle the obligation.

Provisions are determined by discounting the expected future cash flows at a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. The unwinding of the discount is recognised as finance cost. The amount recognised as a provision is the best estimate of the consideration required to settle the present obligation at the end of the reporting period, taking into account the risks and uncertainties surrounding the obligation.

Provisions for onerous contracts are recognised when the expected benefits to be derived by the Company from a contract are lower than the unavoidable costs of meeting the future obligations under the contract. Provisions for onerous contracts are measured at the present value of lower of the expected net cost of fulfilling the contract and the expected cost of terminating the contract.

3.6. Leases

The Company's lease asset classes primarily consist of leases for office premises. The Company assesses whether a contract contains a lease, at inception of a contract. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. To assess whether a contract conveys the right to control the use of an identified asset, the Company assesses whether: (1) the contract involves the use of an identified asset (2) the Company has substantially all of the economic benefits from use of the asset through the period of the lease and (3) the Company has the right to direct the use of the asset. At the date of commencement of the lease, the Company recognizes a right-of-use asset ("ROU") and a corresponding lease liability for all lease arrangements in which it is a lessee, except for leases with a term of twelve months or less (short-term leases) and low value leases. For these short-term and low value leases, the Company recognizes the lease payments as an operating expense on a straight-line basis over the term of the lease.

The Company determines the lease term as the noncancellable period of a lease, together with periods covered by an option to extend the lease, where the Company is reasonably certain to exercise that option. The Company makes an assessment on the expected lease term on a lease-by-lease basis. In evaluating the lease term, the Company considers factors such as any significant leasehold improvements undertaken during the lease term, cost relating to the termination of the lease and location of the underlying assets and the availability of suitable alternatives. The lease term in future periods is reassessed to ensured that the lease term reflects the current economic circumstances.

3. Material accounting policies (Continued)

The ROU assets are initially recognized at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or prior to the commencement date of the lease plus any initial direct costs less any lease incentives. They are subsequently measured at cost less accumulated depreciation and impairment losses. ROU assets are depreciated from the commencement date on a straight-line basis over the shorter of the lease term and useful life of the underlying asset. The Company applies Ind AS 36 to determine whether a ROU asset is impaired and accounts for the identified impairment loss, if any.

The lease liability is initially measured at amortized cost at the present value of the future lease payments. The lease payments are discounted using the interest rate implicit in the lease or, if not readily determinable, using the incremental borrowing rates in the country of domicile of these leases. Lease liabilities are remeasured with a corresponding adjustment to the related right of use asset if the Company changes its assessment if whether it will exercise an extension or a termination option.

Lease liability and ROU asset have been separately presented in the Special Purpose Standalone Balance Sheet and lease payments have been classified as financing cash flows.

3.7. Finance cost

Finance costs comprises of interest expenses including interest on tax, bank charges.

3.8. Income tax

Tax expense comprises current and deferred tax. Current tax and deferred tax expense is recognised in the Special Purpose Standalone Statement of Profit and Loss and Other Comprehensive Income except to the extent that it relates to items recognised directly in equity.

Current income tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted at the reporting date in the countries where the Company operates and generates taxable income.

Current income tax relating to items recognised directly in equity is recognised in equity and not in the Special Purpose Standalone Statement of Profit and Loss. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

Deferred tax is provided using the liability method on temporary differences between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date. Deferred tax is measured at the tax rates that are expected to be applied to temporary differences when they reverse, using tax rates enacted or substantively enacted at the reporting date.

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

• In respect of taxable temporary differences associated with investments in subsidiaries, when the timing of the reversal of the temporary differences can be controlled and it is probable that the temporary differences will not reverse in the foreseeable future.

A deferred tax asset is recognised for unused tax losses, tax credits and deductible temporary differences to the extent that it is probable that future taxable profits will be available against which they can be utilised. Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that the related tax benefit will be realised.

Deferred tax assets and liabilities are offset if there is a legally enforceable right to offset current tax liabilities and assets, and they relate to taxes levied by the same tax authority on the same taxable entity, or on different tax entities, but they intend to settle current tax liabilities and assets on a net basis or their tax assets and liabilities will be realised simultaneously.

3.9. Determination of fair values

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date, regardless of whether that price is directly observable or estimated using another valuation technique.

In estimating the fair value of an asset or a liability, the Company considers the characteristics of the asset or liability if market participants would take those characteristics into account when pricing the asset or liability at the measurement date.

For financial reporting purposes, fair value measurements are categorized into Level 1, 2, or 3 based on the degree to which the inputs to the fair value measurements are observable and the significance of the inputs to the fair value measurement in its entirety, which are described as follows:

- Level 1 inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities that the Company can access at the measurement date.

- Level 2 inputs are inputs, other than quoted prices included within Level 1, that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices), and

- Level 3 inputs for the asset or liability that are not based on unobservable data (unobservable inputs).

When measuring the fair value of an asset or a liability, the Company uses observable market data as far as possible. If the inputs used to measure the fair value of an asset or a liability fall into different levels of the fair value hierarchy, then the fair value measurement is categorized in its entirety in the same level of the fair value hierarchy as the lowest level input that is significant to the entire measurement.

3. Material accounting policies (Continued)

3.10. Contingent liability and asset

A disclosure for contingent liabilities is made where there is a possible obligation that arises from past events and whose existence will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the entity. A contingent asset is a possible asset that arises from past events and whose existence will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the entity.

3.11. Earnings per share

Basic earnings per share is computed using the weighted average number of equity shares outstanding during the period adjusted for treasury shares held. Diluted earnings per share is computed using the weighted-average number of equity and dilutive equivalent shares outstanding during the period, using the treasury stock method for options and warrants, except where the results would be anti-dilutive.

3.12. Non current assets or disposal Companys held for distribution

Non-Current assets, or disposal groups comprising assets and liabilities are classified as held for distribution if it is highly probable that they will be recovered primarily through sale rather than through continuing use. Such assets, or disposal groups are generally measured at the lower of their carrying amount and fair value less costs to sell.

Once classified as held for distribution, intangible assets, property, plant and equipment and investment properties are no longer amortised or depreciated, and any equity-accounted investee is no longer equity accounted.

3.13. Cash flow statement

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

3.14. Exceptional items

The Company considers exceptional items to be those which derive from events or transactions which are significant for separate disclosure by virtue of their size or incidence in order for the user to obtain a proper understanding of the Company's financial performance. These items include, but are not limited to, acquisition costs, restructuring costs and profits and losses on disposal of subsidiaries, contingent consideration and other one off items which meet this definition. To provide a better understanding of the underlying results of the period, exceptional items are reported separately in the Special Purpose Standalone Statement of Profit and Loss.

3.15. Current versus non-current classification

The Company presents assets and liabilities in the balance sheet based on current/ non-current classification. An asset is treated as current when it is:

- Expected to be realized or intended to be sold or consumed in normal operating cycle
- Held primarily for the purpose of trading
- Expected to be settled within twelve months after the reporting period or
- Cash or cash equivalents unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

All other assets are classified as non-current.

A liability is current when:

- It is expected to be settled in normal operating cycle or due to be settled within twelve months after the reporting period
- It is held primarily for the purpose of trading
- There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period

The Company classifies all other liabilities as non-current.

Deferred tax assets and liabilities are classified as non-current assets and liabilities.

The operating cycle is the time between the acquisition of assets for processing and their realization in cash and cash equivalents. The Company has identified period of twelve months as its operating cycle.

3.16. Recent accounting developments

Ministry of Corporate Affairs (“MCA”) notifies new standards or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. For the year ended March 31, 2025, MCA has notified Ind AS – 117 Insurance Contracts and amendments to Ind AS 116 – Leases, relating to sale and leaseback transactions, applicable to the Company w.e.f. April 1, 2024. The Company has reviewed the new pronouncements and based on its evaluation has determined that it does not have any significant impact in its financial statements.

4 Right-of-use assets

	Particulars	Building	Total
a	**Gross carrying amount**		
	Balance as at 01 April 2023	**1,761,448**	**1,761,448**
	Additions	-	-
	Balance as at 31 March 2024	**1,761,448**	**1,761,448**
	Additions	-	-
	Balance as at 31 March 2025	**1,761,448**	**1,761,448**
b	**Accumulated depreciation**		
	Balance as at 01 April 2023	**887,428**	**887,428**
	Amortisation	187,288	187,288
	Balance as at 31 March 2024	**1,074,716**	**1,074,716**
	Amortisation	187,288	187,288
	Balance as at 31 March 2025	**1,262,004**	**1,262,004**
c	**Net carrying amount**		
	Balance as at 01 April 2023	**874,020**	**874,020**
	Balance as at 31 March 2024	**686,732**	**686,732**
	Balance as at 31 March 2025	**499,444**	**499,444**

For movement of lease liabilities, refer note 31.

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5 Investments - Non Current	**As at 31 March 2025**	**As at 31 March 2024**
Investments in subsidiaries at cost		
Indegene Inc	26,250,920	26,250,920
[1,000 (31 March 2024: 1,000) fully paid shares of the common stock of USD 0.01 each]		
Medcases LLC	112,937	112,937
[100 (31 March 2024: 100) fully paid units of membership interest]		
Less: Provision for diminution in value of investment in Medcases	(112,937)	(112,937)
DT Associates Research and Consulting Services Ltd	12,005,540	12,005,540
[270 (31 March 2024: 270) fully paid shares of the common stock of ₤ 0.01 each]		
Cult Health LLC (refer note 33)	65,083,260	65,083,260
[1000 (31 March 2024: 1000) fully paid units of membership interest]		
Less: Provision for diminution in value of investment in Cult	(11,000,336)	(11,000,336)
Investment in DT Associates Research and Consulting Inc.	211,000	211,000
[10,000 (31 March 2024: NIL) fully paid shares of the common stock of $ 0.01 each]		
	92,550,384	**92,550,384**
(a) Aggregate amount of quoted investments	-	-
(b) Aggregate market value of quoted investments	-	-
(c) Aggregate value of unquoted investments	103,663,657	103,663,657
(d) Aggregate amount of impairment in value of investments	11,113,273	11,113,273

* Refer note 27 on related party disclosure

6 Others non-current financial assets	**As at 31 March 2025**	**As at 31 March 2024**
(Unsecured, considered good)		
Security deposits	30,000	30,000
	30,000	**30,000**

7 Other non-current assets	**As at 31 March 2025**	**As at 31 March 2024**
Prepaid expenses	233,356	323,687
	233,356	**323,687**

8 Investments - Current	**As at 31 March 2025**	**As at 31 March 2024**
Investment carried at amortised cost		
US Treasury bills (quoted)	-	34,794,294
US Money Market Fund (unquoted)	-	313,393
	-	**35,107,687**
a) Aggregate market value of quoted investments	-	34,794,294
b) Aggregate book value of quoted investments	-	34,794,294
c) Aggregate book value of unquoted	-	313,393
d) Aggregate value of impairment	-	-

9 Cash and cash equivalents	**As at 31 March 2025**	**As at 31 March 2024**
Balances with banks		
- Current accounts	10,311	169,483
	10,311	**169,483**

10 Other current financial assets	**As at 31 March 2025**	**As at 31 March 2024**
Receivable from related parties*	7,039	282,349
Other receivable	102,664	266,658
Interest earned but not due	-	698,805
	109,703	**1,247,812**

* Refer note 27 for related party disclosures.

11 Other current assets	**As at 31 March 2025**	**As at 31 March 2024**
Prepaid expenses	262,748	261,780
Advance to vendors	3,940	18,186
	266,688	**279,966**

12 Share capital

Particulars	**As at 31 March 2025**	**As at 31 March 2024**
Authorised		
2,000,000 (31 March 2024: 2,000,000) Equity Shares of $ 0.0001 each	200	200
650,000 (31 March 2024: 650,000) Preferred Stock of $ 0.0001 each - Series A	65	65
800,000 (31 March 2024: 800,000) Preferred Stock of $ 0.0001 each - Series B	80	80
	345	**345**
Issued and subscribed and paid up:		
1,066,250 (31 March 2024: 1,066,250) Equity Shares of $ 0.0001 each	107	107
574,851 (31 March 2024: 574,851) Preferred Stock of $ 0.0001 each - Series A	57	57
782,000 (31 March 2024: 782,000) Preferred Stock of $ 0.0001 each - Series B	79	79
	243	**243**

A) Reconciliation of the number of equity shares outstanding at the beginning and end of the year:

Common Stock	**As at 31 March 2025**		**As at 31 March 2024**	
	No. of shares	**Amount**	**No. of shares**	**Amount**
Outstanding at the beginning of the year	1,066,250	107	1,066,250	107
Add: Issued during the year	-	-	-	-
Outstanding at the end of the year	**1,066,250**	**107**	**1,066,250**	**107**

B) Reconciliation of the number of preferred stock (Series A) outstanding at the beginning and end of the year

Preferred stock (Series A)	**As at 31 March 2025**		**As at 31 March 2024**	
	No. of shares	**Amount**	**No. of shares**	**Amount**
Outstanding at the beginning of the year	574,851	57	574,851	57
Add: Issued during the year	-	-	-	-
Outstanding at the end of the year	**574,851**	**57**	**574,851**	**57**

C) Reconciliation of the number of preferred stock (Series B) outstanding at the beginning and end of the year

Preferred stock (Series B)	**As at 31 March 2025**		**As at 31 March 2024**	
	No. of shares	**Amount**	**No. of shares**	**Amount**
Outstanding at the beginning of the year	782,000	78	782,000	78
Add: Issued during the year	-	-	-	-
Outstanding at the end of the year	**782,000**	**78**	**782,000**	**78**

Terms / Rights attached to each classes of shares

Voting
The holders of each share of preferred stock shall be entitled to one vote per share and shall vote together with the holders of common stock as a single class on all matters to be voted on by the Company’s shareholders.

Dividends
Dividends on preference share, classified as equity since obligation to pay dividend is at boards discretion, is at the rate of 8% on the liquidation value from the date of issuance of preferred stock till the liquidation value is paid in full, whether or not they have been declared. Unless agreed by the holders of majority outstanding shares of preferred stock neither the Company nor any of its subsidiaries shall declare or pay any dividends on common stock. Dividend on preference shares has not been accrued since the entity can avoid the payment of dividend till liquidation.

Liquidation
Upon any liquidation, dissolution or winding up of the Company, the holders of preferred stock will only be entitled to be paid before any distribution or payment is made to holders of any other equity securities an amount in cash equal to the aggregate liquidation value (plus all accrued and unpaid dividends thereon) on all such preferred stock outstanding. Liquidation value with respect to Series A preference shares is USD 10 per share plus any and all accumulated and unpaid dividends which are added to the liquidation value. Liquidation value with respect to Series B preference shares is USD 10 per share plus interest rate at 2% per annum from the date of issuance of such series B preference shares plus any and all accumulated and unpaid dividends which are added to the liquidation value.

D) Shareholders holding more than 5%:
Shareholders holding more than 5% common stock in the Company is set out below:

Shares of the Common Stock of $ 0.0001 each	As at 31 March 2025		As at 31 March 2024	
	No. of shares	% holding	No. of shares	% holding
Common stock				
Indegene Limited (formerly Indegene Private Limited)	1,066,250	100%	1,066,250	100%
Preferred Stock (Series A)				
Indegene Limited (formerly Indegene Private Limited)	574,851	100%	574,851	100%
Preferred Stock (Series B)				
Indegene Limited (formerly Indegene Private Limited)	782,000	100%	782,000	100%

E) Shareholding of Promotors: Nil

13 **Other equity**	**As at 31 March 2025**	**As at 31 March 2024**
Reserves and surplus		
A. Retained earnings	(24,650,838)	(20,754,571)
B. Securities premium	31,568,366	31,568,366
	6,917,528	**10,813,795**

Particulars	**As at 31 March 2025**	**As at 31 March 2024**
A. Retained earnings		
Opening balance	(20,754,571)	(18,446,279)
Loss for the year	(3,896,267)	(2,308,292)
Closing balance	**(24,650,838)**	**(20,754,571)**
B. Securities Premium		
Opening Balance	31,568,366	31,568,366
Closing balance	**31,568,366**	**31,568,366**

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14 Borrowings	**As at 31 March 2025**	**As at 31 March 2024**
(a) Non-current borrowings		
Secured:		
From Banks		
Term Loan from M&T Bank[1]	-	23,333,333
Term Loan from HSBC Bank[1]	-	16,666,667
Unsecured:		
Borrowings from related party[2]	42,480,000	-
Total Non-current borrowing	**42,480,000**	**40,000,000**
(b) Current borrowing		
Secured:		
From banks		
Term loan: current maturities of non current borrowings Bank from M&T Bank[1]	-	4,200,000
Term loan: current maturities of non current borrowings Bank from HSBC Bank[1]	-	3,000,000
Unsecured:		
Borrowings from related party[2]	4,720,000	-
Total current borrowing	**4,720,000**	**7,200,000**
Total borrowing	**47,200,000**	**47,200,000**

[1] On 28 March 2023, the Company entered into a USD 58,000,000 secured credit agreement with M&T Bank as Administrative Agent and Lender. The credit facility consists of a USD 48,000,000 Term Loan and USD 10,000,000 Revolver. The Lenders are M&T Bank and HSBC Bank USA, N.A. (HSBC Bank), providing term loan for USD 28,000,000 and USD 20,000,000, respectively and additional working capital revolving credit facility from M&T Bank and HSBC Bank for USD 5,830,000 and USD 4,170,000, respectively, to re-finance the existing bridge loan and revolving credit facility outstanding from M&T Bank. Term loan taken from M&T bank and HSBC bank were for a period of 36 months carrying an interest rate of SOFR+2.45% payable after a moratorium period of 12 months in respect of principal, starting March 2024 in 23 equated instalments commencing of USD 800,000 and the balance payable in the last instalment due on March 2026. Tangible and intangible assets, including cash, securities, accounts and contract rights, of the Group are pledged as security against the facility. As at 31 March 2025 and 31 March 2024, the Group has not utilised any balance of the revolving credit facility.

Subsequently, pursuant to the first modification agreement dated 28 March 2024, the repayment terms had been modified as consecutive monthly payments of interest only on the payment due dates in April, May and June 2024 followed by twenty consecutive monthly instalments of USD 800,000 together with interest payable beginning in July 2024 and one final instalment due in March 2026 to repay the remaining principal amount. The Company had already repaid one instalment of USD 800,000 on 1 March 2024 based on the original repayment schedule.

During the current year, the Company has fully repaid the loan as on 27 June 2024.

[2]Unsecured loan from Parent Company carrying an interest rate of SOFR+ 4% payable quarterly starting from the date of disbursement of the first drawdown.The repayment of the loan has been mutually agreed with the Parent Company.

Note: Quarterly returns or statements of current assets filed by the Company with banks or financial institutions are in agreement with the books of accounts.

15 Non-current lease liabilities	**As at 31 March 2025**	**As at 31 March 2024**
Lease liabilities	370,523	565,236
	370,523	**565,236**

16 Other non-current financial liabilities	**As at 31 March 2025**	**As at 31 March 2024**
Contingent consideration (refer note 33)[1]	-	6,014,287
	-	**6,014,287**

[1]Represents contingent consideration on acquisition of Cult Health LLC

17 Current lease liabilities	**As at 31 March 2025**	**As at 31 March 2024**
Lease liabilities	194,709	175,775
	194,709	**175,775**

18 Trade payables	**As at 31 March 2025**	**As at 31 March 2024**
Trade payables		
Total outstanding dues of micro enterprises and small enterprises	-	-
Total outstanding dues of creditors other than micro enterprises and small enterprises	35,674	42,958
	35,674	**42,958**

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

Particulars	**Outstanding for following periods from due date of payment**				
	Not due	**< 1 year**	**1 year to 2 years**	**> 3 years**	**Total**
Outstanding dues of micro and small enterprises	25,673	-	-	-	**25,673**
Outstanding dues of creditors other than micro and small enterprises		-	-	-	**-**
Disputed dues of micro and small enterprises	-	-	-	-	**-**
Disputed dues of creditors other than micro and small enterprises	-	-	-	-	**-**
Total	**25,673**	**-**	**-**	**-**	**25,673**
Accrued expenses					**10,001**
					35,674

Ageing for trade payables outstanding as at 31 March 2024 is as follows:

Particulars	**Outstanding for following periods from due date of payment**				
	Not due	**< 1 year**	**1 year to 2 years**	**> 3 years**	**Total**
Outstanding dues of micro and small enterprises	-	-	-	-	**-**
Outstanding dues of creditors other than micro and small enterprises	42,177	-	-	-	42,177
Disputed dues of micro and small enterprises	-	-	-	-	**-**
Disputed dues of creditors other than micro and small enterprises	-	-	-	-	**-**
Total	**42,177**	**-**	**-**	**-**	**42,177**
Accrued expenses					**781**
					42,958

During the year ended 31 March 2025 and 2024, no amount was paid to micro and small enterprises beyond the appointed day as defined in the Micro, Small and Medium Enterprises Development Act, 2006. Further, no interest is accrued or remaining unpaid as at 31 March 2025 and 2024 respectively.

19 Other current financial liabilities	**As at 31 March 2025**	**As at 31 March 2024**
Interest accrued but not due(1)	1,131,676	315,347
Other payables(1)	52,605,259	71,821,235
Contingent consideration(refer note 32)(2)	36,508	-
	53,773,443	**72,136,582**

(1) Refer note 27 on related party disclosure

(2) The Company, pursuant the "Settlement agreement and Release" (the "Agreement") dated 31 October 2024, agreed upon a one-time lump-sum final contingent performance consideration of USD 4,952,000 in lieu of any and all performance consideration against an existing liability of USD 6,186,583. The excess earnout liability of USD 1,224,583 has been recognised as other income during the year ended 31 March 2025. Further, an amount aggregating to USD 36,508 being part of the settlement agreement is outstanding as at 31 March 2025.

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20 Other income	**For the year ended 31 March 2025**	**For the year ended 31 March 2024**
Interest and dividend income	892,574	2,671,038
Gain due to change in contingent consideration	1,224,583	725,000
Gain on exchange fluctuation (net)	-	813
Gain on sale of investment in subsidiary	-	209,759
Miscellaneous income	-	272,838
	2,117,157	**3,879,448**

21 Finance costs	**For the year ended 31 March 2025**	**For the year ended 31 March 2024**
Interest expense on:		
-borrowings*	4,325,826	3,748,177
-lease liabilities	46,475	58,135
-others	162,296	804,663
Bank and other incidental charges	62,928	165,973
	4,597,525	**4,776,948**

*Includes interest expenses pertaining to loan from related party (refer note 27)

22 Depreciation and amortisation expense	**For the year ended 31 March 2025**	**For the year ended 31 March 2024**
Amortisation of right-of-use asset (refer note 4)	187,288	187,288
	187,288	**187,288**

23 Other expenses	**For the year ended 31 March 2025**	**For the year ended 31 March 2024**
Rates and taxes	41,721	55,925
Insurance	11,508	90,501
Repairs and maintenance		
Office maintenance	46,618	47,462
Legal and professional charges	58,617	17,074
	158,464	**210,962**

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24 Taxes

(a) Statement of profit or loss

Particulars	For the year ended 31 March 2025	For the year ended 31 March 2024
Tax expense:		
Current tax	1,070,147	1,306,159
Income tax expense reported in the Standalone Statement of Profit or Loss	**1,070,147**	**1,306,159**

(b) Reconciliation of tax expense and the accounting profit multiplied by the Company's domestic tax rate

Particulars	For the year ended 31 March 2025	For the year ended 31 March 2024
Accounting loss before tax	(2,826,120)	(1,002,133)
Tax rate	24.76%	25.99%
Tax as per the statutory regulations	-	-
Tax expenses		
Current tax	1,070,147	1,306,159
	1,070,147	**1,306,159**
Difference	**(1,070,147)**	**(1,306,159)**
Tax reconciliation		
Adjustments:		
Tax paid on group company (Cult Health LLC)	1,070,147	1,306,159
Difference	-	-

25 Earnings Per Share

Particulars	For the year ended 31 March 2025	For the year ended 31 March 2024
Basic Earnings Per Share		
Loss attributable to equity shareholders		
(i) Loss for basic earning per share of USD 0.0001 each		
Loss for the year	(3,896,267)	(2,308,292)
(ii) Weighted average number of equity shares outstanding during the year	1,066,250	1,066,250
Basic earnings per share (face value of USD 0.0001 each)	**(3.65)**	**(2.16)**
Diluted Earnings Per Share		
(i) Loss for diluted earning per share of USD 0.0001 each		
Loss for the year	(3,896,267)	(2,308,292)
(ii) Weighted average number of equity shares outstanding during the year	1,066,250	1,066,250
Diluted earnings per share (face value of USD 0.0001 each)	**(3.65)**	**(2.16)**

26 Commitments and Contingencies

Nil

27 Related Party Disclosures

(A) Related parties and the nature of the relationship

List of subsidiaries, step subsidiaries, fellow subsidiaries and other related parties is provided in the table below:

(a) Parent Company	Country of Incorporation	As at 31 March 2025
Indegene Limited (formerly Indegene Private Limited)	India	100%

(b) Subsidiaries	Country of Incorporation	As at 31 March 2025
Indegene, Inc.	USA	100%
DT Associates Research and Consulting Services Ltd ("DT Associates")	England and Wales	100%
DT Associates Research and Consulting Inc.[1]	USA	100%
Cult Health LLC	USA	100%

(c) Step subsidiaries	Country of Incorporation	As at 31 March 2025
Services Indegene Aptilon Inc	Canada	100%

(d) Fellow Subsidiaries	Country of Incorporation	As at 31 March 2025
Indegene Healthcare Mexico S de RL de CV	Mexico	100%
Indegene Ireland Limited[2]	Ireland	100%
Indegene Healthcare Germany GmbH	Germany	100%
Indegene Europe LLC[4]	Switzerland	100%
Indegene Lifesystems Consulting (Shanghai) Co. Ltd.[5]	China	100%
Exeevo, Inc (formerly Omnipresence Technologies Inc)[8]	USA	100%
Indegene Japan, LLC[6]	Japan	100%
Indegene Healthcare UK Limited[7]	England	100%
Trilogy Writing & Consulting GmbH[8]	Germany	100%
Indegene Spain S.L.[9]	Spain	100%
MJL Communications Group Limited[10]	England	100%
Trilogy Writing & Consulting Limited[11]	England	100%
Trilogy Writing & Consulting Inc[11]	USA	100%
Trilogy Writing & Consulting ULC[11]	Canada	100%
MJL Advertising Limited [12]	England	100%

[1] ILSL Holdings, Inc. has acquired 100% of equity shares from DT Associates Research and Consulting Services Ltd w.e.f 24 July 2023
[2] Indegene Limited has acquired 100% of equity shares from ILSL Holdings Inc w.e.f 30 June 2023
[3] Indegene Ireland Limited has acquired 100% equity and preference shares from Indegene Limited w.e.f. 28 December 2023
[4] Indegene Ireland Limited has acquired 100% equity shares from Indegene Limited w.e.f. 27 December 2023
[5] Indegene Ireland Limited has acquired 100% equity shares from Indegene Limited w.e.f. 14 March 2024
[6] Indegene Ireland Limited has acquired 100% equity shares from Indegene Limited w.e.f. 22 January 2025
[7] Indegene Healthcare UK Limited has been incorporated w.e.f. 7 December 2023
[8] Wholly owned subsidiary of Indegene Ireland Limited w.e.f. 22 March 2024
[9] Indegene Spain, S.L. has been incorporated w.e.f. 12 November 2024
[10] Wholly owned subsidiary of Indegene Ireland Limited w.e.f. 25 March 2025
[11] Step down subsidiary of Indegene Ireland Limited w.e.f. 22 March 2024
[12] Step down subsidiary of Indegene Ireland Limited w.e.f. 25 March 2025

(e) Other related parties	Nature of Relationship
OT Services Private Limited, India	Entity with common shareholders with significant influence
Exeevo Inc, USA(Formerly Omnipresence Technologies Inc)	Subsidiary of entity with common shareholders with significant influence
Exeevo Services Inc, Canada (Formerly OmnipresenceTechnologies Serv	Subsidiary of entity with common shareholders with significant influence

(f) Key management personnel ("KMP")	Nature
Dr. Rajesh B Nair	Director
Mr. Manish Gupta	Director

(B) Transactions and Balances outstanding with the above related parties during the year:

Nature of Transactions with related parties are as follows:

Nature of transactions	**For the year ended 31 March 2025**	**For the year ended 31 March 2024**
Expenses paid by subsidiaries on behalf of the Company	-	37,664
Expenses paid by Company on behalf of the Parent Company	-	2,472
Expenses paid on behalf of subsidiaries	360,481	555,363
Interest expense	3,419,362	-

Following are the significant related party transactions during the year ended 31 March 2025 and 31 March 2024.

Particulars	**For the year ended 31 March 2025**	**For the year ended 31 March 2024**
Expenses paid by subsidiaries on behalf of the Company		
Indegene, Inc.	-	37,664
Expenses paid by Company on behalf of the Parent Company		
Indegene Limited (formerly Indegene Private Limited)	-	2,472
Expenses paid by the Company on behalf of other related parties		
Indegene, Inc.	360,481	555,363
Interest expense on loan from Parent Company		
Indegene Limited (formerly Indegene Private Limited)	3,419,362	-

Balances receivable/payable from / to related parties are as

Nature of transaction	**As at 31 March 2025**
Borrowings	4,720,000
Other payables	53,736,935
Other receivables	7,039

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28 Fair value measurements

(a) Categories of financial instruments -

Set out below, is a comparison by class of the carrying amounts and fair value of the financials instruments of the company, other than those with carrying amounts that are reasonable approximate of fair value

Particulars	As at 31 March 2025	As at 31 March 2024
Financial Assets		
Amortised Cost		
Investment	-	35,107,687
Cash and cash equivalents	10,311	169,483
Security deposits	30,000	30,000
Other financial assets	109,703	1,247,812
	150,014	**36,554,982**
Total Financial Assets	**150,014**	**36,554,982**
Financial Liabilities		
FVTPL		
Commitment liability and contingent consideration	36,508	6,014,287
Amortised Cost		
Borrowings	47,200,000	47,200,000
Trade payables	35,674	42,958
Lease liabilities	565,232	741,011
Other financial liabilities	53,736,935	72,136,582
	101,537,841	**120,120,551**
Total Financial Liabilities	**101,574,349**	**126,134,838**

Notes:

The fair value of cash and cash equivalents, trade receivables, unbilled receivables, borrowings, trade payables, other current financial assets and liabilities approximate their carrying amount largely due to the short-term nature of these instruments. The Company's long-term debt has been hedged via an Interest rate swap. Accordingly, the carrying value of such long-term debt approximates fair value.

The fair value of derivative financial instruments is determined based on observable market inputs including currency spot and forward rates, yield curves, currency volatility etc.

(b) Fair value hierarchy:

The table below analyses financial instruments carried at fair value, by valuation method. The different levels have been defined as follows:

Level 1 – Quoted prices (unadjusted) in active markets for identical assets or liabilities.
Level 2 – Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).
Level 3 – Inputs for the assets or liabilities that are not based on observable market data (unobservable inputs).

There were no transfers between Level 1, 2 and 3 during the year ended 31 March 2025 and 31 March 2024.

The carrying values of financial instruments such as short-term trade receivables and payables, reasonably approximates to fair value and hence separate disclosure of the fair values are not made.

As at 31 March 2025

Particulars	Level 1	Level 2	Level 3	Total
Liabilities				
Contingent consideration	-	-	36,508	36,508

As at 31 March 2024

Particulars	Level 1	Level 2	Level 3	Total
Liabilities				
Contingent consideration	-	-	6,014,287	6,014,287

Details of commitment liability and contingent consideration considered under Level 3 classification

Particulars	As at 31 March 2025	As at 31 March 2024
Balance at the beginning of the year	6,014,287	26,148,398
Reversal	(1,224,583)	(725,000)
Change in fair value (refer note 33)	-	(11,293,953)
Payouts	(4,915,492)	(8,986,918)
Accretion of interest	162,296	804,643
Translation adjustment and gain on forward contract	-	67,117
Balance at the end of the year	**36,508**	**6,014,287**

29 Financial risk management

The Company has exposure to the credit, liquidity and market risks from its use of financial instruments. This note presents information about the Company's exposure to each of the above risks, the Company's objectives, policies and processes for measuring and managing risk, and the Company's management of capital.

Risk management framework
The Board of Directors have the overall responsibility for the establishment and oversight of the Company's risk management framework. The Company's risk management policies are established to identify and analyse the risks faced by the Company, to set appropriate risk limits and controls, and to monitor risks and adherence to limits. Risk management policies and systems are reviewed regularly to reflect changes in market conditions and the Company's activities. The Company through its training and management standards and procedures aims to develop a disciplined and constructive control environment in which all employees understand their rules and obligations.

(i) Market Risk
Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises interest rate risk and currency risk financial instruments affected by market risk include trade receivables, trade payables and borrowings. The objective of market risk management is to manage and control market risk exposures within acceptable parameters while

(a) Interest Rate Risk

Interest rate risk primarily arises from floating rate borrowing, including various revolving and other lines of credit. The Company manages its net exposure to interest rate risk relating to borrowings by entering into interest rate swap agreements, as and when required, which allows it to exchange periodic payments based on a notional amount and agreed upon fixed and floating interest rates. Certain borrowings are also transacted at fixed interest rates. If interest rates were to increase by 75 bps from 31 March 2025, additional net annual interest expense on floating rate borrowing would amount to approximately USD 354,000 (2024: USD 354,000).

(b) Currency risk
Currency risk is the risk that fair value or future cash flows of a financial instrument will fluctuate because of changes in foreign exchange rate. Company transacts business in its functional currency (USD) and in other foreign currencies. The Company's exposure to the risk of changes in foreign exchange rates relates primarily to the Company's operating activities, where revenue or expense is denominated in a foreign currency.

(ii) Credit risk
Credit risk is the risk of financial loss to the Company if a customer or counterparty to a financial instrument fails to meet its contractual obligations and arises principally from the Company's receivables from customers and investments. The carrying amount of financial assets represents the maximum credit exposure.

(a) Investment (at amortised cost)
Includes investments in US Treasury Bills having a AAA rating assigned by the credit rating agencies.

Financial assets that are neither past due nor impaired
Cash and cash equivalents are neither past due nor impaired. Cash and cash equivalents with banks which have high credit-ratings assigned by domestic credit-rating agencies.

(iii) Liquidity risk

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

Management monitors the Company's net liquidity position through rolling forecasts on the basis of expected cash flows. As of 31 March 2025, cash and cash equivalents are held with major banks and financial institutions.

The table below summarizes the maturity profile of the Company's financial liabilities, including the estimated interest payments, at the reporting date, based on contractual undiscounted payments:

As at 31 March 2025

Contractual cash flows	Carrying value	6 months or less	6 months to 1 year	More than one year	Total
Borrowings	42,480,000	6,816,641	1,993,208	52,648,039	61,457,888
Trade payables	35,674	35,674	-	-	35,674
Lease obligation	565,232	113,372	114,871	393,890	622,133
Other financial liabilities	53,773,443	53,773,443	-	-	53,773,443
Total	**96,854,349**	**60,739,130**	**2,108,079**	**53,041,929**	**115,889,138**

As at 31 March 2024

Contractual cash flows	Carrying value	6 months or less	6 months to 1 year	More than one year	Total
Borrowings	47,200,000	4,246,190	6,479,609	42,781,701	53,507,500
Trade payables	42,958	42,958	-	-	42,958
Lease obligation	741,011	110,376	111,874	622,133	844,383
Other financial liabilities	78,150,869	72,136,582	-	6,538,156	78,674,738
Total	**126,134,838**	**76,536,106**	**6,591,483**	**49,941,990**	**133,069,579**

30 Capital management

For the purpose of the Company's capital management, capital includes issued equity capital, convertible preference shares, share premium and all other equity reserves attributable to the equity holders of the Company. The primary objective of the Company's capital management is to maximise the shareholder value.

The Company manages its capital structure and makes adjustments in light of changes in economic conditions and the requirements of the financial covenants. The capital is managed to ensure that the Company will be able to continue as a going concern while maximising the return to stakeholders through an optimum mix of debt and equity within the overall capital structure.

ILSL is a closely held Company, in which 100% of the capital as at 31 March 2025 is held by the Parent Company. The Company is not subject to externally imposed capital requirements.

Particulars	As at 31 March 2025	As at 31 March 2024
Borrowings (refer note 14)	47,200,000	47,200,000
Net debt (a)	**47,200,000**	**47,200,000**
Equity share capital (refer note 12)	243	243
Other equity (refer note 13)	6,917,528	10,813,795
Total capital (b)	**6,917,771**	**10,814,038**
Capital and net debt (c)	**54,117,771**	**58,014,038**
Gearing ratio (a/c)	**87%**	**81%**
Total debt as a percentage of total equity (a/b)	**682%**	**436%**

In order to achieve this overall objective, the Company's capital management, amongst other things, aims to maintain investor, creditor and market confidence and to sustain future development of the business.

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31 Leases

(a) For right-of-use assets schedule - refer note 4

(b) Lease liabilities

Particulars	As at 31 March 2025	As at 31 March 2024
Current	194,709	175,775
Non-current	370,523	565,236
Total	**565,232**	**741,011**

(c) Amount recognised in Special Purpose Statement of Profit and Loss

Particulars	For the year ended 31 March 2025	For the year ended 31 March 2024
Amortization	187,288	187,288
Interest on lease liabilities	46,475	58,135

(d) Expenses on short term leases / low value assets- Nil

(e) Movement of lease liability

Particulars	For the year ended 31 March 2025	For the year ended 31 March 2024
Balance as at beginning of the year	741,011	899,133
Additions	-	-
Finance cost accrued during the year	46,475	58,135
Payment of lease liabilities	(222,254)	(216,257)
Balance as at end of the year	**565,232**	**741,011**

(f) Maturity analysis – contractual undiscounted cash flows

Particulars	As at 31 March 2025	As at 31 March 2024
Less than one year	228,243	222,250
One to five years	393,890	622,133
More than five years	-	-
Total undiscounted lease liabilities	**622,133**	**844,383**

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32 Corporate social responsibility

The Company is not covered under section 135 of the Companies Act 2013 and accordingly the corporate social responsibility requirements are not

33 Exceptional items

Particulars	For the year ended 31 March 2025	For the year ended 31 March 2024
Fair value movement of contingent consideration[(1)]	-	11,293,953
Diminution in value of investment[(2)]	-	(11,000,336)
	-	**293,617**

[(1)] The Company remeasured change in fair value of contingent consideration towards earnout payout relating to Cult Health LLC, which was measured at its fair valuation on acquisition and recognized the resultant gain of USD 11,293,953 during the year ended 31 March 2024.

[(2)] Diminution in the value of investment of Cult acquisition reccognised during the year ended 31 March 2024.

34 Subsequent Events

The Company has evaluated all events or transactions that occurred after 31 March 2025 up through 20 May 2025, the date the financial statements were authorised for issue by the Board of Directors. Based on this evaluation, the Company is not aware of any events or transactions that would require recognition or disclosure.

As per our report of even date attached

for Ken & Co.
Chartered Accountants
Firm Registration Number: 015385S

Sd/-
E Narasimhan
Partner
Membership Number: 228470
Place: Bengaluru
Date: 20 May 2025

for and on behalf of the Board of Directors of
ILSL Holdings, Inc.

Sd/-
Manish Gupta
Director

Place: Bengaluru
Date: 20 May 2025