sagility®

Deep Domain Expertise. Tech and AI-Led Transformation. Trusted Collaboration.

Annual Report 2025-26

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Transforming Healthcare Operations Through Decision Intelligence

Rising medical costs, regulatory complexity, and fragmented data and systems are placing growing pressure on interconnected workflows across the healthcare lifecycle, including enrollment, claims, clinical operations, payment integrity, member and provider engagement, and revenue cycle management. We believe the rapid acceleration and deployment of technology and AI are the key to harnessing operational efficiency and outcomes, unlocking the value that these pressures impede.

The industry is therefore shifting from managing transactions to orchestrating outcomes. This requires the ability to connect fragmented data, apply healthcare domain expertise, generate actionable intelligence, and translate decisions into consistent execution across complex operating environments.

Sagility is uniquely positioned to play this role as the **Decision Intelligence and Outcomes layer for healthcare operations.** With deep specialization in U.S. healthcare, scaled operational execution, and embedded technology, analytics, and AI capabilities, Sagility helps clients move from fragmented workflows to integrated, intelligence-led operating models that are designed around measurable business, clinical, and experience outcomes.

This role comes to life by embedding intelligence directly into the flow of work. Sagility helps convert operational data into clearer decisions, supports faster and more accurate execution, and creates feedback loops that continuously improve performance across the healthcare lifecycle. The result is an operating model that connects insight, action, and accountability.

As healthcare operations continues to evolve, competitive advantage will increasingly belong to organizations that can bring domain expertise, decision intelligence, and execution together in one integrated model. Sagility is building and scaling that model for the future of healthcare operations.

Performance Highlights - Year at a Glance

Revenue
US $814.0 M
at 23.6% constant currency growth

Revenue Split
89.7% Payer
10.3% Provider

Adjusted EBITDA*
US $206 M
at 18.7% YoY growth (USD) &
23.9% YoY growth (INR)

Adjusted PAT*
US $127.9 M
at 33.5% YoY growth (USD) &
39.5% YoY growth (INR)

New Clients Added
17

*For definitions and reconciliation of adjusted performance measures and constant currency growth, please refer to the Management Discussion and Analysis section

Stories of the Year

FY26 was defined by one of Sagility's strongest financial performances, demonstrating its ability to deliver profitable growth in a challenging business environment. Revenue from operations grew 29.1% to INR 71,929 million (USD 814 million), while Adjusted EBITDA reached INR 18,200 million with a margin of 25.3%. The performance reflected deepening client relationships, broad-based growth across the portfolio, and rigorous execution. Expansion within existing clients, new client acquisitions, reduced client concentration, and continued momentum in the small and mid-market segments underscore the quality and sustainability of this growth.

The year's financial performance was complemented by meaningful progress across several strategic priorities, including investor engagement, enterprise positioning, market presence, technology transformation, brand evolution, and talent development. These initiatives elevated Sagility's visibility, relevance, and preparedness for its next phase of growth.

Other Significant Stories

Deepening Credibility with Investors and Financial Analysts

In FY26, Sagility expanded its engagement with the investment community through its first Investor and Analyst Meeting in Mumbai. The forum elevated engagement with the financial community, offering a comprehensive view of Sagility's strategy, differentiated operating model, and long-term value creation priorities. It reflected our commitment to transparency and reinforced confidence in Sagility's growth trajectory.

Elevating Industry Presence and Thought Leadership

Through FY26, Sagility expanded its industry presence through active participation in leading healthcare forums, including AHIP, HFMA Annual Conference, RISE Medicare Marketing & Sales Summit, ILTCI Conference, and OpsIgnite.

These engagements enabled meaningful dialogue with clients, partners, and industry leaders, shaping conversations on operational excellence, technology-led transformation, and evolving healthcare models.

Presence across these forums reinforced Sagility's market visibility and its positioning as a trusted, insight-led leader in healthcare operations.

Advancing Technology and AI-Led Transformation

FY26 saw Sagility accelerate its technology transformation, further embedding AI and digital capabilities into core operations. Building on its deep healthcare domain expertise, Sagility advanced its AI-augmented operating model, enabling greater efficiency, scalability, and decision support across client engagements.

Investments in proprietary platforms and data-driven workflows have significantly enhanced Sagility's ability to deliver more predictable outcomes, improve productivity, and support clients in navigating increasingly complex healthcare ecosystems. This continued focus on technology-led transformation reinforces Sagility's position as a future-ready, healthcare operations partner.

Brand Reinvigoration: Clarity, Confidence, and Credibility

During the year, Sagility undertook comprehensive brand reinvigoration to reflect its evolved identity and distinct value in healthcare operations. The refreshed brand draws on what clients, partners, and talent value in Sagility, while also reflecting Sagility's future direction. Anchored in decades of deep domain expertise, powered by scalable technology and AI, and built on trusted collaboration, the new brand reinforces greater clarity, confidence and credibility in the market.

The reinvigoration introduced a richer, more distinctive design system, including an evolved visual identity signalling both the scale of our ambition and the clarity of our purpose. This was complemented by the launch of a revamped company website, enhancing how we communicate our capabilities, solutions, and point of view to global stakeholders.

These efforts create greater coherence across clients, talent, and partners, ensuring consistency in how Sagility is understood, experienced, and differentiated in the market, while positioning Sagility for its next phase of growth.

Analyst Recognitions

Sagility's differentiated operating model and technology- and AI-led capabilities continue to deliver meaningful client outcomes and reinforce its standing with leading industry analysts and independent institutions. Across payer operations, clinical and care management, revenue cycle, and AI-enabled transformation, third-party assessments and client success stories validate this differentiation.

Analyst Firm

Avasant RadarView

Recognition	Category
Leader	Payer Business Process Transformation
Leader	Clinical and Care Management Business Process Transformation
Innovator	Revenue Cycle Management (RCM) Business Process Transformation

Everest PEAK Matrix

Leaders Quadrant	Intelligent Payer Operations
Leaders Quadrant	Payer Operations
Major Contender	Clinical CCM Services
Major Contender	UM Services
Major Contender	Payment Integrity Services
Major Contender	BPaaS Payer Operations
Major Contender & Star Performer	Revenue Cycle Management (RCM)

NelsonHall

Leader	Healthcare Payer Agility and Innovation 2026 NEAT

Awards and Thought Leadership

SmarTec Nurse Assist won the 2026 Augmented Intelligence Award presented by the Business Intelligence Group.

These recognitions underscore Sagility's ability to deliver scalable, intelligent, and outcomes-driven solutions across the healthcare value chain. Validation from multiple analyst firms and industry bodies reflects sustained execution, depth of domain expertise, and a growing role in shaping how U.S. healthcare payers adopt automation, AI, and next-generation operating models at scale.

Board of Directors

Marty Cole
Chairman, Non-Executive
Non-Independent Director

Ramesh Gopalan
Managing Director and Group CEO

Anil Chanana
Independent Director

Ginger Dusek
Independent Director

Venkat Krishnaswamy
Independent Director

Dr. Shalini Sarin
Independent Director

Dr. William Winkenwerder
Independent Director

Hari Gopalakrishnan
Non-Executive
Non-Independent Director

Jimmy Mahtani
Non-Executive
Non-Independent Director

Leadership Team

Ramesh Gopalan
Managing Director and Group CEO

Srinivas Rathnam Mattapalli
Group Chief Financial Officer

Daniel B. Bailey
Executive Vice President, Global General Counsel

Chris Shiffert
Executive Vice President, Chief Growth Officer

Siby Joy
Executive Vice President, Client Services

Dr. Rajaram Natarajan
Senior Vice President, Client Services

Titus Leo
Senior Vice President, Client Services

Anand Natampalli
Executive Vice President, Client Services

Roopam Narayan
Executive Vice President, Solutions & Practice

Madan Moudgal
Executive Vice President,
Chief Digital Officer

Sreepathy Viswanathan
Executive Vice President,
Chief Corporate Development Officer

Mohit Saxena
Executive Vice President,
Chief Delivery Officer

Anand Biradar
Senior Vice President, GTM Strategy & Enablement, and Enterprise Transformation

Tina Vas
Executive Vice President,
Chief Human Resources Officer

Manish Dubey
Senior Vice President, Global Head of Enterprise Tech

Shwetank Verma
Senior Vice President, Global Technology Engineering & Workplace Solutions

Satishkumar Sakharayapattana Seetharamaiah
Company Secretary and Compliance Officer

Disciplined Growth. Structural Strength. Enduring Value.

During the year, we maintained strong financial discipline and a clear focus on capital efficiency. Improvements in margins, operational rigor, and balance sheet strength have enhanced our capacity to invest with purpose.

Dear Shareholders,

FY26 was an excellent year for Sagility, marked by robust growth, improved profitability, and disciplined execution in a rapidly evolving healthcare environment. In an environment shaped by rising medical costs, increasing regulatory complexity, and rapid advances in technology and AI, Sagility delivered strong financial performance while continuing to enhance its long-term competitive position.

Our performance reflects clarity and the focus of our strategy. We continue to evolve as a healthcare operations partner that combines deep domain expertise, with technology, analytics and AI to deliver measurable outcomes to clients. Increasingly, our role extends beyond operational execution to accountability for results - strengthening our position in a market that is shifting toward integrated, outcome-driven models.

During the year, we maintained strong financial discipline and a clear focus on capital efficiency. Improvements in margins, operational rigor, and balance sheet strength have enhanced our capacity to invest with purpose. These investments are directed toward initiatives that reinforce our competitive advantage and support sustained long-term value creation.

At the same time, we continued to invest in areas that will shape the future of healthcare operations. These include AI, platform-led capabilities, and integrated operating models that connect fragmented workflows and enable more outcome-oriented partnerships. The integration and contribution of BroadPath Healthcare Solutions has extended Sagility's market reach and complemented its service portfolio, enabling Sagility to address a broader range of client needs with greater flexibility and scale.

Governance remains central to how we operate. In a highly regulated industry, sustained success requires both innovation and discipline. We continue to maintain rigorous oversight across risk management, cybersecurity, regulatory compliance, and the responsible deployment of AI and other emerging technologies.

The Board is confident in the leadership team's ability to execute on these priorities. Under the leadership of Ramesh Gopalan, Sagility continues to strengthen its role as a trusted partner to healthcare organizations by bringing together domain expertise, decision intelligence, and operational execution to deliver measurable outcomes. Ramesh has built a strong team of professionals with more than 46,000 people around the world serving our US-based healthcare clients. We're proud of the work they do every day, and we will continue to strive to make our work environment a great place to work.

Looking ahead, the healthcare industry is entering a period of structural change. Organizations are increasingly seeking partners that can simplify complexity, apply technology meaningfully, and deliver tangible business impact. We strive to be the partner of choice and believe we are taking the right steps to be well positioned to lead in this environment.

Our ability to focus on disciplined execution along with proper long-term investments give us confidence that we can continue to create value for our shareholders. Our clients, our shareholders and our people are top of mind every day.

On behalf of the Board of Directors, I thank you for your continued trust and support.

Sincerely,

Marty Cole
Chairman of the Board

Executing with Precision. Scaling Outcomes. Shaping the Future.

FY26 marked a year of outstanding growth and profitability for Sagility, as we continued to strengthen our role as a trusted partner to healthcare organizations navigating an increasingly complex operating environment.

During the year, we advanced our capabilities across technology, AI, managed services, and platform-enabled solutions, reinforcing our ability to deliver scalable, efficient, and outcome-focused operating models. These efforts position us well for the future, as clients increasingly seek partners who can combine healthcare domain expertise with intelligent execution at scale.

Dear Shareholders,

FY26 was a defining year for Sagility, with performance that demonstrated the strength of our execution, the depth of our client relationships, and the increasing strategic value of our capabilities in a rapidly evolving healthcare landscape.

Revenue from operations grew from US $658.3 million in FY25 to US $814.0 million in FY26, representing a 23.6% year-on-year increase. Profitability grew at an even faster pace, with Adjusted PAT growing 33.5% in U.S. dollar terms, outpacing revenue through operating leverage and reduced interest costs. This performance underscores both the resilience of our business and the growing strategic role we play for our clients.

Healthcare organizations today are operating under sustained pressure from rising costs, greater regulatory complexity, and higher expectations from members and providers. Traditional operating models are proving inadequate to meet these demands with the scale, speed, and accountability required. As a result, the industry is moving away from fragmented, effort-driven models toward more integrated, intelligence-led systems designed to deliver measurable outcomes.

Sagility is uniquely positioned to deliver value through this shift.

We combine deep healthcare domain expertise with technology, analytics, and AI to help clients move from managing processes to deliver outcomes. Our work is increasingly aligned with performance, creating greater accountability, and deeper alignment with the value we deliver.

This evolution is also changing the nature of our client relationships. We are moving beyond discrete services to managing connected workflows across the healthcare value chain, expanding both the scope and the strategic depth of our engagements. This shift enables us to play a more integrated role in our clients' operations and create greater long-term value.

During the year, client satisfaction improved significantly, with our Client Net Promoter Score increasing, placing us in the top quartile of the industry. This reflects the trust our clients place in us, as well as the relevance and consistency of delivery.

AI-led operations are becoming an increasingly important enabler of this model. Our focus is on moving beyond task-level automation to redesign critical workflows as AI-led, orchestrated operating systems. During the year, we expanded this approach across key internal processes, including hiring, training, quality, coaching, and real-time operations management. By embedding intelligence into how work is planned, executed, monitored, and continuously improved, we are driving greater consistency, accuracy, speed, and control across our operations. These capabilities also enhance our ability to support more complex, higher-value, and outcome-oriented mandates for our clients.

Looking ahead, healthcare operations will evolve from AI embedded within workflows to workflows redesigned around AI-led orchestration. Intelligence will shape how work is planned, executed, monitored, and improved, with human oversight ensuring quality, compliance, and trust. Clients will increasingly seek partners who can lead this transition by combining domain depth, intelligent execution, and accountability for measurable outcomes.

Sagility is well positioned to lead in this environment. Our focus remains clear: invest in capabilities that matter, deepen client partnerships, and build an operating model that integrates domain expertise with intelligence and execution. We believe this approach will continue to differentiate Sagility and create sustained long-term value.

I would like to thank our clients for their continued trust, our employees for their effort and commitment, and our stakeholders for their support.

Sincerely,

Ramesh Gopalan
Managing Director & Group CEO

Disciplined Execution. Sustainable Value. Strong Performance.

Our performance in FY26 demonstrates our ability to scale growth while maintaining financial discipline and operational efficiency. We delivered strong margins, robust cash generation, and continued balance sheet improvement, supported by focused execution and disciplined cost management.

At the same time, we continued to invest selectively in technology, AI capabilities and our workforce, while maintaining a balanced approach to costs. This balance between operational efficiency and strategic investment supports long-term competitiveness and sustainable shareholder value creation.

Dear Shareholders,

We closed FY26 with revenue of ₹71,929 million (US $814.0 M), reflecting a 29.1% year-on-year growth, and 23.6% in constant currency terms. Organic growth excluding BroadPath remained robust at 20.1% in INR terms and 15.0% in constant currency, reflecting sustained momentum across the business.

Our fourth quarter delivered ₹20,243 million (US $222.1 M) in revenue, a 29.1% year-on-year increase in INR terms and 22.2% in constant currency terms. This performance reflects continued demand across both payer and provider markets and strong execution across our operations. The Payer segment accounted for over 89.7% of our revenues and provider segment accounted for 10.3%.

We continued to diversify our revenue base during the year. Revenue share from our top three and top five clients declined during the year, resulting in a healthier and more balanced revenue mix. At the end of FY26, we had 82 active client groups, with 17 new clients added during the year.

Our healthcare-focused business model continues to support operational excellence, strong client retention and improved operating leverage. This focus, combined with our operational capabilities and delivery excellence, contributed meaningfully to our financial performance during the year. Looking ahead, we remain focused on delivering profitable growth while maintaining financial discipline and operational efficiency.

Adjusted EBITDA for FY26 stood at ₹18,200 million (US $206.0 M), representing a robust 23.9% increase (in INR terms) over FY25, with margins at 25.3%.

Adjusted profit after tax grew at an even faster pace, increasing 39.5% year-on-year to ₹11,306 million reflecting the scalability of our operating model, cost management, and sustained demand from existing clients. Operating cash flow stood at ₹12,030 million, reflecting healthy cash conversion and the quality of our earnings. With adjusted PAT margins increasing to 15.7% from 14.6% last year, we continued to improve efficiency across the business while strengthening our capital structure.

Revenue growth and margin preservation remain key priorities, with cost optimization being a key lever in sustaining our healthy margins. In FY26, we managed wage inflation without compromising profitability. Seasonal demand in the second half of the year was managed effectively, allowing us to scale back excess capacity following the open enrollment season. Total headcount increased by 18.9% during the year, helping support business growth.

Our cost structure remains balanced, supported by automation, digital workflows, and operational productivity measures. Tight controls of discretionary expenses helped us mitigate short-term margin pressures while preserving long-term competitiveness. Reported EPS grew by more than 69%, and adjusted EPS increased 37.6%, demonstrating our ability to translate business performance into shareholder value. Our post-IPO capital structure remains robust, with low net debt and lease liabilities at just 0.11x of Adjusted EBITDA. This balance sheet strength provides flexibility to pursue both organic and inorganic growth opportunities while maintaining financial resilience.

We remain committed to prudent capital deployment, balancing investments in growth with the maintenance of a strong balance sheet and financial flexibility.

Looking ahead, our growth agenda will continue to be anchored on deeper client penetration, expansion within the mid-market payer segment, and selective acquisitions that complement our capabilities and strengthen our market position.

As we enter FY27, we do so with confidence and from a position of strength. Supported by a scalable operating model, healthy cash generation and a resilient financial foundation, we are well positioned to capitalise on emerging opportunities while continuing to deliver sustainable returns for shareholders and long-term value for all stakeholders.

Sincerely,

Srinivas Rathnam Mattapalli
Group Chief Financial Officer

Industry Outlook

Healthcare Operations is Entering its Next Phase of Transformation

The U.S. healthcare industry is undergoing a structural shift in how operations are designed and executed. Historically, healthcare operations have relied on fragmented systems, siloed vendors, and effort-intensive workflows. As complexity increases, these models are becoming increasingly difficult to scale efficiently or deliver consistent outcomes.

Organizations are therefore moving toward more integrated operating models that combine domain expertise with technology, analytics, and AI to drive efficiency, enhance transparency, and performance across the enterprise.

An Evolving Landscape for Healthcare Operations

- **Market Shifts**
- **Medical Cost Pressure**
- **Healthcare Regulations**
- **Tech & AI acceleration**

The journey ahead calls for a thoughtful **Domain expertise & AI potential** alignment.

- Healthcare operations are navigating a period of significant change
- Market dynamics, costs, and compliance requirements continue to evolve
- Adapting to change is increasingly important

Senior Manager, Large National Payer client

Sagility consistently shows a strong commitment to partnership. They respond quickly to feedback and are open to making adjustments when issues arise, which makes collaboration smooth and productive.

They reliably handle assigned workstreams and maintain consistent performance, even during transitions or when new processes are introduced. Their ability to stay on top of day-to-day operations adds stability and trust to the partnership.

Sagility demonstrates flexibility when business needs shift - such as taking on new inventory, changing schedules, or refining workflows. They actively look for ways to improve efficiency and align with our organization's goals

Evolving Consumer Expectations

Member and patient expectations continue to rise, shaped by experiences in other industries. Faster resolution, personalized engagement, and seamless interactions are becoming baseline requirements.

Healthcare organizations are responding by investing in operating models that improve engagement across the member and provider lifecycle while reducing friction across complex workflows.

Administrative Complexity Remains a Large Opportunity

Administrative workflows remain one of the largest areas of inefficiency in healthcare. Claims processing, prior authorization, payment accuracy, provider operations, and member engagement, each continue to be fragmented, creating operational friction and avoidable costs.

Healthcare organizations are increasingly investing in models that streamline workflows, accelerate decision making, and reduce manual intervention. This shift is driving demand for partners who can deliver end-to-end transformation across interconnected workflows rather than optimize isolated processes.

AI Is Becoming a Core Operating Layer

AI is moving from targeted use cases to broader enterprise adoption across healthcare operations.

This progression started with human-led operations consisting largely of manual processes managed by people and then moved to AI-enabled operations managed by humans but supported by AI. The current evolution features human operations supported fully by AI workflows and tools.

AI is being applied to areas such as workflow orchestration, decision support, document processing, and predictive analytics, improving efficiency and outcomes while maintaining necessary clinical and regulatory controls.

Shift Toward Outcomes and Cost Optimization

The continued expansion of value-based care and rising medical cost pressure are accelerating the focus on measurable outcomes.

Health plans and providers are investing in capabilities that improve care coordination, utilization management, and quality performance, while also reducing administrative costs. This requires operating models that connect administrative execution with clinical decision-making and financial impact.

Convergence Toward Integrated Models

Healthcare organizations are increasingly aligning with strategic partners capable of delivering enterprise-scale transformation across multiple functions rather than managing numerous specialized vendors.

This is driving increased demand for:

- Connected operational workflows
- Shared accountability through outcome-based models
- AI-enabled platforms
- Enterprise-wide transformation capabilities

Organizations are prioritizing partners that simplify complexity while delivering measurable financial and operational impact.

Implications for the Market

The next phase of healthcare operations will be defined by the ability to integrate domain expertise, technology, and execution into a unified operating model.

Organizations that can simplify complexity, deliver better outcomes, and scale transformation responsibly will be best positioned to lead.

Sagility believes this shift favours partners that combine deep healthcare expertise with the ability to embed intelligence directly into operational workflows, enabling more consistent, scalable, and outcome-driven performance.

> **Senior Manager, Service Operations, Large national Payer client**
>
> Strengths would be the leaders and how they engage with their staff. Without a strong leadership then we would have high attrition. Another would be the technology that can be operationalized. Until a recent visit to the Bengaluru, India location, our team was not aware of the diverse tools available to be leveraged.

Company Overview

About Sagility

Sagility is the Decision Intelligence and Outcomes layer for healthcare operations, focused exclusively on the U.S. healthcare industry. With over 26 years of deep domain expertise, Sagility partners with payers, providers, and pharmacy benefit managers to manage and improve mission-critical operations across administrative, financial, and clinical workflows.

Sagility delivers end-to-end capabilities across the healthcare value chain, including member and provider lifecycle management, claims operations, clinical utilization and care management, payment integrity, and provider revenue cycle management. These capabilities combine operational scale with deep clinical and coding expertise to improve quality, compliance, and cost outcomes.

Sagility operates through long-standing, deeply embedded client relationships, reflected in high retention rates and sustained engagement across leading healthcare organizations. Sagility serves more than 80 healthcare client enterprises, including several of the largest health plans and pharmacy benefit managers in the United States.

With a global delivery footprint spanning the United States, India, the Philippines, Jamaica, and Colombia, and a workforce of over 46,000 professionals, including clinicians and technology specialists, Sagility delivers services at scale while maintaining close alignment with client objectives.

Over time, Sagility has evolved its operating model through the application of AI and automation, moving from AI-enabled to AI-embedded operations. This approach enables intelligence to be applied directly within workflows, improving accuracy, consistency, and performance across complex healthcare processes.

Brand Promise & Mission

Brand Promise

Sagility delivers value in healthcare operations through deep domain expertise, tech- and AI-led transformation, and trusted collaboration.

This promise reflects how Sagility operates in an environment where healthcare organizations are moving from fragmented, process-led models toward more integrated and outcome-driven operating frameworks.

Sagility's approach is anchored in three core strengths:

Deep Domain Expertise

A focused specialization in U.S. healthcare operations, built over more than 26 years, spanning payer, provider, and pharmacy workflows. This depth enables accurate application of domain knowledge in complex, high-stakes environments.

Tech and AI-Led Transformation

The disciplined application of technology and AI to solve specific operational challenges. Sagility focuses on embedding intelligent decision making into workflows in a manner that is explainable, compliant, and aligned with clinical and regulatory requirements.

Trusted Collaboration

Long-term, partnership-led engagements built on transparency, shared accountability, and measurable outcomes across the partnership ecosystem. This promise is reflected in a consistent ability to incorporate client feedback into improved execution.

> Manager, Operations, Large workers' compensation-focused services client
>
> Sagility excels through its exceptional domain knowledge and outstanding responsiveness. Their teams demonstrate comprehensive expertise across operations while consistently adapting quickly to client needs. This perfect balance of deep understanding and swift action ensures accurate outcomes and creates a truly valuable partnership experience in an industry where both expertise and speed are critical.

Sagility's Operating Role

Sagility operates as the Decision Intelligence and Outcomes layer within healthcare operations.

The operating model is built on two integrated components:

System of Intelligence (SOI)

The intelligence layer that processes fragmented data across healthcare workflows, predictive and generative AI based insights, and decision support.

System of Orchestration and Action (SOA)

The execution layer that translates intelligence into coordinated workflows, integrating human expertise with AI to ensure accurate, scalable, and compliant outcomes.

Together, these layers create a closed-loop operating model where intelligence informs action, and operational outcomes continuously refine decision-making. This enables more adaptive, scalable, and outcome-driven healthcare operations.

Director Payment integrity, Post pay audit, Large national Payer client

Sagility has really put action to the feedback we provide. They are showing up as a better partner and bringing new ideas and solutions to help us improve productivity and quality. I love hearing about their new ideas and insights.

Our Role in Healthcare Operations

Decision Intelligence & Outcomes

- Domain-driven decision intelligence
- AI-led operational orchestration
- Measurable business & clinical outcomes

100%

Applications

- Agentic AI-embedded point-solutions
- AI Agents and Automation
- Workflow tools and systems

70%

Infrastructure

- AI Infrastructure (Ecosystem)
- Foundation models (Google, OpenAI, Claude)
- Data admin platforms, CRM, cloud, compute

20%

Sagility is the **Decision Intelligence** and **Outcomes layer** for healthcare operations.

Practice and Solutions

Practice Overview

Sagility's Practices are designed to manage and improve critical healthcare operations across the payer and provider ecosystem. These capabilities span the full healthcare value chain, combining deep domain expertise with operational execution to deliver measurable outcomes.

The Practice portfolio is organized across six core areas:

Member Lifecycle Management

Supports the end-to-end member journey, including enrollment, billing, reconciliation, benefits management and ongoing engagement. This helps payers improve accuracy and timeliness, reduces revenue leakage and improves member experience.

Clinical Utilization and Care Management (UM/CM)

Includes utilization management, case management, disease programs, and quality initiatives. These services deliver better care coordination and improved clinical and financial outcomes for our payer and provider clients.

Provider Lifecycle Management

Covers provider operations such as credentialing, contract management, data maintenance, and engagement. These capabilities help payers maintain accurate provider networks improving access to care for the members and reducing downstream operational friction.

Payment Integrity (PI)

Focuses on identifying, preventing, and recovering inappropriate payments across the claims lifecycle. This helps payers to reduce leakage and better financial control.

Claims Management

Encompasses intake, adjudication support, rework, and appeals. These services enable payers to improve claims accuracy, reduce turnaround times, enhance operational efficiency and improve provider and member engagement.

Provider Revenue Cycle Management (RCM)

Supports Providers across billing, coding, denial management, and collections to improve revenue realization and cash flow performance.

These Practices are further advanced through consulting and technology services, including assessments, transformation programs, platform enablement, and AI-led orchestration.

This integrated portfolio enables Sagility to move beyond isolated process execution toward managing connected workflows and delivering measurable outcomes across healthcare operations.

Managed Services Model

Sagility's Managed Services model is designed to help healthcare organizations move beyond fragmented outsourcing relationships toward integrated, outcome-driven operating models.

The approach begins with a structured assessment of operational performance across critical workflows such as enrollment, claims administration, care management, provider operations, and payment processes. This assessment identifies inefficiencies, cost leakage, and opportunities for standardization, automation, and improved decision-making.

Based on these insights, Sagility deploys an integrated operating model that combines domain expertise, operational execution, technology, and AI to deliver measurable business outcomes. The focus is on redesigning workflows and embedding intelligence directly into day-to-day operations to improve accuracy, speed, and consistency.

This emphasis includes capabilities such as workflow transformation, automation, analytics, clinical decision support, and the orchestration of interconnected processes across the healthcare value chain. These elements are applied selectively to drive tangible impact, including cost reduction, improved quality, faster turnaround times, and enhanced member and provider experiences.

A key differentiator of this model is accountability for outcomes. Engagements are increasingly structured around performance, aligning Sagility's success directly with client results. This shifts the relationship from transactional execution to shared ownership of business outcomes.

The model enables clients to simplify vendor ecosystems, modernize legacy workflows, and transition from effort-based operating approaches to more scalable, outcome-oriented models.

Medical Loss Ratio (MLR) Reduction Solutions

Sagility's MLR Reduction Solutions are designed to help healthcare organizations manage and reduce medical costs while improving quality outcomes across the care continuum.

These solutions focus on high-impact areas such as utilization management, care coordination, clinical review, and quality improvement programs. In these applications, the use of analytics and AI, which enables risk scoring, more accurate clinical decision-making, and better intervention timing, significantly influences medical cost and health outcomes, with the same or lower operational spend.

The approach integrates Sagility's domain expertise, data scientists specializing in payer-clinical data analytics, at-scale clinical services, operational excellence, and technology to improve precision in key workflows, including prior authorization, case management, and ongoing utilization monitoring. By embedding intelligence into these processes, Sagility enables more consistent application of clinical guidelines, earlier identification of risk, and proactive intervention.

> Manager, Large pharmacy benefits-focused services organization
>
> Sagility's key strengths lie in their ability to scale efficiently, maintain exceptional attention to detail, and consistently deliver high-quality outcomes while meeting turnaround time requirements. Their operational rigor and commitment to excellence make them a reliable partner for handling complex processes with precision and speed.

Tech Capabilities

Tech Capability Evolution

Sagility's technology capabilities have evolved through a deliberate progression from process optimization to orchestrating end-to-end healthcare operations at scale.

The journey began with process improvement, where standardization and operational discipline strengthened core workflows. It then evolved into technology enablement, leveraging automation, analytics, and process visibility tools to improve efficiency and consistency.

Building on this foundation, Sagility embedded GenAI-augmented operations, integrating healthcare-specific models into workflows to accelerate knowledge access and improve execution quality. This has further evolved into agentic AI-embedded operations, where multi-agent orchestration and human-in-the-loop governance enable more adaptive and responsive execution.

Today, this progression is advancing toward Lifecycle Operations, enabled through Sagility Synchrony across domains such as Medicare, utilization management, claims, and payment integrity. At the Lifecycle Operations stage, intelligence is applied continuously across workflows, improving decision speed, bolstering accuracy, and enabling more consistent outcomes at scale.

Depicted below is the Synchrony model, highlighting the layers of intelligence, orchestration and execution to deliver the outcomes.

CoreIQ in Action

Execution: SmarTec

EXECUTES THE WORK

Delivers work efficiently and accurately using AI, automation, and skilled experts.

Orchestration: Synchrony

KNOWS HOW

Designs the optimal approach, coordinates work, connects systems, and governs execution.

Intelligence: CoreIQ

KNOWS WHAT

Turns data into intelligence to surface opportunities, assess risk, and prioritize what matters.

Measurable Impact

- Revenue Optimization
- Streamline Operations
- Elevate Member Experience
- Lower Medical Costs

Technology and AI Strategy

Sagility's technology and AI strategy integrates a partnership-first approach for enterprise-grade core systems and sustained investment in proprietary, domain-rich capabilities.

Together, these elements underpin Sagility's integrated operating model of System of Intelligence and System of Action, enabling the transition from process execution to intelligence-driven operations.

Core Capability Layers

Sagility's technology capabilities are structured across three integrated layers:

Data and Intelligence Foundation

Data engineering, domain-specific data models, and analytics process fragmented healthcare data into actionable insights, supporting better decision-making across the member and provider lifecycle.

Frameworks and Integration

Platforms, accelerators, and interoperability assets enable customized workflow orchestration, connecting systems for seamless data exchange across healthcare ecosystems.

AI and Agent-Driven Execution

SmarTec agents, predictive models, and automation capabilities enhance workflow execution, improve accuracy, and reduce variability across high-volume operations.

Together, these layers embed intelligence directly into operations, improving decision speed, augmenting execution consistency, and enhancing member and provider experiences.

CoreIQ

Central to this architecture is CoreIQ, Sagility's system of deep domain intelligence.

CoreIQ continuously analyses healthcare operations data to identify performance gaps, operational friction, and improvement opportunities across workflows. It provides end-to-end visibility across the member and provider lifecycle, enabling more precise and timely decision-making.

CoreIQ creates a structural advantage by embedding domain intelligence directly into operational workflows, rather than applying analytics externally. This allows organizations to move from retrospective reporting to real-time, actionable insights that improve both operational and financial performance.

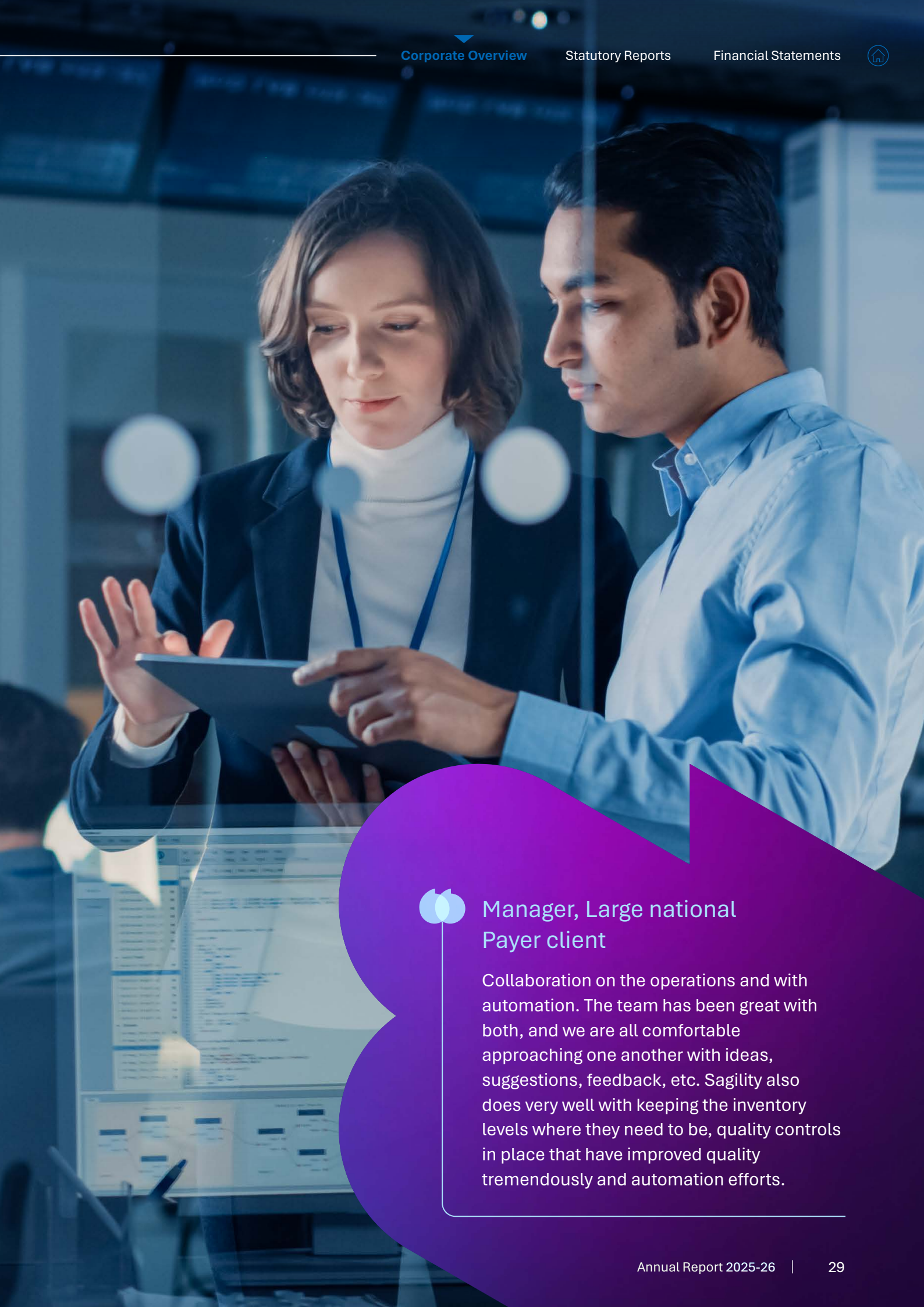
Curated Partnership Ecosystem

Sagility's technology capabilities are extended by a curated partnership ecosystem that complements its proprietary assets.

Strategic collaborations across healthcare platforms, systems integration, automation, and cloud infrastructure enable scalable, interoperable solutions that integrate seamlessly into client environments.

Outcome

In concert, this technology foundation enables Sagility to move beyond isolated automation toward integrated, intelligence-driven operations that deliver measurable improvements in cost, quality, speed, and scalability across healthcare workflows.



Manager, Large national Payer client

Collaboration on the operations and with automation. The team has been great with both, and we are all comfortable approaching one another with ideas, suggestions, feedback, etc. Sagility also does very well with keeping the inventory levels where they need to be, quality controls in place that have improved quality tremendously and automation efforts.

Delivery Overview

Senior Vice President - Strategic Business Executive, Large workers' compensation-focused services client

As strategic partners, Sagility continues to be flexible and accommodating to changing needs across multiple different business units and functions. The account management continues to be strong. Additionally, they are leaning in on more technology solutions, which has been very well received and necessary to continue to compete for our business.

Sagility's delivery model is built to operate at scale, ensure consistency across geographies, and maintain rigorous governance in complex healthcare environments.

Sagility operates a globally distributed delivery model across the United States, India, the Philippines, Jamaica, and Colombia, anchored by 31 delivery centres. This footprint is optimized continuously to expand to Tier 2 locations to unlock cost advantage and deepen talent access.

A hybrid delivery model enables more than 50% of associates to work-at-home (WAH). This materially enhances agility, broadens the addressable talent pool, and builds greater resiliency through geographic diversification.

The model is designed to flex with client demand, supporting both steady-state operations and large-scale ramp-ups across enrollment cycles, claims processing, and clinical workflows.

Delivery is sustained by a meticulous quality and compliance framework aligned to global standards including ISO 27001, URAC, SOC 1 and SOC 2, HiTrust, HIPAA, PCI-DSS, and NCQA. Embedded into how we operate, these benchmarks tailored to meet the unique needs of each service line, ensuring uncompromising security, reliability, and regulatory adherence.

Operational Scale and Execution

At the core of Sagility's delivery model is the ability to manage complex, high-volume operations with consistency and precision.

Delivery is anchored in standardized operating frameworks, embedded domain expertise, and integrated technology support.

This enables:

- Consistent execution across distributed teams
- Faster ramp-up and transition of operations
- Scalable management of interconnected workflows
- High levels of operational reliability and performance

This approach ensures that execution remains stable even as complexity, volume, and scope increase.

Governance and Control

Sagility's delivery model is supported by a structured governance framework designed to ensure performance, compliance, and continuous improvement.

This includes:

- Clearly defined accountability across teams and workflows
- Regular performance reviews aligned to client KPIs
- Real-time monitoring and exception management
- Strong compliance controls across regulatory and clinical requirements
- Continuous feedback loops to operational excellence

Governance is embedded within day-to-day execution, ensuring that quality, speed, and compliance are maintained consistently across all engagements.

Operational Achievements

During the year, Sagility advanced delivery execution across key dimensions, with a clear focus on consistency, control, and scalability. Sagility drove greater service delivery uniformity across its global footprint, while enhancing operational visibility through real-time monitoring and advanced analytics.

Transition and ramp capabilities were scaled to support large-scale programs, enabling faster stabilization and seamless execution during peak demand cycles. At the same time, Sagility accelerated the adoption of automation and AI-led interventions within workflows, driving greater efficiency, accuracy, and turnaround times.

These efforts have translated into better delivery outcomes and enhanced client experience reflected in rising client advocacy levels that place Sagility in the top quartile of the industry. Consistent quality of delivery, adherence to SLAs, and proactive issue resolution have supported long-standing client relationships and high retention levels.

Outcome

Together, this delivery model enables Sagility to combine global scale with operational control, supporting complex healthcare operations with consistency, flexibility, and measurable performance outcomes.

AI-augmented SmarTec Management Model

Enterprise Transformation (ET) is a strategic enterprise function that accelerates business transformation by integrating AI, enterprise operating model modernization, brand and market strategy, corporate communications, and go-to-market enablement — ensuring Sagility evolves how it operates, engages the market, and delivers value to clients.

ET builds and scales a connected portfolio of SmarTec Workmates, role-aligned AI coworkers that augment human capability, accelerate execution, and enable consistent, outcome-driven performance across the enterprise. They operate on a shared architectural backbone, common data foundations, and unified governance, ensuring scalability, reuse, and disciplined adoption across functions.

Not a one-time initiative, Enterprise Transformation is a standing capability with end-to-end accountability across the lifecycle of each workmate, from vision and design to build, validation, pilot, scale, and value realization. The mandate is to ensure that every workmate is purpose-built for outcomes, operationally embedded, and continuously refined through structured feedback and adoption.

Strategic Focus: Superpowering Middle Management

The central objective of Enterprise Transformation is to enable a middle management superpower. Middle management sits at the intersection of decision-making and execution. However, it is often constrained by fragmented data, manual workflows, and delayed insights. SmarTec Workmates address these constraints by executing data intensive and "compute" heavy work and collaboratively interact with human middle management, providing real-time visibility, contextual intelligence, and the ability to orchestrate outcomes with greater precision and speed. The SmarTec Workmates significantly enhance real-time intelligence applications and our ability to rapidly scale.

The portfolio consists of three categories of empowerment:

Sagility plans to have several of these workmates from each category implemented by FY27.

Execution Philosophy

Enterprise Transformation operates through a disciplined execution model designed for scale and measurable impact:

- Full lifecycle ownership across vision, build, validation, pilot, and scale
- Human-in-the-loop governance to ensure quality, compliance, and control
- Cross-functional enablement and change management embedded across all stages
- Outcome and ROI tracking defined upfront and measured continuously

This approach ensures that transformation is not fragmented or experimental, but repeatable, scalable, and anchored in tangible business outcomes.

Talent

Sagility's talent strategy is focused on building a future-ready workforce that can support its shift toward a more technology and AI-led, outcome-driven operating model. As this transition progresses, the organization is evolving toward a human-in-the-loop approach that combines domain expertise with technology to improve productivity and decision-making.

Sagility is operationalizing a skills-first talent model that is supported by more data-driven hiring and workforce planning. This approach enables faster talent deployment consistent with evolving business priorities.

As of March 31, 2026, Sagility's workforce stood at 46,860 employees, reflecting steady investment in talent aligned with business growth and delivery requirements. A specialized pool of over 4,400 clinicians, allied health professionals, nurses, coders, and technologists, now augments Sagility's ability to deliver high-quality, domain-intensive healthcare services.

Sagility continues to leverage its global delivery footprint to scale operations efficiently while supporting fluctuating client needs, including seasonal and member-facing workloads. Attrition trends have remained within reasonable limits and are being actively managed through focused retention initiatives, career development opportunities, and investment in employee engagement.

Talent development is actively encouraged through a personalized learning approach supported by technology-enabled platforms and structured capability-building initiatives. These include dedicated Healthcare and Digital & AI Academies, to deepen domain expertise and build digital fluency across the workforce.

Sagility's management strategy focuses on building future-ready leaders with who can navigate transformation and manage hybrid human-AI teams. Career progression to skills and performance outcomes, reinforces a performance-driven culture while enabling internal mobility.

The combined impact of these talent initiatives amplifies the workforce agility required to deliver consistent, high-quality outcomes for clients.

Strategy and Value Creation

Growth Strategy

Sagility's growth strategy is anchored in a clear principle: align deep healthcare expertise, integrated operating models, and technology-led capabilities to deliver measurable outcomes for clients.

This strategy is executed through three focused pillars that link capability to execution and business impact

Pillar 1

Deep Domain Expertise and Outcome-Led Operations

Sagility's domain expertise in U.S. healthcare operations is a core structural advantage that underpins its operating model and growth strategy.

This expertise is applied through integrated solutions such as Managed Services, Synchrony Lifecycle Operations, and MLR Reduction Solutions, which are designed to influence both operational and financial outcomes directly for clients.

- Managed Services enable multi-year, outcome-linked engagements that consolidate fragmented workflows and create scalable, integrated operating models. These partnerships align delivery with measurable savings, efficiency improvement, and quality outcomes, while enabling expansion of scope and long-term client value creation.
- Synchrony Lifecycle Operations extends this model by integrating workflows across the healthcare value chain through AI-led orchestration and domain-applied execution. This enables faster implementation, more predictable cost structures, and improved alignment with client-operating metrics.
- MLR Reduction Solutions focus on improving clinical and operational decision-making to reduce medical costs while enhancing quality outcomes. These solutions directly influence utilization, care quality, and performance against measures such as HEDIS and Medicare Star ratings.

Through these solutions, Sagility moves beyond process execution to delivering measurable impact across cost, quality, and operational efficiency driving superior client outcomes and sustained growth.

Pillar 2

Technology and AI-Led Transformation with a Partnership Ecosystem

Sagility's technology strategy combines proprietary capabilities with the partnership ecosystem, mentioned earlier, to enable scalable, intelligence-driven operations.

The approach is built on a partnership-first model for enterprise platforms, complemented by internally developed, domain-rich capabilities that embed intelligence within workflows.

This model is built on:

- System of Intelligence, which processes fragmented data into actionable insights
- System of Orchestration and Action, which translates intelligence into coordinated execution

These capabilities are further strengthened through assets such as CoreIQ, SmarTec agents, and modular frameworks that enable faster solution deployment and consistent application across use cases.

This combined approach allows Sagility to move beyond isolated automation toward integrated, AI-led operating models that deliver improved decision-making, execution speed, and measurable outcomes.

Pillar 3

Strategic Market Expansion

Sagility's market expansion strategy is focused on deepening existing client relationships while extending capabilities into new segments and adjacent service areas.

The strategy is driven by three key levers:

- Expanding within existing accounts by increasing scope across workflows, strengthening integration, and moving toward outcome-based engagements
- Accelerating growth in the mid- and small-market segment, supported by the BroadPath acquisition, which enhances market access, delivery flexibility, and scalable operating models
- Building adjacent capabilities across high-value areas such as member acquisition, payment integrity expansion, quality programs, and AI-led workflow orchestration

This approach is supported by notable client retention, high delivery performance, and increasing demand for integrated operating models. Improvements in client satisfaction and operational execution continue to strengthen Sagility's ability to expand share within existing clients and capture new opportunities.

Value Creation Framework

Across these three pillars, Sagility's strategy is designed to create value through a consistent progression:

Strategy

Define areas of structural advantage (domain, technology, operating model)

Execution

Deploy integrated solutions across workflows with accountability for outcomes

Outcomes

Deliver measurable improvements in cost, quality, efficiency, and experience

By aligning client success with its own growth objectives, Sagility creates a foundation for sustained expansion, margin improvement, and long-term competitive advantage.

M&A

Disciplined M&A Drives Leadership

Selective acquisitions expand healthcare capabilities, technology differentiation, and market access to accelerate long-term growth.

Leadership Positioning: Differentiated Healthcare Services Platform

Capability Expansion

- Devlin (2023)
- Payment Integrity
- Clinical Recovery

Technology Differentiation

- BirchAI (2024)
- GenAI / NLP
- Automation & Member Engagement

Market Expansion

- BroadPath (2025)
- 30+ New Clients
- Enrollment Services
- BHive Platform

Foundation: Disciplined M&A Framework

Strategic Value Created:

- Domain Leadership
- Tech-Enabled Services
- Market Access
- Cross-Sell Opportunities
- Sustainable Growth

Sagility's acquisition strategy is designed to advance its long-term growth objectives by building differentiated healthcare capabilities, expanding technology-enabled solutions, and increasing market reach in attractive segments. Sagility pursues acquisitions that deepen domain expertise, accelerate platform-led innovation, and enhance its ability to deliver integrated, AI-enabled healthcare operations.

Potential acquisitions are evaluated based on their strategic alignment with our healthcare focus, technology-enabled operating model, and long-term growth priorities. Sagility emphasizes opportunities that complement existing capabilities, create meaningful revenue and operational synergies, expand client relationships, and can be integrated effectively while maintaining service quality, cultural alignment, and financial discipline.

In recent years, Sagility has executed targeted acquisitions to deepen its healthcare capabilities to achieve leadership positioning in its practice areas. In April 2023, Sagility acquired Devlin Consulting for its differentiated Contract-Central claims repricing platform, proven with large national plans, to enhance its payment integrity offerings through secondary claims adjudication and post-payment recovery solutions for healthcare payers. Since acquisition, the business has more than doubled, supported by an expanding scope of services to include data mining services and adding overpayment recovery capabilities. In March 2024, Sagility acquired BirchAI, a generative AI platform provider powered by transformer based natural language processing, to enhance AI enabled member engagement capabilities and automate domain intensive service operations across claims and clinical processes.

In January 2025, Sagility acquired BroadPath, a healthcare-focused services provider, expanding its presence in the small and mid-market payer segment and adding more than 30 healthcare clients. The acquisition strengthened Sagility's relationships with leading U.S. health plans, broadened its market reach, and created opportunities to cross-sell its technology-enabled healthcare operations and transformation services across an expanded client base.

The acquisition also added new member enrollment capabilities and a scalable remote delivery model enabled by a proprietary productivity enhancement workforce management platform called BHive.

Through such acquisitions, the organization seeks to augment organic growth, deepen client relationships, and reinforce its competitive positioning across core and adjacent healthcare segments. Sagility continues to assess inorganic growth opportunities through proactive market intelligence and well-established banker network in a disciplined manner, with a focus on long-term value creation, effective integration, and consistency with its overall strategic and financial objectives.

Looking Ahead & Sagility's Outlook

Sagility enters FY27 with strong momentum and a pointed strategic focus: expanding outcome-driven healthcare operations while continuing to reinforce execution, scale, and differentiation across its operating model.

As indicated earlier, healthcare organizations are navigating sustained margin pressure, rising medical costs, and increasing regulatory complexity. At the same time, expectations for efficiency, speed, and quality continue to rise. These circumstances are accelerating the shift away from fragmented service models toward integrated operating models that deliver measurable business outcomes.

Sagility is poised for success in leading this transition.

Scaling Outcome-Led Growth

Sagility continues to expand outcome-based engagement models that align performance directly with client outcomes.

Demand is increasing for partnerships that combine operational execution with accountability for results across areas such as cost reduction, quality performance, and operational efficiency. Building on its Managed Services and MLR Reduction Solutions, Sagility is fortifying its ability to deliver measurable impact across both administrative and clinical workflows.

This shift is expected to drive deeper client relationships, larger deal sizes, and more durable, long-term engagements.

Expanding Connected Operating Models

Sagility is advancing its Synchrony Lifecycle Operations model to connect fragmented workflows across the healthcare value chain.

Following early traction across Medicare, claims, and utilization management, Sagility is expanding Synchrony into additional workflows and client segments. This approach enables faster implementation, improved operational visibility, and more consistent outcomes across complex healthcare processes.

Synchrony will continue to play a central role in scaling integrated, AI-led operating models across both large and mid-market clients.

Advancing AI-Led Execution

Sagility will continue to invest in healthcare-focused AI capabilities that enhance execution while maintaining necessary clinical and regulatory controls.

The focus is on embedding intelligence within workflows rather than deploying standalone tools. This includes applications across workflow orchestration, decision support, document processing, and operational analytics.

The operating model will continue to evolve toward:

- Human-led operations
- AI-enabled operations
- AI-led workflows with human oversight

This progression will enable improved decision-making speed, greater consistency, and more scalable operations while maintaining responsible deployment.

Expanding Market Reach

Sagility is accelerating expansion across mid- and small-market healthcare organizations, supported by the BroadPath acquisition and a more flexible delivery model.

In parallel, Sagility continues to deepen relationships with existing large clients by expanding into adjacent workflows and increasing integration across operations.

This combination of expansion and deepening is expected to drive sustained growth across client segments.

Investing for Sustainable Growth

Disciplined operational execution and improving financial strength provide the foundation for continued investment in:

- Technology and AI capabilities
- Acquisitions and partnerships
- Talent and delivery scale

These investments are focused on fortifying Sagility's long-term competitive advantage while maintaining discipline in capital allocation.

Sagility's Outlook

The healthcare operations market is undergoing a structural shift toward integrated, outcome-driven models.

Organizations are increasingly seeking partners that combine domain expertise, execution capability, and embedded intelligence to deliver measurable impact. Sagility's positioning as the Decision Intelligence and Outcomes layer aligns directly with this shift.

With a focus on execution, innovation, and disciplined growth, Sagility is well positioned to expand its role in the healthcare ecosystem and deliver sustained value for clients and shareholders.

Sustainability

Embedding Sustainability into Scalable Growth

Sagility continues to embed sustainability into its core business strategy, integrating environmental, social, and governance (ESG) considerations across operations, decision-making, and stakeholder engagement. Grounded in the belief that the business of care extends beyond healthcare delivery, our approach reflects a commitment to environmental responsibility, workplace equity, and meaningful community impact.

Sustainability governance is anchored through the CSR and Sustainability Committee, supported by the Sustainability Council and CSR Forum. These bodies provide strategic direction and oversight, ensuring alignment with regulatory requirements, stakeholder expectations, and long-term business objectives.

Climate Strategy and Emissions Commitment

Sagility's climate strategy is guided by a structured and accountable approach to emissions reduction. During the year, Sagility achieved a significant milestone with the validation of its greenhouse gas (GHG) emissions targets by the Science Based Targets initiative (SBTi), reinforcing alignment with global climate science and the 1.5°C pathway.

Sagility remains committed to its near-term targets:

- Reducing absolute Scope 1 and Scope 2 emissions by 54.6% by FY34 (from a FY24 base year)
- Reducing absolute Scope 3 emissions by 32.5% across key categories within the same timeframe

These targets provide a measurable roadmap for managing emissions across both operations and the broader value chain.

Operationalizing Emissions Reduction

Sagility continues to translate its climate commitments into actionable initiatives across operations:

Energy Efficiency

Sagility has advanced energy optimization across facilities through the adoption of LED lighting, occupancy-based controls, and energy-efficient HVAC systems such as Variable Refrigerant Flow (VRF) in new office environments.

Responsible Mobility

A mindful travel framework encourages lower-emission alternatives, complemented by the adoption of electric vehicles for employee transportation in select locations.

Renewable Energy Transition

Despite operating within a predominantly leased infrastructure model, Sagility increased its renewable energy footprint, with approximately 30% of electricity consumption supported through renewable sources via Energy Attribute Certificates (EACs). Sagility continues to evaluate additional opportunities, including onsite solar and alternative renewable sourcing models.

Advancing Value Chain Sustainability

Recognizing the growing significance of Scope 3 emissions, Sagility has initiated structured engagement with suppliers to promote greater emissions transparency and accountability. Efforts during the year focused on enabling awareness, improving emissions data capture, and encouraging the adoption of sustainable practices across the supply chain.

This collaborative approach supports Sagility's long-term objective of building a more resilient and responsible value chain.

Resource Stewardship and Environmental Management

Sagility continues to adopt responsible resource management practices across its operations:

- Waste management: Processes aligned with regulatory requirements to ensure responsible handling and disposal, with a focus on minimizing environmental impact
- Water stewardship: Implementation of water conservation measures, including recycling systems, rainwater harvesting, and water-efficient infrastructure in select locations

These efforts reflect a pragmatic approach to environmental stewardship, particularly in regions facing resource constraints.

Governance and Outlook

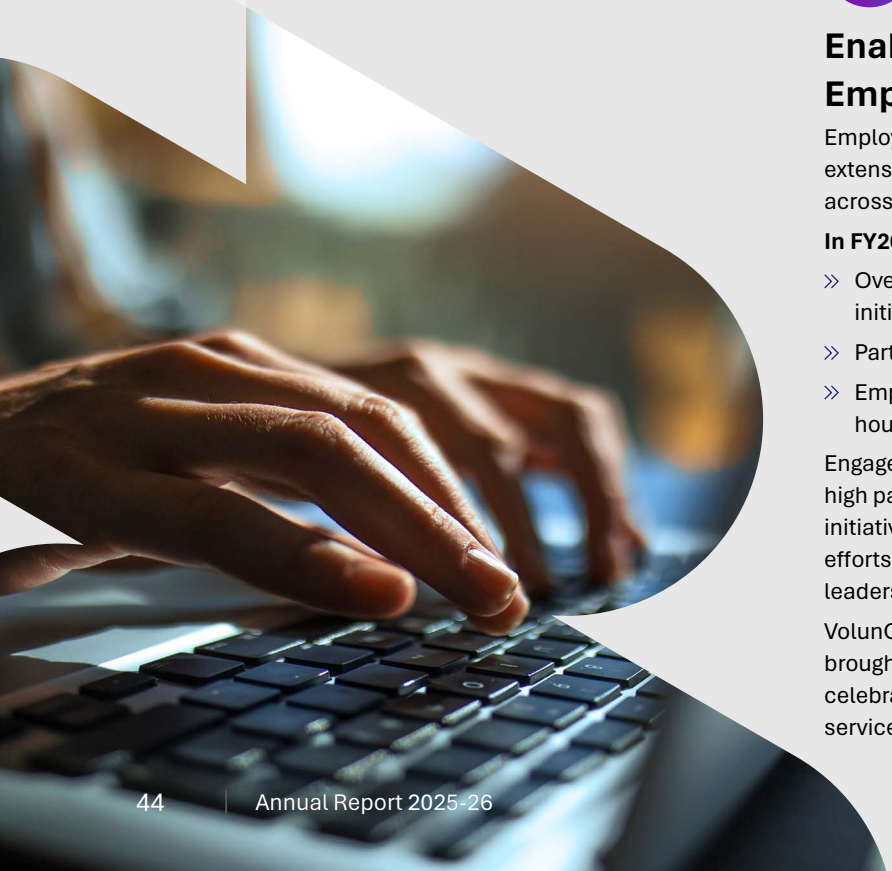
Sustainability performance is regularly monitored through established governance frameworks, with periodic oversight by the CSR and Sustainability Committee.

As Sagility advances on its ESG journey, the focus remains on deepening integration across business functions, strengthening climate risk management, and delivering long-term value aligned with its environmental commitments and stakeholder expectations.

CSR

Advancing Inclusive Growth and Community Impact

Sagility's commitment to responsible growth extends beyond business outcomes into the communities Sagility serves and the culture it builds. Through our Corporate Social Responsibility (CSR) initiatives, an active culture of employee volunteering, and a sustained focus on Diversity, Equity & Inclusion (DEI), we continue to drive meaningful impact while fostering an inclusive, purpose-led organization.



Driving Community Impact through CSR

In FY26, Sagility invested INR 3.13 Cr across seven CSR initiatives, achieving full fund utilization and positively impacting over 38,000 beneficiaries across three states.

Sagility's CSR efforts are anchored in three focus areas:

- Healthcare, supporting access and infrastructure for underserved communities
- Tech-enabled Skilling, enabling employability and economic mobility
- Local Community Initiatives, addressing region-specific needs

A robust NGO governance framework, spanning partner selection, due diligence, and impact assessment, ensures transparency, accountability, and measurable outcomes.

To deepen leadership ownership, Sagility introduced a CSR Ambassadors Program, aligning senior leaders to key initiatives. This strengthened oversight, enhanced visibility, and brought projects closer to the organization, enabling greater employee participation. Leadership engagement remained strong through on-ground involvement, project milestones, and CSR Connect platforms.

Enabling Impact through Employee Volunteering

Employee volunteering continues to be a powerful extension of Sagility's purpose, translating intent into action across communities.

In FY26:

- Over 20,000 employees participated in volunteering initiatives globally
- Participation reached 52%, exceeding internal targets
- Employees contributed more than 71,000 volunteering hours

Engagement was strong across regions, with particularly high participation in India and the Philippines. Volunteering initiatives spanned community outreach, environmental efforts, and skill-based contributions, supported by active leadership involvement.

VolunCheers 2026, Sagility's flagship volunteering platform, brought together employees globally to recognize and celebrate these contributions, reinforcing a culture of service, ownership, and collective impact.

Diversity, Equity & Inclusion

Advancing Diversity, Equity & Inclusion

Sagility continues to build a more inclusive and equitable workplace, with measurable progress across representation, retention, and engagement.

Key highlights include:

- 61% women representation globally, with continued progress in leadership representation
- Continued momentum in inclusion, including a 39% increase in representation of persons with disabilities
- High retention and support for women employees, with a 94% return-to-work rate in India

Sagility advanced its inclusion agenda in FY26 through the launch of Employee Resource Groups (ERGs) for women and persons with disabilities, and sustaining the momentum of leadership development programs such as S.H.E. Leads.

Sagility's inclusion initiatives resonated across the workforce, with global participation in inclusion-led initiatives and over 5,700 employees taking part in International Women's Day programs. Accessibility audits across key locations further informed infrastructure enhancements, strengthening the foundation for a more inclusive workplace.

People & Awards

Building a Future-Ready, High-Performance Workforce

Sagility's people bring purpose to life, combining expertise, innovation, and collaboration, creating long-term value for clients.

In FY26, Sagility's global workforce grew to 46,860, reflecting an impressive year-on-year increase and continued alignment with business growth.

Building Capability and Leadership for the Future

Sagility continues to invest in building a future-ready workforce through structured performance management and continuous development.

All employees participate in a goal-driven performance framework aligned to role-specific KPIs, supported by a robust feedback culture. This has translated into high satisfaction levels and greater clarity on performance expectations.

Leadership development remains a strategic priority, enabled through coaching, 360° feedback, and structured succession planning. Role-based learning pathways, complemented by flexible digital learning platforms, provide employees with access to continuous upskilling and career mobility. These efforts have contributed to improved leadership effectiveness and on-the-job application of capabilities.

Elevating the Employee Experience

Sagility made meaningful progress in strengthening employee experience during the year, achieving an Employee Net Promoter Score (NPS), above industry benchmarks.

Employees have highlighted the meaningfulness of their work, alignment with organizational purpose, and the effectiveness of people managers as key strengths. Continued progress in diversity, equity, inclusion, and belonging further reinforced a culture of trust and engagement.

Sagility remains focused on enhancing core elements of the employee experience, including rewards, technology, infrastructure, and recognition, ensuring a consistent and high-quality employee journey across regions.

Health, Safety, and Well-Being

Creating a safe, supportive, and resilient workplace remains a core priority at Sagility.

Sagility continues to strengthen its health and safety framework through preventive care, awareness programs, and access to comprehensive well-being initiatives, including Employee Assistance Programs (EAPs). Regular training, safety drills, and clearly defined response protocols ensure preparedness across locations, while ongoing investments in infrastructure and ergonomics support both on-site and remote employees.

RISE 3.0: Shaping the Next Phase of Growth

R.I.S.E. continues to serve as Sagility's flagship annual leadership forum, bringing together global leaders to align enterprise priorities and long-term strategy.

The FY26 edition marked the start of an AI-led transformative journey focused on sustained value creation through innovation, deep domain expertise, and trusted collaboration. RISE 3.0 reinforced a sharper execution mindset, enabling leadership teams to translate strategy into measurable outcomes across the organization.

Embedding Values: A Culture That Drives Performance

Sagility's S.O.A.R. values continue to shape how the organization operates and grows. In FY26, the focus was on embedding these values more deeply across the employee lifecycle, from hiring and onboarding to performance management, learning, and recognition.

By integrating these values into performance frameworks, leadership expectations, and reward systems, Sagility ensures that employees are recognized for what they achieve and how they achieve it. This approach helps cultivate a culture that fosters accountability, engagement, and long-term growth.

Corporate Awards

Human Resources

Top 25 Best Workplaces™ in Healthcare, Biotech & Pharma

Great Place To Work®

Best Overall Employee Benefits Award

Empire Forums – 7th Edition L&D Summit & Awards

Best Organizations for Women

ET Now

Excellence in Talent Acquisition

16th CHRO Confex & Awards

Happy Companies to Work For

World HRD Congress

Onboarding Program of the Year

The Empire Forums

Most Preferred Workplace

Marksmen Daily

Top Private Employer – Philippines

Pag-IBIG Fund

Best Health & Wellbeing Program of the Year

HRBP Summit Awards

Best Employee Strategy – Earlylife

HRBP Summit Awards

Best Employee-Centric BPO Culture

UBS Forums – 16th Edition BPO Innovation Summit & Awards 2025

Corporate Social Responsibility

Global CSR and Leadership Excellence Award
CSR Congress

Most Impactful CSR Leader
World CSR Day

Karma Summit by Goodera
Supercharger

Best Employment Support Initiative of the Year
Brand Honchos

Indian CSR Award
Brand Honchos

Best Skill Development Initiative of the Year
15th Edition CSR Summit and Awards 2025

Diversity. Equity & Inclusion

Best Organization for Women
ET Now, The Times Group

Best Organization for Women Empowerment
9th Edition Women Empowerment Summit & GIWL Awards 2025 – UBS Forums

Best Companies for Women in India
Best of the Best Conference

Excellence & Organizational Development

Excellence in Learning & Development
21st Future of L&D Summit 2025 – UBS Forums

Best Organizational Development & Transformation Initiative
22nd Future of L&D Summit 2025 – UBS Forums

Sagility Philippines: Circle of Excellence Awardee – Service Excellence Company of the Year
Asia CEO Awards 2025

Tech & Procurement

Excellence in Automation and AI Integration
UBS Forums – 16th Edition BPO Innovation Summit & Awards 2025

Excellence in Sustainable Sourcing and Procurement
16th Edition Procurement Excellence Summit & Awards 2025 – UBS Forums

Management Discussion and Analysis

INDUSTRY OVERVIEW

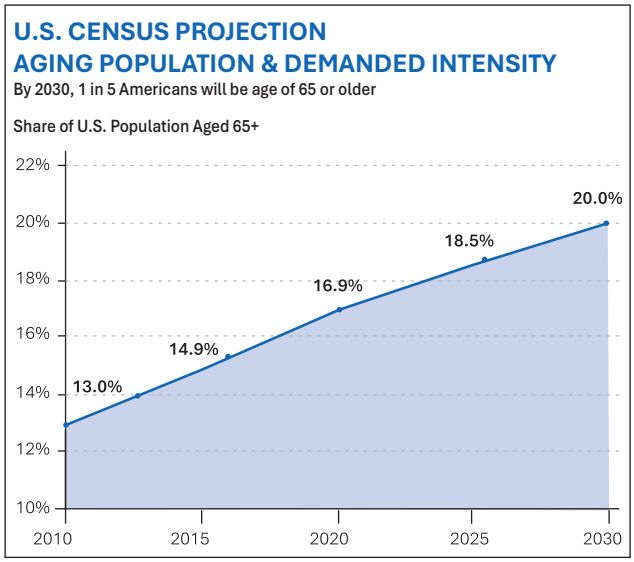
The United States healthcare market remains the largest and among the most complex in the world, shaped by sustained demand, expanding coverage needs, rising clinical and administrative intensity, and continued pressure to improve affordability, access, and outcomes. According to the Centers for Medicare & Medicaid Services, national health expenditure is projected to reach 20.3% of GDP by 2033, up from 17.6% in 2023, underscoring both the scale of the market and the urgency of improving how healthcare is administered, managed, and delivered.

Despite this scale, the U.S. healthcare system continues to face persistent inefficiencies. Administrative fragmentation, disconnected workflows, rising operating costs, and uneven consumer and patient experiences continue to create friction across the ecosystem. These challenges are intensifying as payers and providers manage higher volumes, more complex member and patient journeys, and increasing expectations for speed, accuracy, responsiveness, and personalization.

STRUCTURAL DRIVERS OF DEMAND AND TRANSFORMATION OF CARE DELIVERY

The healthcare industry continues to be shaped by several long-duration forces that are increasing both demand and complexity, while also changing how care is financed, delivered, and experienced.

One of the most significant of these is demographic change. The U.S. Census Bureau has identified 2030 as a demographic turning point, when all baby boomers will be over age 65 and one in five U.S. residents will be of retirement age. Older populations typically require more frequent and more complex healthcare interactions and are more likely to live with multiple chronic conditions, increasing the need for coordinated care, longitudinal engagement, utilization management, and more sophisticated operational support.



Source: U.S. Census Bureau

The burden of chronic disease remains another defining driver. Diabetes, cardiovascular conditions, respiratory illness, and other long-duration conditions continue to account for a significant share of utilization and healthcare spending. This is reinforcing the importance of prevention, risk stratification, care coordination, and population-level interventions across the healthcare ecosystem.

Coverage dynamics are adding further complexity across the healthcare ecosystem. While Medicare Advantage[1] enrolment continues to increase, growth is maturing and profitability pressures are intensifying. Plans are responding by investing in AI, automation, operational efficiency, Stars performance, utilization management, payment integrity, and member experience to protect margins while managing an increasingly complex and highly regulated population. At the same time, Medicaid programs are undergoing significant change as states continue post-pandemic eligibility redeterminations while preparing for funding, eligibility, and operational changes stemming from the One Big Beautiful Bill Act (OBBB). In parallel, the expiration of enhanced Affordable Care Act Marketplace premium subsidies and new marketplace enrollment requirements are expected to drive shifts in Exchange enrollment and member affordability. Together, these policy changes are increasing membership volatility across Medicaid and Exchange populations, requiring health plans to strengthen capabilities across enrollment, eligibility, claims, billing, payment integrity, and member engagement while maintaining operational precision in an increasingly complex regulatory environment.

At the same time, consumer expectations are changing. Patients and members increasingly expect convenience, transparency, speed, and personalization in healthcare interactions. The growth of digital channels and self-service expectations is accelerating the need for engagement models that are more responsive, experience-led, and integrated across the healthcare journey.

Care delivery itself is also evolving. The industry continues to move toward value-based models that place greater emphasis on outcomes, quality, and cost efficiency. In parallel, care is increasingly shifting toward lower-cost and more accessible settings, including outpatient, ambulatory, virtual, and home-based environments. These transitions are increasing the need for stronger coordination across administrative, clinical, and financial workflows.

These structural drivers underscore the need for operating models that are integrated, scalable, and capable of performing consistently in complex healthcare environments.

[1] https://www.kff.org/medicaid/medicaid-what-to-watch-in-2026

The competitive landscape is also evolving. Healthcare organizations are moving away from fragmented vendor relationships and isolated point solutions toward more integrated partners that can combine domain expertize, workflow transformation, analytics, AI enablement, and accountable execution. In parallel, technology-native firms, platform providers, and diversified services players are increasing their presence across the ecosystem, raising the standard for speed, interoperability, and measurable outcomes. These factors are shifting the basis of competition from scale alone to relevance, integration, and the ability to deliver sustained value across end-to-end workflows.

Sagility's strategy is aligned to these shifts. We continue to deepen our capabilities across payer and provider workflows, including enrolment, claims, payment integrity, care management, revenue cycle support, and engagement operations, in order to help clients navigate rising complexity with greater precision, efficiency, and accountability.

We believe the next phase of growth in healthcare operations will be defined by the ability to combine domain expertize, decision intelligence, and execution into a single operating model and translate that into measurable outcomes.

Against this backdrop, our priorities are focused and consistent.

- Scaling **technology and AI-led, outcome-based engagements** across our client base, aligning more directly with the business impact we deliver
- Expanding **connected lifecycle operating models**, including Synchrony, across administrative, clinical, and financial operations.

At the same time, Sagility is expanding into the **mid- and small-market segment**, leveraging our BroadPath acquisition. We will continue to invest in capabilities that strengthen our **long-term structural advantage**, while pursuing **targeted acquisitions** that deepen our domain expertize, expand our technology and AI capabilities, and reinforce our positioning in the market.

In FY 2027, we will scale **with greater emphasis on execution consistency, client outcomes and operational discipline**.

ARTIFICIAL INTELLIGENCE AS A CORE TRANSFORMATION LAYER

Artificial intelligence is rapidly emerging as a foundational transformation layer across healthcare operations. Its value lies not only in automation, but in improving how decisions are made, how workflows are orchestrated, and how complex administrative and clinical support processes are executed with greater speed, consistency, and intelligence. In a sector defined by fragmentation, regulatory complexity, and high consequence decisions, AI is increasingly becoming central to how healthcare organizations improve performance while managing risk.

The next wave of impact will come from embedding intelligence directly into operational workflows rather than treating AI as a standalone tool. This includes intelligent triage, guided decision support, workflow prioritization, document and data interpretation, exception management, and agent-assisted execution across areas such as claims, payment integrity, care management, revenue cycle, contact centre operations, and provider enablement. As these capabilities mature, organizations will increasingly shift from isolated pilots toward enterprize-scale deployment that delivers measurable business outcomes.

Healthcare, is not an environment where generic automation alone is sufficient. The operating context requires domain specificity, regulatory awareness, auditability, and the ability to combine machine intelligence with human judgment. AI adoption in this sector therefore favours models that are deeply embedded within healthcare workflows and supported by clinical, operational, and compliance expertize. This creates significant differentiation for organizations that can responsibly operationalize AI in a way that improves cost, quality, experience, and performance without compromising control.

For Sagility, AI is not a parallel capability. It is increasingly embedded into the operating model itself. Our approach combines healthcare domain expertize, workflow understanding, platform enablement, and human-in-the-loop execution so that intelligence is applied where it can improve decisions and outcomes. We believe this will define and transform the next generation of healthcare operations.

Driving ROI from AI Through Domain-Led Execution: Sagility's approach to AI is fundamentally anchored in domain strategy rather than a platform-led lens. Sagility focuses on embedding AI into healthcare workflows where impact can be directly measured, moving beyond isolated automation to driving meaningful business outcomes.

SAGILITY'S UNIQUE POSITIONING – DELIVERING DIFFERENTIATED IMPACT

We operate at the intersection of healthcare domain depth, operational execution, and technology and AI-led transformation. Our positioning is shaped by the needs of a market that increasingly demands more than capacity augmentation or fragmented point solutions. Clients are looking for partners who understand the complexity of healthcare workflows, can execute at scale, and can translate technology and AI into measurable business outcomes. We believe Sagility is well positioned to play that role.

Our differentiation begins with deep specialization in healthcare. We serve complex payer and provider workflows where accuracy, regulatory discipline, and operating precision matter. This domain intensity allows us to engage in areas that are difficult to commoditize and increasingly important to clients, including payment integrity, utilization management, care support, enrolment and billing, revenue cycle operations, and member and patient engagement. It also creates the foundation for more effective deployment of AI, analytics, and

platform-led solutions because the intelligence is grounded in healthcare context rather than applied generically.

We are also evolving beyond traditional delivery constructs toward a more connected operating model. Through integrated workflow orchestration, platform enablement, AI-augmented execution, and outcomes-based engagement structures, we are helping clients move from siloed operations to more intelligent and accountable models of performance. This reflects The Company's broader ambition to serve as the decision intelligence and outcomes layer for healthcare operations.

Sagility's market opportunity is reinforced by the way the ecosystem itself is changing. As payers, providers, and adjacent healthcare stakeholders pursue tighter integration, platform-based coordination, and greater accountability for outcomes, the demand for operating partners with deep healthcare specialization and transformation capability is increasing. We believe this favours organizations that can combine execution depth with workflow redesign, intelligence, and scalable delivery.

ENTERING FY 2027: SCALING WHAT WORKS

As Sagility enters FY 2027, the focus will remain on scaling the capabilities and engagement models that are already demonstrating relevance in the market. This includes expanding technology and AI-led and platform-enabled solutions, deepening outcome-based partnerships, extending integrated lifecycle models such as Synchrony, and broadening our reach across client segments through assets such as BroadPath. We will continue to invest in the capabilities that strengthen long-term differentiation, while remaining disciplined in how we allocate capital and prioritize growth.

Sagility's objective is not simply to grow with the market, but to help shape the next model of healthcare operations through deeper integration of expertize, intelligence, and execution. This focus positions Sagility to create sustained impact for clients while strengthening the resilience and quality of our own growth trajectory.

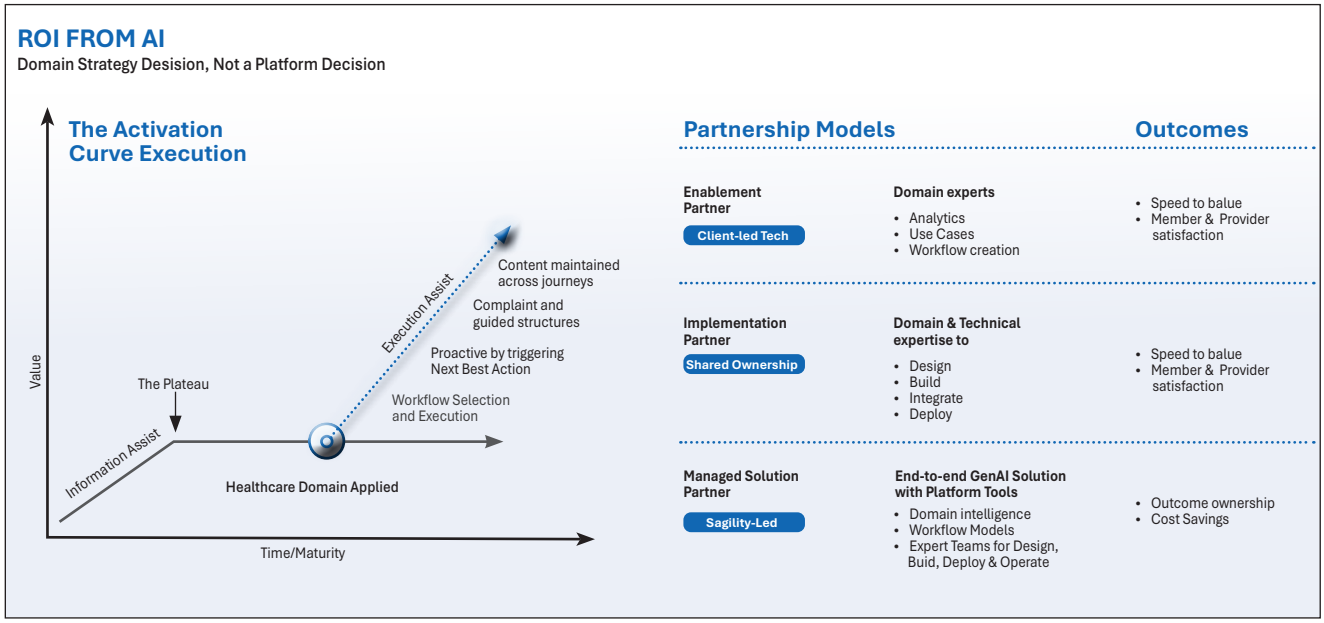
Looking ahead, Sagility expects the market to continue shifting toward AI-enabled, platform-supported, and more integrated operating models. At the same time, clients will place greater emphasis on partners that can help them manage complexity, improve experience, reduce administrative waste, and create measurable financial and operational outcomes at scale.

FINANCIAL PERFORMANCE

FY 2026 marked a year of robust growth and improved profitability despite a challenging and evolving healthcare environment. We delivered robust performance, reflecting disciplined execution, deep client relevance, and the resilience of its operating model.

Revenue from operations for the year stood at ₹ 71,929 Million (US$ 814 Million), representing year-on-year growth of 29.1% in ₹ terms and 23.6% in constant currency. This growth was broad-based, driven by continued expansion within existing relationships as well as momentum in new client acquisition. The Company's top 5 clients grew 16.7% year-on-year, underscoring our ability to advance our relationships and scale engagements in complex, high-value workflows.

Concentration in the top clients reduced in FY26 as we expanded our portfolio with new clients and advanced our relationship with smaller, yet important, existing clients. The expanded presence of small and mid-segment accounts has created resilience and balance in Sagility's revenue profile over time. Sagility added 17 new clients during the year,



including regional Blues plans, with early traction in the mid- and small-market segments, providing a robust foundation for diversification and future growth. Organic growth, excluding the impact of BroadPath, remained healthy at 20.1% in ₹ terms and 15.0% in constant currency, reflecting the underlying intensity of demand and execution.

Profitability remained healthy alongside revenue growth. Adjusted EBITDA for FY 2026 stood at ₹ 18,200 Million (US$ 206 Million), translating to a margin of 25.3%. This performance was supported by operating leverage from scale, continued focus on execution efficiency, and an increasing mix of transformation-led and outcome-based engagements. Sagility's solution portfolio, particularly its Synchrony suite, continued to gain traction as clients increasingly prioritized measurable outcomes and integrated managed services.

Sagility's revenue mix remained rooted in its core payer segment, which contributed 89.7% of revenues, while the provider segment accounted for 10.3%. This split reflects Sagility's deep specialization in healthcare payer operations, while also highlighting the opportunity to expand further in provider-led engagements. Strategic investments during the year further improved company capabilities, complemented by the addition of BroadPath earlier, which continues to prove its value by enhancing The Company's ability to support member-facing and seasonal operations, particularly during peak enrolment cycles.

Sagility also continued to invest in its delivery capacity, with employee strength reaching 46,860 as of 31st March 2026.

Overall, the financial performance in FY 2026 reinforces Sagility's positioning as a healthcare-focused operations partner that combines domain expertize, technology-led solutions, and scalable execution to deliver consistent growth and profitability.

RESULT OF OPERATIONS BASED ON CONSOLIDATED FINANCIAL RESULTS

The table below shows Sagility's consolidated income and expenses for year ended 31st March 2026 and 31st March 2025.

Particulars	For the year ended 31st March 2026		For the year ended 31st March 2025	
	(in ₹ Million)	% of Revenue from Operations	(in ₹ Million)	% of Revenue from Operations
Income				
Revenue from operations	71,928.51	100.00%	55,699.18	100.00%
Expenses				
Employee benefits expense	45,102.76	62.70%	34,989.01	62.82%
Other expenses	9,223.00	12.82%	7,731.35	13.88%
Total expenses	**54,325.76**	**75.53%**	**42,720.36**	**76.70%**
Other income	979.79	1.36%	563.08	1.01%
Earnings before interest expense, taxes, depreciation and amortisation	**18,582.54**	**25.83%**	**13,541.90**	**24.31%**
Finance costs	991.62	1.38%	1,271.03	2.28%
Depreciation and amortisation expense	4,873.70	6.78%	4,668.56	8.38%
Profit before exceptional items	**12,717.22**	**17.68%**	**7,602.31**	**13.65%**
Less: Exceptional item	328.23	0.46%		
Profit before tax for the year	**12,388.99**	**17.22%**	**7,602.31**	**13.65%**
Tax expense:				
Current tax	3,464.92	4.82%	2,628.76	4.72%
Deferred tax	-323.61	-0.45%	-417.68	-0.75%
Total tax expense	**3,141.31**	**4.37%**	**2,211.08**	**3.97%**
Profit for the year	**9,247.68**	**12.86%**	**5,391.23**	**9.68%**

Revenue from Operations

Revenue from operations increased by 29.1% to ₹71,929 Million for FY 2026 from ₹ 55,699 Million for FY 2025. This increase was due to growth from existing clients, new deal wins and full year impact of acquisition of the of BroadPath.

Revenue growth in reported terms include the impact of currency fluctuations. We, therefore, additionally report the revenue growth in constant currency terms. Our Revenues from Operations in FY 2026 in constant currency terms was US $814.0 Million a 23.6% increase over FY 2025 (US $658.3 M).

Further, Sagility also added 17 new clients in the FY 2026, which also contributed to the increase in our revenue from operations.

Revenue from our payer clients increased by 29.6% while revenue from our provider clients increased by 25.6%. Revenue from operations from our top five clients increased by 16.7% to ₹ 50,606 Million for FY 2026 from ₹ 43,370 Million for FY 2025. Below is a table showing revenues from our top 3, top 5, and top 10 client groups, both in absolute terms and as a percentage of total revenue.

Particulars	For the year ended 31st March 2026		For the year ended 31st March 2025	
	(in ₹ Million)	% of Revenue for operation	(in ₹ Million)	% of Revenue for operation
Top 3 Client %	43,076.76	59.89%	36,847.71	66.16%
Top 5 Client %	50,606.42	70.36%	43,370.27	77.87%
Top 10 Client %	60,364.95	83.92%	50,423.31	90.53%

**Clients comprise client entities together with their affiliates.*

Other Income

Other income primarily comprises net foreign exchange gains, income from investments and gains arising on lease modifications.

Increase over FY 2026 is due to depreciation of the Indian rupee and Philippines peso against U.S. dollar.

Employee Benefit Expenses

Employee benefit expenses excluding share-based payment awards increased to 62.5% of revenue in FY 2026 from 60.8% in FY 2025. This increase is attributed to higher onshore mix and full-year impact of BroadPath acquisition.

Employee benefit expenses including share-based payment awards as a percentage of revenue stood at 62.7% in FY 2026 vs 62.8% in FY 2025.

Other Expenses

Other expenses primarily consist of legal and professional fees, software subscription charges, travel, communication, power and fuel, marketing, recruitment and short-term rent expenses etc.

In FY 2026, other expenses decreased to 12.8% from 13.9% in FY 2025. Decrease is majorly on account of operational improvements and favourable foreign exchange movements.

Finance Costs

Finance costs include interest on promoter debt and lease liabilities. The expense decreased as the borrowings came down because of repayment of promoter debt.

Depreciation and Amortization

Depreciation and amortization expense increased marginally to ₹ 4,874 Million in March 2026 from ₹ 4,668 Million in Mar 2025. The increase is primarily attributable to full year impact of the amortization of intangible assets created in relation to acquisition of BroadPath.

Exceptional Item

Exceptional Items represents one time impact of employee benefit obligations arising from the "New Labour Codes" introduced by Government of India effective 21st November 2025.

Sagility has undertaken salary restructuring exercise in compliance with the New Labour Codes which has resulted in an increase in the provision for gratuity and leave encashment.

Taxes

Tax expenses for FY 2026 is ₹ 3,141 Million (FY 2025: ₹ 2,211 Million). Increase is tax expense is primarily attributable to higher profits netted-off with lower books to tax adjustment. FY 2025, had higher books to tax adjustment on account of one-time increase in the fair value of share-based payment awards which was a non-deductible expense for income tax purposes.

DISCUSSION ON FINANCIAL POSITION ON CONSOLIDATED FINANCIAL RESULTS

Equity Share Capital

We have one class of equity shares with the authorized share capital at ₹ 100,000 Million with 10,000 Million equity shares of ₹10 each. The paid-up share capital as at FY 2026 stands at ₹ 46,793 Million (FY 2025: ₹ 46,793 Million).

There was no increase in share capital during FY 2026.

Other Equity

As of March 2026, total other equity is ₹ 49,798 Million (March 2025: ₹ 36,567 Million) with an increase of ₹ 13,231 Million over FY 2025.

The increase in other equity is attributable to profits earned during the year and impact of the exchange difference.

Borrowings

As of March 2026, unsecured borrowings were ₹ 5,776 Million (including accrued interest of ₹ 106 Million) reduced from ₹ 8,170 Million (including accrued interest of ₹ 149 Million) in March 2025. Decrease in borrowing is mainly attributed to repayment of debt to Sagility BV (Promoter and Holding company of Sagility Limited).

Deferred Tax Assets and Liabilities

As of March 2026, the Group had net deferred tax liability of ₹ 2,697 Million (31st March 2025 - ₹ 2,941 Million) comprising of ₹ 1,514 Million (31st March 2025 - ₹ 1,338 Million) of deferred tax assets and ₹ 4,211 Million (31st March 2025 - ₹ 4,279 Million) of deferred tax liability.

Increase in deferred tax assets during the year is primarily attributable to the recognition of deferred tax assets on derivative liabilities, partially offset by the reversal of deferred tax assets arising from a reduction in the tax base of intangible assets due to amortization during the year.

Decrease in deferred tax liability during the year is primarily attributable to the recognition of deferred tax assets arising from employee benefit provisions, partially offset by an increase in deferred tax liability on intangible assets.

Lease Liabilities

Lease liabilities for Sagility as of March 2026, were ₹ 5,330 Million (March 2025 - ₹ 5,850 Million). We added 4 new sites and consolidated 6 sites during the year with 31 sites under lease at year end.

Provisions

Provisions consist of employee benefit obligations which includes gratuity, leave encashment, and pension (for Philippines). These liabilities are determined based on the actuarial valuation. As of March 2026, provision is ₹ 3,524 Million (March 2025: ₹ 2,689 Million).

Increase in employee benefit obligation is attributable to increase in head count and one time impact of the "New Labour Codes" in India. Sagility has restructured the salary effective 21st November 2025 in compliance with the New Labour Codes in India

Financial (Including Trade Payable) and Other Liabilities

Sagility's total other financial (including trade payable) and other liabilities as of March '2026 is ₹ 10,338 Million (March 2025: ₹ 5,754 Million). Increase in financial liabilities is primarily on account of salary payable, derivative liabilities, capital creditors, and discount payable to customer.

Increase in salary payable is due to change in company appraisal cycle to April - March from January - December.

Tax Assets / Liabilities

These comprise of tax amounts recoverable from and payable to government authorities. It includes ₹ 70 Million paid under protest to statutory authorities against the tax demands.

Goodwill

Sagility was formed by the acquisition of healthcare business from Hinduja Global Solutions (HGS) in January 2022 by Sagility B.V (earlier known as Betaine B.V). The excess of purchase consideration over fair value of assets was allocated to Goodwill and Other Intangible Assets. Goodwill from the acquisition of the healthcare business from HGS constitute to ₹ 51,701 Million; Additional goodwill of ₹ 4,887 Million was due to acquisitions (DCI, BirchAI, and BroadPath) made by Sagility in fiscal years 2024 and 2025 and balance ₹ 7,463 Million is due to forex movements.

Goodwill and intangibles are tested for impairment in accordance with Ind AS, and that management has assessed the recoverability.

Property Plant and Equipment

Our property, plant, and equipment primarily consist of computer equipment and leasehold improvements. During the year, the net block increased primarily due to the acquisition of assets, mainly computers and leasehold improvements.

Fixed assets are being amortized over their useful life.

Other Intangible Assets

As covered above under "goodwill." Intangible primarily arises from the acquisition of healthcare business from HGS in January 2022. Additions to Intangibles are on account of acquisitions made by Sagility in fiscal years 2024 and 2025. During the year, the net block increased primarily due to the foreign exchange movements and Intangible assets under development.

Other Financial Assets

Other financial assets comprise security deposits mainly towards lease premises and loans to employees.

Investments

Investments comprise of investment in short-term mutual funds. As of Mar'26, Investment in mutual funds in India & USA is ₹ 3,074 Million and ₹ 285 Million respectively. These are classified as Fair value through profit and loss (FVTPL).

Other Assets

Other assets majorly consist of balance with government authorities, prepaid expenses, supplier and employee advances. During the year, decrease is primarily on account of contract assets.

Trade Receivables

Days Sales Outstanding (DSO) was 87 days for the year ended 31st March 2026, compared to 76 days in the previous year. DSO is calculated considering both Unbilled Revenues and Trade Receivables.

During the year, a discount amounting to ₹ 860 Million was reclassified from trade receivables to other financial liabilities, which contributed to an increase in DSO.

Cash and Bank Balances

Our cash and cash equivalents comprise of deposits with banks which can be withdrawn at any point of time without prior notice or penalty on principal.

Cash Flows Based on Consolidated Financial Results

The following table summarizes our cash flows data for the periods indicated:

Particulars	31st March 2026	31st March 2025
Net cash flow from operating activities	12,030	12,141
Net cash flow used in investing activities	(7,107)	(9,642)
Net cash flow used in financing activities	(5,014)	(2,561)
Cash and cash equivalents at the beginning of the year	3,438	3,441
Foreign exchange gain on translating Cash and cash equivalents	233	58
Cash and cash equivalents at the end of the year	**3,579**	**3,438**

Operating Activities

Our cash flows from operating activities are broadly flat in FY 2026 compared to FY 2025 due to increase in DSO and higher tax outflows. We had received tax refunds of ₹ 621 Million for prior period in FY 2025.

Investing Activities

Cash flows from in investing activity have decreased in FY 2026 as FY 2025 cash flows included the impact of the Purchase consideration for BroadPath acquisition and payment of the pending purchase consideration for acquisition of health care business from HGS in January 2022.

Financing Activities

Net cash flows used in financing activities for FY 2026 is ₹ 5,014 Million which is majorly towards repayment of borrowings (including interest) to Sagility BV for ₹ 2,937 Million, repayment of lease liabilities (including interest) for ₹ 1,843 Million and payment of interim dividend for ₹ 234 Million.

Increase in cash flow from financing activities in FY 2026 over FY 2025 is due to the impact of inflow from Sagility B.V. (promoter) for ₹3,708 Million through share issuance in FY 2025.

KEY FINANCIAL RATIOS BASED ON CONSOLIDATED FINANCIAL RESULTS

Particulars	31st March 2026	31st March 2025
Debtors' turnover* (x)	7.21	6.95
Current ratio (x)	1.55	1.67
Debt-equity ratio (times)	0.11	0.17
Interest coverage ratio (x)	13.82	6.98
EBITDA margin (%)	25.8%	24.3%
PAT margin (%)	12.9%	9.7%
Earnings per share (₹)	1.98	1.17
Return on Net Worth^ (%)	10.3%	7.3%
Adjusted EBITDA margin (%)**	**25.3%**	**26.4%**
Adjusted PAT* margin (%)**	**15.7%**	**14.6%**
Adjusted Return on Capital Employed# (%)	**58.9%**	**54.9%**

**Debtors' turnover represents revenue to average billed receivables*

^Return on net worth is calculated by dividing the profit after tax by the average of the opening and closing total equity balance.

***Adjusted EBITDA represents EBITDA adjusted for post combination expenses in relation to earnouts payable under the acquisition agreements and share-based payment awards and excludes other income*

****Adjusted PAT represents profit/(loss) adjusted for post combination expenses in relation to earnouts payable under acquisition agreements, share-based payment awards; amortization of other intangible assets acquired pursuant to business combinations, and for the tax impact of each of the adjustments*

#The Adjusted Return on Capital Employed (ROCE) is calculated by taking the Adjusted Profit After Tax (PAT) plus interest cost, divided by the adjusted capital employed. The adjusted capital employed is determined as the total assets excluding goodwill and intangible assets, minus current liabilities.

SIGNIFICANT CHANGES IN KEY FINANCIAL RATIOS

Debtors' Turnover (7.21x vs 6.95x)

The improvement in debtor turnover is due to currency movements.

Current Ratio (1.55x vs 1.67x)

The decline in current ratio is primarily attributable to the reclassification of borrowings from non-current to current and an increase in derivative liabilities.

The borrowings under current liabilities as of March 2026 and March 2025 amounted to ₹ 5,775.7 Million and ₹ 2,499.1 Million respectively. As of March 2026, the scheduled repayments due within the next financial year have increased, resulting in a higher current liability and consequently impacting the current ratio.

Debt-Equity Ratio (0.11x vs 0.17x)

The debt-equity ratio improved further on account of continued deleveraging, supported by repayment of borrowings and a stronger equity base.

Interest Coverage Ratio (13.82x vs 6.98x)

Interest coverage ratio improved substantially, reflecting higher EBITDA and lower interest expense following debt reduction, strengthening Sagility's debt servicing capacity.

EBITDA Margin (25.8% vs 24.3%)

The increase in EBITDA margin was supported by higher forex gains and lowering Stock Appreciation Rights (SAR) costs.

PAT Margin (12.9% vs 9.7%)

PAT margin improved significantly driven by higher EBITDA percentage, lower interest costs and lower depreciation and amortization percentage.

Earnings Per Share (₹1.98 vs ₹1.17)

The significant increase in EPS is driven by revenue growth and increase in PAT margins.

Return on Net Worth (10.3% vs 7.3%)

Return on Net Worth increased significantly driven by increase in profit after tax, though remains moderated by relatively higher equity base including goodwill and intangibles from past acquisitions.

Adjusted EBITDA Margin (25.3% vs 26.4%)

The marginal decline in Adjusted EBITDA margin in March 2026 is attributed to higher onshore mix and full year impact of BroadPath acquisition.

Adjusted PAT Margin (15.7% vs 14.6%)

Adjusted PAT margin improved, driven by increase in other income, forex gains and lower interest expenses.

Adjusted Return on Capital Employed (58.9% vs 54.9%)

Increase in adjusted ROCE is due to improvement in profitability

RISK MANAGEMENT

Sagility's Board of Directors has overall responsibility for the establishment and oversight of Sagility'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 and mitigate risks. Risk management policies and systems are reviewed regularly to reflect changes in market conditions and The Company's activities.

Sagility has a Risk Management Committee chaired by an Independent Director, which assists the Board in monitoring and overseeing implementation of the risk management policy, including evaluating the adequacy of risk management systems and such other functions as mandated under the SEBI Listing Regulations and as the Board may deem fit from time to time. The composition, detailed terms of reference of the Committee and attendance at its meetings are provided as part of the Corporate Governance Report.

Sagility's Board monitors compliance with The Company risk management policies and procedures and reviews the adequacy of the risk management framework in relation to the risks faced by The Company. At present, in the opinion of the Board of Directors, there are no risks which may threaten the existence of The Company.

The Risk Management policy is available on the website of Sagility at https://Sagility.com/wp-content/uploads/2026/02/Sagility-risk-management-policy.pdf.

RISK MITIGATION SUMMARY

Risk Theme	Description	Mitigation
Geo-Political and Sector Risks	• Sagility derives its entire revenue from the U.S. healthcare industry, exposing it to regulatory, economic, and outsourcing-related developments in that market.	• To mitigate these risks, we are continuing to deepen and diversify our presence across the U.S. healthcare ecosystem by serving both Payer and Provider segments. In parallel, we are expanding into adjacent, higher-value areas such as clinical services and pharmacy benefit management, strengthening our ability to support clients across a broader range of healthcare operations. • In addition, continued focus on regulatory compliance, information security, delivery resilience and client-specific operating models helps Sagility respond effectively to healthcare policy, market and outsourcing-related changes. • Sagility operates delivery centres across multiple geographies, including onshore and nearshore locations in the U.S., Jamaica and Colombia, as well as offshore centres in India and the Philippines. This geographically diversified delivery footprint reduces dependence on any single country and helps mitigate country-specific political, regulatory, talent and business-continuity risks. • Sagility has negligible dependency on H1B visas issued by the U.S. Government. Throughout the year, it actively monitors U.S. political and legislative developments including proposed measures such as the HIRE Act and state-level anti-outsourcing bills, through its dedicated tax and legal & compliance teams, as well as third-party consultants. For any high-impact legislative changes that could affect operations, Sagility evaluates potential implications and develops appropriate response strategies to ensure business continuity and compliance.
Client Concentration and Client Restructuring Risks	• A significant portion of revenue is concentrated among a few large clients, with the top 10 client groups contributing 83.9% of total revenue. • Client overlaps within the sector, including consolidation, mergers, acquisitions or restructuring among healthcare payers and providers, may result in vendor rationalization, contract renegotiation, volume reallocation or pricing pressure.	• Sagility is actively diversifying its revenue base by strengthening capabilities across both, payer and provider segments. Within payers, Sagility is expanding into higher-value clinical services and patient support offerings for pharmacy benefit managers and specialty pharmacy players. Within the provider segment, it continues to scale end-to-end Revenue Cycle Management capabilities. • While the payer segment remains largely consolidated, Sagility serves 7 of the Top 10 payers. Sagility maintains long-standing relationships with leading payers, supported by multi-year contracts, performance-linked contracts that provide revenue visibility. These relationships are further reinforced through deep operational integration, multiple stakeholder touchpoints, and long-standing engagement models. • Acquisition of BroadPath represents a strategic step towards entering the mid and small-market segment, and broadening the client base and service portfolio. In parallel, Sagility is increasing integration within client workflows through proprietary platforms, strengthening client stickiness and increasing switching costs. • Sagility maintains a proactive approach to restructuring risks, including continuous monitoring of client-specific developments and industry signals. During periods of consolidation or M&A, it actively engages with clients to ensure transition continuity and protect revenue streams.

Risk Theme	Description	Mitigation
Risk of Fluctuations in Client Business Volumes	• Sagility's revenues are linked to client-driven transaction volumes across payer and provider operations. These volumes may fluctuate due to factors such as membership trends, cost pressures, regulatory changes, outsourcing decisions, or strategic reprioritization by clients. • Risk of insourcing of the work by the clients • Such variability may affect revenue predictability, capacity utilization, and operating leverage.	• Sagility mitigates volume variability through a combination of diversified revenue streams, flexible operating models, and contract structures aligned to client demand. • Multi-year engagements and outcome-based commercial constructs provide revenue visibility, while expansion across clients, service lines, and segments reduces dependence on any single volume driver. • Sagility also maintains operational flexibility through dynamic workforce management, cross-trained talent pools, and multi-geo, scalable delivery infrastructure, enabling efficient alignment of capacity with demand. • In addition, continuous client engagement and pipeline visibility support proactive planning and early response to volume changes. • Together, these measures strengthen operational integration and client dependence on Sagility's platforms and delivery model, reducing the likelihood of insourcing and supporting long-term engagement stability.
Competition Risk	• Sagility operates in an evolving market, with competition from global outsourcing providers, broad-based IT and business services firms, as well as specialized healthcare-focused companies. • In addition, clients continue to enhance in-house capabilities and explore digital-led operating models, further intensifying competitive dynamics. • This competitive intensity, along with clients continued focus on cost efficiency, results in evolving commercial constructs and pricing dynamics.	• Sagility differentiates through an integrated, domain-led operating model that combines deep healthcare expertise with technology, analytics, and platform-led delivery. It continues to shift toward outcome-based and managed services constructs that align more closely with client objectives, enabling value-led engagements rather than price-led competition. • Competitiveness in bids is enhanced through structured deals that prioritize multi-year value creation over short-term returns, along with a continued expansion of non-linear, output-based commercial models. Expansion into higher-value clinical and adjacent service lines, along with platform integration within client workflows, further strengthens differentiation and increases switching barriers. • In parallel, Sagility leverages proactive geo-shifts and a multi-shore delivery model to optimize cost structures and enhance competitiveness, while long-standing client relationships and cross-sell opportunities support deeper engagement and sustained growth. • Financial discipline is maintained through regular monitoring of account margins, with periodic reporting to leadership ensuring transparency and sustained profitability.
Cybersecurity and Information Security	• Sagility handles sensitive health information and is exposed to risks arising from potential data breaches. • Non-compliance with stringent U.S. data protection regulations, including HIPAA, HITECH, and CCPA, may result in regulatory action and reputational impact.	• Sagility has established a robust cybersecurity framework, supported by advanced security capabilities including encryption, identity management, access controls, and network protection systems to safeguard sensitive data. • Cybersecurity controls are continuously strengthened through periodic risk assessments, vulnerability testing, and independent external reviews. • Ongoing training and awareness programs help embed security awareness across the organization. • Sagility also maintains market-benchmarked cyber insurance coverage to mitigate potential financial exposure arising from cyber incidents.

Risk Theme	Description	Mitigation
Talent Management and Attrition (Including Succession Planning)	• Elevated attrition and continued wage inflation tend to impact service continuity, cost structures, and margin profile. • Sagility operates in a competitive talent market, which may affect its ability to attract and retain skilled professionals across key roles. • Sagility also relies on deep domain expertise and long-standing client relationships managed by senior leadership; attrition at key management levels may affect client confidence and continuity of service.	• Sagility maintains competitive, market-aligned compensation and benefits programs to attract and retain talent. • Workforce capability is strengthened through structured hiring, training, and continuous skill development initiatives. The Company continues to invest in employee engagement through ongoing programs and periodic satisfaction surveys, enabling early identification of improvement areas. Succession planning is embedded within leadership management processes, with defined pipelines and structured talent mapping for key roles. These are supported by detailed Talent Cards capturing performance, aspirations, mobility, and development priorities.
ESG	• Environmental, Social and Governance (ESG) considerations continue to gain importance, with increasing expectations from regulators, investors, and clients around sustainable, responsible, and ethical business practices. • Sagility's ability to effectively manage ESG priorities remains important to meeting stakeholder expectations and supporting long-term value creation.	• Sagility has established a comprehensive ESG management framework aligned with global reporting standards, enabling structured monitoring and continuous improvement across operations. ESG considerations are embedded into business processes and decision-making, supporting alignment with evolving stakeholder expectations. • Governance and oversight are strengthened through Board-level supervision, including a dedicated Corporate Social Responsibility and Sustainability Committees. • Sagility has adopted Business Responsibility and Sustainability Reporting (BRSR), a recognized ESG disclosure framework in India applicable to India's top 1,000 listed companies (by market capitalization).
Inability to Scale Technology / AI Adoption	• Clients across payer and provider segments are increasingly prioritizing measurable outcomes in areas such as cost optimization, automation, and member engagement, supported by technology-led solutions. • Sagility's ability to effectively scale AI-led solutions - while ensuring accuracy, safety, and compliance, remains important to delivering consistent outcomes and sustaining competitiveness. • Rapid advancements in technology also require continuous evolution of platforms and tools to remain relevant and aligned with client expectations.	• Sagility's technology strategy is anchored in a structured roadmap aligned to evolving industry needs, with defined milestones and disciplined execution. Capability building is further accelerated through targeted acquisitions focused on AI and emerging technologies. • A dedicated Go-to-Market Technology function works closely with Business Excellence and Delivery teams to design, deploy, and scale tech- & AI-led solutions across workflows. This is complemented by strategic partnerships that combine platform capabilities with Sagility's domain expertize. • Continuous monitoring of client technology priorities and adoption trends enables early identification of shifts and timely alignment of solutions. • Investments in proprietary platforms and AI capabilities, including BirchAI, healthcare-focused LLMs, and automation-led solutions, are strengthening Sagility's ability to deliver scalable, outcome-driven services. • Ongoing focus on responsible AI deployment, including governance, testing, and guardrails, supports reliable and compliant adoption at scale.

Risk Theme	Description	Mitigation
Non-Compliance to Data Privacy Regulations / Data Breach	Sagility processes significant volumes of protected health and personal data, making data privacy and security a critical priority. Evolving regulatory requirements and client expectations, including standards such as HIPAA, HITECH, and related frameworks, require continuous strengthening of data protection practices. • Robust device and access controls remain essential to prevent unauthorized access and ensure compliance with client and regulatory standards	Sagility enforces a Global Privacy Policy aligned with HIPAA, CMS, OIG, and international data protection laws. Oversight is led by a Legal & Compliance Officer. Regulatory requirements are mapped into GRC tools with assigned owners, while an operational risk register tracks project-level risks and mitigation measures. Privacy vigilance is strengthened through violation detection platforms, with third-party filtering and Compliance Team review ensuring swift corrective action. Key platforms maintain HITRUST i1 certifications to reinforce trust. Annual training programs in Infosec and CMS compliance keep the employees, contractors, and vendors informed and accountable.

INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY

Sagility believes that a strong internal control framework is fundamental to ensuring the orderly and efficient conduct of its business operations and safeguarding stakeholder interests. Accordingly, we have established robust and adequate internal control systems and procedures, commensurate with business requirements, scale of operations, geographical presence, and regulatory obligations. These systems encompass well-defined policies and procedures, integrated IT systems, clearly articulated delegation of authority, appropriate segregation of duties, and a comprehensive internal audit and review framework.

Sagility has also implemented effective internal financial controls designed to ensure adherence to established policies, protection of its assets, prevention and detection of fraud and errors, accuracy and completeness of accounting records, and the timely preparation of reliable financial information.

The Board is assisted in its oversight responsibilities by an internal audit function. PricewaterhouseCoopers Services LLP serves as the Internal Auditor as of 31st March 2026. The internal audit function conducts both periodic and need-based reviews of risk management systems, controls, and processes.

The findings, along with recommendations, are presented to the Board and Audit Committee, and appropriate corrective actions are undertaken to strengthen the control environment.

Further, Sagility has adopted a structured framework of delegation of authority and segregation of duties across its operations. This framework is designed to provide reasonable assurance with respect to the integrity and reliability of financial and operational information, compliance with applicable laws and regulations, and execution of transactions with appropriate authorization, thereby reinforcing the overall governance and control environment.

CAUTIONARY STATEMENT

This document contains forward-looking statements that involve risks, uncertainties, and assumptions, which may include but are not limited to statements regarding the Company's business strategy, future operations, expected financial position, and anticipated developments in the industry.

These statements are based on current expectations, estimates, and projections and are not guarantees of future performance. Actual results may differ materially due to various factors, including changes in regulatory environments, market conditions, competitive pressures, operational risks, client decisions, and economic conditions.

Board's Report

The Board's Report of Sagility Limited (formerly Sagility India Limited, earlier Sagility India Private Limited) ('the Company') is hereby presented on the business and operations of the Company together with the Audited Financial Statements for the year ended 31st March 2026 ('year under review' or 'period under review' or 'FY 2026').

In compliance with the applicable provisions of the Companies Act, 2013 ("Act") and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), this report covers the financial results and other developments during the financial year from 1st April 2025 to 31st March 2026, in respect of Sagility Limited and its subsidiaries. The consolidated entity has been referred to as "Sagility Group" or "Group" in this report.

FINANCIAL HIGHLIGHTS AND PERFORMANCE OF THE COMPANY

Key highlights of the financial performance of the Company for the financial year ended 31st March 2026, along with the corresponding numbers of the previous financial year ended 31st March 2025, is given below:

(Amt in ₹ Million)

Particulars	As on 31st March 2026		As on 31st March 2025	
	Standalone	Consolidated	Standalone	Consolidated
Revenue from Operations	19,708.94	71,928.51	17,166.85	55,699.18
Total Expenses	13,922.43	54,325.76	12,047.87	42,720.36
Other Income	712.62	979.79	505.03	563.08
Earnings before interest expense, taxes, depreciation, and amortisation	**6,499.13**	**18,582.54**	**5,624.01**	**13,541.9**
Finance cost, depreciation & amortization expenses	1,591.14	5,865.32	1,924.51	5,939.59
Profit before exceptional items	**4,907.99**	**12,717.22**	**3,699.50**	**7,602.31**
Exceptional item	328.23	328.23	-	-
Profit before tax	**4,579.76**	**12,388.99**	**3,699.50**	**7,602.31**
Less: Taxes *(Current tax and Deferred tax)*	1,071.84	3,141.31	984.68	2,211.08
Net Profit	**3,507.92**	**9,247.68**	**2,714.82**	**5,391.23**
Earnings per share	**0.75**	**1.98**	**0.59**	**1.17**

BUSINESS OVERVIEW/ STATE OF AFFAIRS

The Company is one of the largest tech-enabled U.S. focused healthcare services firms (by revenue) with a revenue from operations of approximately ₹ 71.93 Billion in the FY 2026 and growing at a year-on-year growth rate of approximately 29.14% with services spanning across healthcare payer and provider markets.

For U.S. healthcare payers, the Company provides a comprehensive set of services across the payer value chain such as claims management, payment integrity, clinical management, provider network operations (provider engagement), and front-office services, among others, thus, helping optimize operational spending and improve care quality for health plans. As an end-to-end Revenue Cycle Management (RCM) provider, the Company integrates patient access, Accounts Receivable (A/R) management, and clinical services with licensed professionals to streamline administrative processes and ensure efficient billing and revenue cycle management.

The Company delivers these services leveraging our tools and platforms, as needed, through our capable talent pool from our 31 global service delivery locations across India, the Philippines, the U.S., Jamaica and Colombia.

All of the Company's clients are located in the U.S. As of 31st March 2026, our five largest client groups (i.e., client entities together with their affiliates) had an average tenure of 18 years with the Business. As of March 2026, the Company served seven of the top 10 healthcare payers by enrolment in the U.S.

Revenue from operations increased by 29.14% to ₹ 71,928.51 Million for the FY 2026 from ₹ 55,699.18 Million for the FY 2025. Revenue from operations from our five largest clients increased by 16.68% to ₹ 50,606.42 Million for the FY 2026 from ₹ 43,370.27 Million for the FY 2025. Further, the Company also added 17 new clients (on a gross basis) in the Financial Year 2026, which also contributed to the increase in our revenue from operations. Revenue from operations generated from our Payer clients increased to ₹ 64,489.50 Million from ₹ 49,774.95 Million. Revenue from operations generated from our Provider clients increased to ₹ 7,439.01 Million from ₹ 5,924.23 Million.

Set forth below is a breakdown of our revenue from operations based on our client categories for the FY 2026 and 2025

Particulars	As on 31st March 2026		As on 31st March 2025	
	(₹ in Million)	Percentage of Revenue from Operation	(₹ in Million)	Percentage of Revenue from Operation
Revenue from Payers	64,489.50	89.66%	49,774.95	89.36%
Revenue from Providers	7,439.01	10.34%	5,924.23	10.64%
Revenue from Operations	71,928.51	100.00%	55,699.18	100.00%

The following table sets forth our revenues from operations from our three largest, five largest and ten largest client groups, in absolute terms and as a percentage of our total revenue from operations,

Particulars	As on 31st March 2026		As on 31st March 2025	
	(₹ in Million)	Percentage of Revenue from Operation	(₹ in Million)	Percentage of Revenue from Operation
Revenues from three largest client groups	43,076.76	59.89 %	36,847.71	66.16%
Revenues from five largest client groups	50,606.42	70.36%	43,370.27	77.87%
Revenues from ten largest client groups	60,364.95	83.92%	50,423.31	90.53%

Total expenses increased by 27.17% to ₹ 54,325.76 Million for the FY 2026 from ₹ 42,720.36 Million for the FY 2025 due to increases in employee benefits expenses and other expenses. The increases in employee benefit expenses were primarily on account of an increase in our employee headcount related to the growth in our business, and the impact of full year of BroadPath acquisition in January 2025. The Company also engaged a number of employees to assist with sales and marketing, content generation, graphics and proposal writing, and appointed additional Senior Managerial Personnel.

On a Consolidated basis, the Profit before tax for FY 2026 increased by 62.96% to ₹ 12,388.99 Million from ₹ 7,602.31 Million in the previous financial year. The Profit after tax for the FY 2026 increased by 71.53% to ₹ 9,247.68 Million from ₹ 5,391.23 Million in the previous financial year.

On a standalone basis, the Profit before tax for FY 2026 increased by 23.79% to ₹ 4,579.76 Million from ₹ 3,699.50 Million in the previous financial year. The Profit after tax for the FY 2026 increased by 29.21% to ₹ 3,507.92 Million from ₹ 2,714.82 Million in the previous financial year.

The Members may refer to the separate section on Management Discussion and Analysis, which is a part of this report, for a detailed understanding of the operating results and business performance.

During the period under review, the name of the Company was changed from 'Sagility India Limited' to 'Sagility Limited' with effect from 18th August 2025.

CAPITAL STRUCTURE

As on 31st March 2026, the authorised share capital of the Company was ₹ 100,000,000,000/- (Rupees Ten Thousand Crore only) divided into 10,000,000,000 (One Thousand Crore) equity shares of ₹ 10/- (Rupees Ten only).

The capital structure of the Company as on 31st March 2026 stands as below:

Particulars	Amount (in ₹)
Authorized Equity Share Capital (Equity Shares of ₹ 10 each)	100,000,000,000
Paid-up Equity Share Capital (Equity Shares of ₹ 10 each)	46,813,284,130

Minimum Public Shareholding:

During the year, Sagility B.V., the promoter of the Company, sold 70,30,00,000 shares through an Offer for Sale via the stock exchange mechanism on 27th May and 28th May 2025, to comply with the minimum public shareholding requirements prescribed under Rule 19(2)(b) and Rule 19A of the Securities Contracts (Regulation) Rules, 1957, and Regulation 38 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended. Consequently, the promoter's shareholding reduced from 82.39% to 67.38%.

Further, on 17th November 2025, the promoter sold an additional 76,90,00,000 shares in the open market, resulting in a further reduction in its shareholding from 67.38% to 50.95%. The stock exchanges were duly intimated of the aforesaid transactions.

The Company had issued 13,000 Non-Convertible Bonds of face value ₹ 1,000,000 each amounting to ₹ 13,000,000,000 to its holding company Sagility B.V. in January 2022. As on 31st March 2026, the outstanding bonds were 5,670 amounting to ₹ 5,670,000,000.

On 3rd July 2026, the Company redeemed 1,495 bonds aggregating to ₹ 1,495,000,000. The Company has 4,175 outstanding bonds as on the date of this report.

During FY 2026, the Company has not issued any securities/ instruments convertible into equity shares, sweat equity shares and shares with differential voting rights.

DIVIDEND

Dividend Payouts

During the FY 2026, the Company has paid an interim dividend of ₹ 0.05 per equity share of ₹ 10 each to the shareholders on 26th November 2025.

Final Dividend

Considering the financial performance and cashflows of the Company for financial year 2026 and in line with the Dividend Distribution Policy, the Directors have recommended a Final Dividend of ₹ 0.10 per equity share of ₹ 10 each fully-paid. The final dividend will be subject to the approval of the Shareholders at the ensuing Annual General Meeting of the Company.

The dividend recommended is in accordance with the Dividend Distribution Policy of the Company. The Dividend Distribution Policy, in terms of Regulation 43A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (SEBI Listing Regulations), is available on the Company's website at https://sagility.com/wp-content/uploads/2026/04/4.-Dividend-Distribution-Policy.pdf.

TRANSFER TO RESERVES

No amount is proposed to be transferred to reserves for the Financial Year ended 31st March 2026.

DEPOSITS

The Company has not accepted any deposits within the meaning of Sections 73 and 74 of the Act read with the Companies (Acceptance of Deposits) Rules, 2014, as amended and there was no amount of principal or interest outstanding as at 31st March 2026.

DETAILS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

The Company is a subsidiary of Sagility B.V. (formerly known as 'Betaine B.V') a private limited liability company incorporated under Dutch law, having its official seat in Amsterdam, the Netherlands.

In accordance with the provisions of Section 136 of the Companies Act, 2013 and the amendments thereto, read with the SEBI Listing Regulations, the audited financial statements, including the consolidated financial statements and related information of the Company and financial statements of the subsidiary companies will be available on our website https://sagility.com/investor-relations/.

The Company has also formulated a policy for determining 'material' subsidiaries pursuant to the provisions of the SEBI Listing Regulations. The policy is available on the website of the Company at https://sagility.com/wp-content/uploads/2026/03/5.-Policy-on-Material-Subsidiaries.pdf.

As on 31st March 2026, the Company has 16 subsidiaries within the meaning of Section 2(87) of the Companies Act, 2013. In terms of the requirements of Section 129(3) of the Companies Act, 2013, a statement containing the salient features of the subsidiaries is outlined in Form AOC-1which forms part of the financial statements. The Company does not have any Joint Ventures or associate companies.

On 11th June 2026, the Company approved the acquisition of CareSeed, a U.S.-based healthcare analytics firm, by Sagility LLC, a step-down subsidiary. CareSeed specializes in NCQA-certified HEDIS quality reporting, medical record review, chart abstraction, and regulatory analytics for health plans.

BOARD OF DIRECTORS

The Company endeavors to adopt global best practices to ensure effective Board functioning and is committed to maintaining a truly diverse Board, enabling the collective experience of its members to enhance stakeholder value, safeguard their interests, and strengthen corporate governance.

As on 31st March 2026, the Board comprised of one Executive Director, three Non-Executive Non-Independent Directors and five Non-Executive Independent Directors (including two Women Independent Directors).

All the independent directors of the Company have provided requisite declarations under Section 149(7) of the Act, that they meet the criteria of independence as laid down under Section 149(6) of the Act read with Rule 5 of the Companies (Appointment and Qualification of Directors) Rules, 2014 and Regulation 16(1)(b) of the SEBI Listing Regulations. The Independent Directors have also confirmed that they are not aware of any circumstance or situation that exists or may be reasonably anticipated that could impair or impact their ability to discharge their duties with an objective independent judgment and without any external influence. In the opinion of the Board of Directors, the independent directors have relevant proficiency, expertise and experience. The Independent Directors have also confirmed that they have complied with the Company's Code of Conduct and that they are registered on the databank of Independent Directors maintained by the Indian Institute of Corporate Affairs. The Directors have further confirmed that they are not debarred from holding the office of director under any Securities Exchange Board of India (SEBI) order or any other such authority.

In terms of the requirements under the SEBI Listing Regulations, the Board has identified a list of key skills, expertise and core competencies of the Board, including the Independent Directors, details of which are provided as part of the Corporate Governance Report.

During the year, the Non-Executive Directors of the Company had no pecuniary relationship or transactions with the Company, other than sitting fees, commission, and reimbursement expenses incurred by them to attend the meetings of the Company.

During the financial year, there were no changes in composition of the Board of Directors.

The Board met twelve times during FY 2026, details of which are provided as part of the Corporate Governance Report. A necessary quorum was present for all the meetings.

Details of the Board Committees and their composition are provided in the Corporate Governance Report. In FY 2026, the Board approved all recommendations submitted by the Audit Committee.

Retirement by Rotation

Pursuant to Section 152(6) of the Companies Act, 2013 at least two-third of the total number of Directors of a public company are liable to retire by rotation out of which one-third are liable to retire at every annual general meeting after the meeting at which first directors are appointed. The directors to retire by rotation at the Annual General Meeting shall be those who have been the longest in office since their last appointment. At the Annual General Meeting, at which a Director retires, the Company may fill up the vacancy by appointing the retiring Director or some other person thereto.

Accordingly, Mr. Hari Gopalakrishnan, Non-Executive Non-Independent Director (DIN:03289463), being longest in office since his last appointment, retires by rotation at the ensuing Annual General Meeting of the Company and being eligible, offers himself for re-appointment. A resolution seeking shareholders' approval for his re-appointment forms part of the Notice.

POLICY ON DIRECTOR'S APPOINTMENT AND REMUNERATION

The current policy is to have an appropriate mix of executive, non-executive and independent directors to maintain the independence of the Board and separate its functions of governance and management. The policy forms part of the Nomination and Remuneration policy of the Company.

The Nomination and Remuneration policy formulates the criteria for determining qualifications, competencies, positive attributes and independence for the appointment of a director (executive/non-executive) and the criteria for determining the remuneration of the directors, Key Managerial Personnel (KMP) and senior management. The policy for determining the remuneration of the directors, KMPs and other employees is available on our website: https://sagility.com/wp-content/uploads/2026/03/14.-Nomination-and-remuneration-policy-Evaluation-of-Board.pdf.

DISCLOSURE ON MANAGING DIRECTOR REMUNERATION

During the year under review, the Managing Director did not receive remuneration from any of the holding or subsidiary company(ies) of the Company.

KEY MANAGERIAL PERSONNEL

During the period under review, Mr. Sarvabhouman Doraiswamy Srinivasan, Group Chief Financial Officer and Key Managerial Personnel (KMP) resigned from the Company with effect from 15th November 2025. Subsequently, Mr. Srinivas Rathnam Mattapalli was appointed as Group Chief Financial Officer and KMP on 14th February 2026.

Pursuant to the provisions of Section 203 of the Act, the Key Managerial Personnel of the Company as on 31st March 2026, are:

1. Mr. Ramesh Gopalan, Managing Director & Group Chief Executive Officer
2. Mr. Srinivas Rathnam Mattapalli, Group Chief Financial Officer (Appointed w.e.f. 14th February 2026)
3. Mr. Satishkumar Sakharayapattana Seetharamaiah, Company Secretary & Compliance Officer

Particulars of Employees and related disclosures

Disclosures relating to remuneration and other details as required under Section 197(12) of the Act read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 forms part of this Report as Annexure A.

In terms of the provisions of Section 197(12) of the Act read with Rules 5(2) and 5(3) of the Companies Appointment and Remuneration of Managerial Personnel) Rules, 2014, a statement showing the names of the top ten employees in terms of remuneration drawn and names and other particulars of the employees drawing remuneration in excess of the limits set out in the said rules, forms part of this Report.

Having regard to the provisions of the second proviso to Section 136(1) of the Act, the Annual Report excluding the aforesaid information is being sent to the members of the Company. Any member interested in obtaining such information may address their email to investorservices@sagility.com.

DIRECTORS RESPONSIBILITY STATEMENT

As required under Section 134(3)(c) read with of Section 134(5) of the Companies Act, 2013, the Board of Directors of the Company, to the best of their knowledge and belief, hereby state and confirm that:

a) In the preparation of the annual accounts for the financial year ended 31st March 2026, the Indian Accounting Standards (IND AS) as notified under the Companies

(Accounts) Rules, 2014 had been followed along with proper explanation relating to material departures;

b) The Company has selected such accounting policies and applied them consistently and made judgements and estimates that are reasonable and prudent to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit and loss of the company for that period;

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

d) The Annual Accounts are prepared on a going concern basis;

e) The Company has laid down internal financial controls to be followed by the Company, and such internal financial controls are adequate and were operating effectively during the year;

f) Proper systems have been devised to ensure compliance with the provisions of all applicable laws, and such systems were adequate and operating effectively; and

g) Based on the framework of internal financial controls and compliance systems established and maintained by the Company, the work performed by the internal, statutory and secretarial auditors and external consultants, including the audit of internal financial controls over financial reporting by the statutory auditors and the reviews performed by management and the relevant Board Committees, including the Audit Committee, the Company's internal financial controls were adequate and effective during FY 2026.

BOARD DIVERSITY

The Company recognizes and upholds the importance of Board diversity as a key contributor to its overall effectiveness and long-term success. It is committed to conducting its affairs in a fair and transparent manner, with the highest standards of professionalism, honesty, integrity, and ethical conduct, in full compliance with applicable laws, as amended from time to time.

In line with established national and international practices, the Company believes that Board composition should reflect diversity across various parameters, including background, education, experience, knowledge, perspectives, functional expertise, independence, age, and gender.

Accordingly, the Board has adopted a Policy on Diversity of the Board of Directors, which is available on the Company's website at https://sagility.com/wp-content/uploads/2026/03/13.-Policy-to-Promote-Diversity-on-the-Board-of-Directors.pdf.

BOARD EVALUATION

The Company recognizes that an effective Board performance evaluation process is critical to enhancing Board engagement and overall effectiveness. The policy and criteria for such evaluation are duly approved by the Nomination and Remuneration Committee. The evaluation process is facilitated by the Chairman of the Board, with support from the Company Secretary and Compliance Officer.

The assessment is carried out through structured questionnaires covering various aspects of the functioning of the Board and its Committees, including the adequacy of Board and Committee composition, the strengths and contributions of individual directors, and the discharge and performance of their roles, responsibilities, and governance obligations.

FAMILIARIZATION PROGRAMME

The Company has instituted a robust and structured Familiarization Programme aimed at ensuring that its Directors are well-informed, fully equipped, and effectively positioned to discharge their duties and responsibilities. Directors are provided with key governance documents, encouraged to engage with the senior management team and comprehensively apprised of the Company's business model, operating landscape, regulatory framework, and their specific roles and responsibilities, particularly those applicable to Independent Directors under relevant laws.

In addition, the Group Chief Executive Officer (CEO) & Managing Director presents a detailed overview of the Company's organizational structure, strategic priorities, market presence, and internal processes, thereby enabling Directors to gain deeper insights into the Company's operations. The programme is designed to facilitate continuous familiarization and knowledge enhancement, empowering the Directors to actively contribute to Board deliberations and decision-making in an informed and effective manner.

STATUTORY AUDITORS & AUDITOR'S REPORT

Pursuant to the provisions of Section 139 of the Act, BSR & Co. LLP, Chartered Accountants (ICAI Registration No.101248W/W-100022) were appointed as the Statutory Auditors of the Company for a period of 5 years, to hold the office from the conclusion of the 1st (first) AGM held on 21st October 2022, till the conclusion of the 6th (sixth) AGM to be held in the year 2027.

The Statutory Auditors confirm their independence and compliance with applicable ethical standards. Based on the procedures performed, no risks or circumstances have been identified that could impair their independence as auditors of the Company, in accordance with the applicable regulatory framework in India.

The Auditor's Report on the financial statements of the Company for the financial year ended 31st March 2026 forms part of the Annual Report. The observations made in the Auditor's Report are self-explanatory and therefore do not call for any

further comments. The report of the statutory auditors forming part of the Annual Report does not contain any qualification, reservation, or adverse remark.

SECRETARIAL AUDIT REPORT

Pursuant to the amended provisions of Regulation 24A of the SEBI Listing Regulations read with Section 204 of the Act and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Board, based on the recommendation of the Audit Committee, appointed Chandrasekaran Associates, Practicing Company Secretaries to carry out the secretarial audit for a period of 5 consecutive years, from FY 2026 to FY 2030, which appointment was approved by the shareholders at the 4th AGM held on August 21, 2025,in accordance with Regulation 24A of the SEBI Listing Regulations.

The Secretarial Audit report for FY 2026 is annexed to this report as Annexure B. The Secretarial Audit Report for the financial year under review does not contain any adverse remarks, qualifications, or observations requiring explanation.

REPORTING OF FRAUDS BY AUDITORS

During the Financial Year under review, none of the Auditors have reported any incident of fraud to the Board of Directors of the Company, pursuant to the provisions of Section 143(12) of the Companies Act, 2013 and therefore, disclosure of details under Section 134(3)(ca) of the Act is not applicable.

INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY

The Company believes that a strong internal control framework is fundamental to ensuring the orderly and efficient conduct of its business operations and safeguarding stakeholder interests. Accordingly, the Company has established robust and adequate internal control systems and procedures, commensurate with its business requirements, scale of operations, geographical presence, and regulatory obligations. These systems encompass well-defined policies and procedures, integrated IT systems, clearly articulated delegation of authority, appropriate segregation of duties, and a comprehensive internal audit and review framework.

The Company has also implemented effective internal financial controls designed to ensure adherence to established policies, protection of its assets, prevention and detection of fraud and errors, accuracy and completeness of accounting records, and the timely preparation of reliable financial information.

The Board is assisted in its oversight responsibilities by the internal audit function. PricewaterhouseCoopers Services LLP serves as the Internal Auditor as at 31st March 2026. The internal audit function conducts both periodic and need-based reviews of risk management systems, controls, and processes. The findings, along with recommendations, are presented to the Board/Audit Committee, and appropriate corrective actions are undertaken to strengthen the control environment.

Further, the Company has adopted a structured framework of delegation of authority and segregation of duties across its operations. This framework is designed to provide reasonable assurance with respect to the integrity and reliability of financial and operational information, compliance with applicable laws and regulations, and execution of transactions with appropriate authorization, thereby reinforcing the overall governance and control environment.

RISK MANAGEMENT

The Company's Board of Directors has 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 analyze the risks faced by the Company, to set appropriate risk limits and controls and to monitor and mitigate risks. Risk management policies and systems are reviewed regularly to reflect changes in market conditions and the Company's activities.

The Company has a Risk Management Committee chaired by an Independent Director, which assists the Board in monitoring and overseeing implementation of the risk management policy, including evaluating the adequacy of risk management systems and such other functions as mandated under the SEBI Listing Regulations and as the Board may deem fit from time to time. The composition, detailed terms of reference of the Committee and attendance at its meetings are provided as part of the Corporate Governance Report.

The Company's Board oversees how management monitors compliance with the Company's risk management policies and procedures and reviews the adequacy of the risk management framework in relation to the risks faced by the Company. At present, in the opinion of the Board of Directors, there are no risks which may threaten the existence of the Company.

The Risk Management policy is available on the website of the Company at https://sagility.com/wp-content/uploads/2026/02/sagility-risk-management-policy.pdf.

PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS UNDER SECTION 186 OF THE COMPANIES ACT, 2013

The particulars of loans, guarantees or investments, if any, made during the Financial Year ended 31st March 2026, have been disclosed in the notes attached to and forming part of the Financial Statements of the Company prepared for the FY 2026.

PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES

In line with the requirements of the Act and the SEBI Listing Regulations as amended from time to time, the Company has adopted a Policy on Related Party Transactions and the same is available on its website at https://sagility.com/wp-content/uploads/2026/03/Policy-on-Materiality-of-RPTs-and-Dealing-with-RPTs.pdf.

The Policy captures framework for Related Party Transactions and intends to ensure that proper reporting, approval and disclosure processes are in place for all transactions with related parties.

All transactions with related parties and subsequent material modifications are placed before the Audit Committee for its review and approval. Prior to the commencement of each financial year, omnibus approval is sought from the Audit Committee for such related party transactions which are repetitive in nature, based on the approved criteria. The Audit Committee reviews all transactions entered into pursuant to the omnibus approvals so granted, on a quarterly basis.

During the year under review, there were no transactions for which consent of the Board/shareholders was required to be taken in terms of Section 188(1) of the Act and accordingly, no disclosure is required in respect of the related party transactions in Form AOC-2 under Section 134(3)(h) of the Act and rules framed thereunder. Attention of the Members is drawn to note no. 38 of the standalone financial statements setting out the disclosures on related party transactions for FY 2026.

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

Conservation of energy: Sagility is promoting use of renewable energy across all its delivery centers. To the extent possible, the Company is implementing energy efficiency measures and increased the share of renewable energy through Energy Attributable Certificates.

Steps taken or impact on conservation of energy:

- Installation of energy meters across locations for real-time monitoring of consumption and identification of reduction opportunities (work in progress).
- Deployment of occupancy sensors at select Bengaluru locations to optimize energy usage.
- Upgradation of air-conditioning systems, including replacement of old units and servicing at a Bengaluru facility.
- Replacement of outdated lighting fixtures with energy-efficient LED lights at a Bengaluru location.
- Installation of individual cassette air-conditioning units at the Indore facility to enable selective usage and reduce energy consumption during non-operational hours.

Capital investment on energy conservation equipments

- Energy Meters Cost: ₹ 8,75,000/-
- Occupancy Sensors Cost: ₹ 15,80,000/-
- Air-conditioning Upgradation Cost: ₹ 23,71,083/-
- LED Lights Replacement Cost: ₹ 6,89,700/-
- New Air-conditioning Units Cost: ₹ 75,79,109/-

Technology Absorption:

Efforts made towards technology absorption:

During FY 2026, the Company advanced enterprise-wide adoption of Artificial Intelligence (AI) and Generative AI, including agentic AI-enabled workflow automation, alongside cloud modernisation, cybersecurity enhancement, and platform transformation. Key initiatives included a multi-cloud governance framework with FinOps discipline, a cybersecurity programme covering cloud security, vendor risk, privileged access and endpoint protection, formalisation of policies on AI governance, information protection, cryptography and access control, and ServiceNow-led enterprise workflow modernisation. The Company also onboarded acquired entities onto its enterprise IT and security platforms during the year.

Benefits derived:

These initiatives improved operational efficiency and service quality, strengthened cybersecurity and reduced risk exposure, enhanced scalability through cloud adoption, and supported client confidence through more robust compliance frameworks.

***In case of imported technology (imported during the last three years reckoned from the beginning of the financial year)*:** Not applicable. The technology platforms used by the Company are globally available enterprise cloud, security and workflow solutions accessed on a subscription/services basis rather than imported technology requiring absorption.

Expenditure incurred on Research and Development: Given the nature of the Company's business as a technology-enabled healthcare services organisation, research and development activity is embedded within operations and is not separately quantified as a distinct expenditure line.

Foreign exchange earnings and Outgo: The Company is registered with Software Technology Parks of India (STPI) and engaged in export of Services. The Foreign Exchange earned in terms of actual inflows and outgo during the year are as under:

Particulars	As on 31st March 2026 (Amt in ₹ Million)
Foreign exchange earned	23,871.46
Foreign exchange outgo	506.34

SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS

There are no significant material orders passed by Regulators/ Courts/ Tribunals impacting the going concern status and the Company's future operations.

PREVENTION OF SEXUAL HARASSMENT

The Company is committed to fostering a safe, respectful, and inclusive workplace environment and has adopted a Policy on Prevention of Sexual Harassment of Women at the Workplace, in line with the provisions of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 ("POSH Act"). An Internal Complaints Committee (ICC) has been duly constituted to address and redress complaints relating to sexual harassment in a prompt and impartial manner. The Company firmly believes in providing a work environment that upholds dignity, equality, and mutual respect, free from any form of discrimination or harassment, irrespective of caste, religion, marital status, gender, sexual orientation, or any other characteristic.

During the year, the Company continued to strengthen awareness and sensitivity towards workplace conduct through various training programmes and workshops conducted across all locations. Employees are required to undergo mandatory POSH awareness and training programmes through the Company's virtual learning platforms. In addition, focused training sessions were conducted for ICC members and the Human Resources team to enhance their capability in handling complaints effectively and in accordance with prescribed legal and organizational standards.

During the year under review, the Company received 20 complaints of sexual harassment, out of which 18 cases were duly investigated and disposed of. There were 4 cases which exceeded the ninety calendar days closure timeline and the same have been closed within the year end.

The Company further affirms its compliance with the applicable provisions of the Maternity Benefit Act, 1961, and reiterates its commitment to supporting the well-being and rights of its employees.

VIGIL MECHANISM/ WHISTLE BLOWER POLICY

The Company believes that an effective vigil mechanism and whistle blower framework is essential for maintaining high standards of ethical conduct, transparency, and accountability. The Whistle Blower Policy enables directors and employees to report genuine concerns or instances of unethical behavior, fraud, or violation of the Company's Code of Conduct, without fear of retaliation.

The Policy provides for adequate safeguards against victimization and ensures that all concerns raised are investigated in a fair, timely, and confidential manner. The Audit Committee oversees the implementation of the vigil mechanism and ensures that appropriate actions are taken, thereby reinforcing the Company's commitment to strong governance practices.

The Whistle Blower Policy is available on the website of the Company at https://sagility.com/wp-content/uploads/2026/03/8.-Whistleblower-Policy.pdf.

DISCLOSURE REQUIREMENTS AS PER SEBI LISTING REGULATIONS

In accordance with SEBI Listing Regulations, the Management Discussion and Analysis, the Corporate Governance Report along with the certificate from the Practicing Company Secretary and the CEO's Declaration confirming compliance with the Code of Conduct by the Directors and Senior Management, and Business Responsibility and Sustainability Report ("BRSR") are presented as separate sections as a part of the Annual Report. The Management Discussion and Analysis provides a detailed overview of the Company's operational and financial performance, key developments, opportunities, risks, and outlook for the future.

INVESTOR EDUCATION AND PROTECTION FUND

There were no amounts pertaining to Transfer of unclaimed/ unpaid amounts/shares transferred to the Investor Education and Protection Fund ("IEPF").

MAINTENANCE OF COST RECORDS

During the period under review, Section 148(1) of the Companies Act, 2013 and the Companies (Cost Records and Audit) Rules, 2014 are not applicable to the Company.

CORPORATE SOCIAL RESPONSIBILITY

The Company believes that it has a vital role to play in contributing to the sustainable development of society. The Company remains committed to undertaking impactful Corporate Social Responsibility (CSR) initiatives that promote inclusive growth, with a focused emphasis on the upliftment of economically and socially underprivileged communities.

In furtherance of this commitment, the Company has adopted a comprehensive Corporate Social Responsibility Policy and has constituted a CSR & Sustainability Committee ("CSR Committee") in accordance with the provisions of Section 135 of the Companies Act, 2013, read with the Companies (Corporate Social Responsibility Policy) Amendment Rules, 2021. The CSR Committee provides strategic direction and oversight to ensure that the Company's CSR initiatives are meaningful, measurable, and aligned with its core values. The Policy on Corporate Social Responsibility and Annual Action Plan have been uploaded to the website of the Company and is available at https://sagility.com/wp-content/uploads/2026/03/11.-CSR-Policy.pdf.

The composition of the CSR Committee and the details of CSR initiatives undertaken during the year are set out in the CSR section of this Annual Report. The Annual Report on CSR activities, in the prescribed format, is annexed to this Report as Annexure C.

ANNUAL RETURN

The Annual Return of the Company as per the provisions of Section 134(3)(a) and 92(3) of the Companies Act, 2013, is available on the website of the Company at https://sagility.com/wp-content/uploads/2026/07/sagility-annual-return-fy2025-26-final.pdf.

DETAILS OF APPLICATION MADE OR ANY PROCEEDING PENDING UNDER THE INSOLVENCY AND BANKRUPTCY CODE, 2016

During the year under review, no corporate insolvency application was filed, nor was any proceeding initiated under the Insolvency and Bankruptcy Code, 2016, either by or against the Company before the National Company Law Tribunal (NCLT) or any other court.

DETAILS OF DIFFERENCE BETWEEN AMOUNT OF THE VALUATION DONE AT THE TIME OF ONE TIME SETTLEMENT AND THE VALUATION DONE WHILE TAKING LOAN FROM THE BANKS OR FINANCIAL INSTITUTIONS ALONG WITH THE REASONS THEREOF

During the year under review, the Company has neither entered into one-time settlement nor availed any loans from banks/ financial institutions, other than the arrangements entered into for day-to-day business operations.

MATERIAL CHANGES AND COMMITMENTS, IF ANY

Sagility Employee Stock Options and Performance Stock Units Scheme 2026

The Company recognizes performance-linked, equity-based compensation schemes as an effective and strategically significant mechanism for attracting, motivating, rewarding, and retaining talent across the Company and its subsidiary entities.

In line with the Company's evolving strategic priorities and talent retention objectives, and based on the recommendation of the Nomination and Remuneration Committee ("Committee") and the approval of the Board of Directors ("Board") at their respective meetings held on 11th May 2026 and 12th May 2026, the shareholders of the Company approved the *"Sagility Limited – Employee Stock Options and Performance Stock Units Scheme 2026"* ("Scheme"), along with the related resolutions, by way of Postal Ballot conducted through e-voting.

The e-voting period commenced on 30th May 2026 and concluded on 28th June 2026. As confirmed in the Scrutinizer's Report, the Scheme and the related resolutions were duly approved by the shareholders.

Further, on 11th June 2026, the Company approved the acquisition of CareSeed through its step-down subsidiary, Sagility LLC, as disclosed above under 'Details of Holding, Subsidiary and Associate Companies.

On 3rd July 2026, the Company redeemed 1,495 bonds aggregating to ₹ 1,495,000,000. The Company has 4,175 outstanding bonds as on the date of this report.

Except as disclosed in this Board's Report, there have been no material changes and commitments, which can affect the financial position of the Company between the end of financial year and the date of the report.

CHANGE IN THE NATURE OF BUSINESS

During the financial year under review, no material changes have occurred in the nature of the Company's business and generally in the classes of business in which the Company has an interest.

SECRETARIAL STANDARDS ISSUED BY THE INSTITUTE OF COMPANY SECRETARIES OF INDIA

In terms of Section 118(10) of the Companies Act, 2013, the Company has complied with the applicable Secretarial Standards i.e. SS-1 and SS-2 relating to the 'Meetings of the Board' and 'General Meetings' respectively, as specified by the Institute of Company Secretaries of India and approved by the Central Government.

ACKNOWLEDGEMENT

The Directors place on record their sincere appreciation for the continuous support extended by the stakeholders of the Company.

For and on behalf of the Board of Directors
Sagility Limited
(Formerly Sagility India Limited, earlier Sagility India Private Limited)

Martin Cole
(DIN: 10642347)
Chairman

Date: 9th July, 2026
Place: Florida, USA

Annexure A

DETAILS OF REMUNERATION OF DIRECTORS, KEY MANAGERIAL PERSONNEL AND EMPLOYEES AND COMPARATIVES

[Pursuant to Section 197 and Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

A. The ratio of the remuneration of each Director to the median remuneration of the employees of the Company and the percentage increase in remuneration of each Director, Chief Executive Officer, Chief Financial Officer and Company Secretary in the FY 2026:

Sr. No.	Name of Director/ KMP	Designation	Ratio of Remuneration to Median Remuneration	% Increase in Remuneration in the FY 2026
I	**Non-Executive Directors**			
1	Martin Cole^	Non-Executive Non-Independent	82.22	^
2	Hari Gopalakrishnan	Non-Executive Non-Independent	#	#
3	Jimmy Mahtani	Non-Executive Non-Independent	#	#
4	Anil Chanana^	Independent	59.92	^
5	Shalini Sarin^	Independent	59.92	^
6	Ginger Dusek^	Independent	59.74	^
7	Venkat Krishnaswamy^	Independent	59.74	^
8	William Winkenwerder Jr. ^	Independent	59.74	^
II	**Executive Director/Key Managerial Personnel**			
9	Ramesh Gopalan^	Managing Director & Group CEO	332.51	43%
10	Sarvabhouman Doraiswamy Srinivasan*	Group CFO	46.14	*
11	Srinivas Rathnam Mattapalli**	Group CFO	15.62	**
12	Satishkumar Sakharayapattana Seetharamaiah	Company Secretary & Compliance Officer	33.04	34%

Notes:

1. *Remuneration to the Executive Director and KMPs includes fixed pay, variable pay, retiral benefits.*
2. *Key parameters for any variable component of remuneration availed by the directors: Benefits, bonuses etc.*
3. *Share-based payments accrued to directors which are based on an arrangement between Sagility B.V. and the respective directors and KMPs, are not included as a part of the above remuneration.*
4. *The details in the above table are on an accrual basis.*

^ There is no change in remuneration of Non-Executive Directors during the year, accordingly there is no increase in remuneration during the year.

**Mr. Sarvabhouman Doraiswamy Srinivasan resigned as Group CFO w.e.f. 15th November 2025.*

*** Mr. Srinivas Rathnam Mattapalli appointed as Group CFO w.e.f. 14th February 2026.*

 # In line with the internal guidelines of the Company, no payment is made towards sitting fees to the Non-Executive Non-Independent Directors of the Company.

B. A break-up of median remuneration for employees is given below:

Employee Group	Median Remuneration	% Increase in Remuneration during FY 2026
Full-time employees	2,95,815	7.43%

(1) Number of permanent employees on the rolls of Company as of March 31, 2026 (only includes employees of Sagility Limited): 20,950

(2) Average percentile increase in the salaries of employees other than the managerial personnel in the last financial year: 7.43%. Percentile increase in managerial remuneration: 43%. Justification: The increase in managerial remuneration is mainly attributable to Performance-Linked Incentive payouts tied to the Company's 2026 performance, including consolidated PBT growth of 62.96% and PAT growth of 71.53% over the previous financial year, against which incentive plans for senior management are benchmarked.

(3) Affirmation that the remuneration is as per the remuneration policy of the Company: The Company confirms that the remuneration is as per the remuneration policy of the Company.

Annexure B

SECRETARIAL AUDIT REPORT

For the Financial Year Ended March 31, 2026

To,
The Members
Sagility Limited
(Formerly Sagility India Limited,
earlier **Sagility India Private Limited)**
No. 23 & 24, AMR Tech Park, Building 2A,
First Floor Hongasandara Village, Off Hosur Road,
Bommanahalli, Bengaluru, Karnataka-560068, India

We have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate governance practices by Sagility Limited (hereinafter called "the Company"). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/ statutory compliances and expressing our opinion thereon.

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

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on 31st March 2026 ("**Period under review**") according to the provisions of:

(i) The Companies Act, 2013 (the Act) and the rules made thereunder;

(ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;

(iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder to the extent of Regulation 74 and 76 of SEBI (Depositories and Participants) Regulations, 2018;

(iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;

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

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

(b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

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

(d) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021; **Not Applicable during the period under review.**

(e) The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021; **Not Applicable during the period under review.**

(f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 2025 regarding the Companies Act and dealing with client to the extent of securities issued;

(g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021; **Not Applicable during the period under review.**

(h) The Securities and Exchange Board of India (Buy-back of Securities) Regulations, 2018; **Not Applicable during the period under review.**

(vi) The Management has confirmed, to the best of their knowledge that there is no specific law applicable on the Company in respect of this audit report.

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

(i) Secretarial Standards issued by The Institute of Company Secretaries of India and notified by the Ministry of Corporate Affairs.

(ii) SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

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

We further report that

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors, Independent Directors and Women Director. The changes in the composition of the Board of Directors that took place during the

period under review were carried out in compliance with the provisions of the Act.

Adequate notice is given to all Directors to schedule the Board Meetings. Agenda and detailed notes on agenda were sent at least seven days in advance except in cases where meetings were convened at a shorter notice. The Company has complied with the provisions of Act for convening meeting at the shorter notice, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

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

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

We further report that during the audit period the following major events have happened which are deemed to have a major bearing on the Company's affairs in pursuance of the above-mentioned laws, rules, regulations, guidelines, standards, etc:

(i) Pursuant to member approval, name of the Company has been changed from "Sagility India Limited" to "Sagility Limited". Consequent upon the change in name, the Memorandum of Association and Articles of Association of the Company were altered accordingly.

For Chandrasekaran Associates
Company Secretaries
FRN: P1988DE002500
Peer Review Certificate No: 6689/2025

Shashikant Tiwari
Partner
Membership No. F11919
Certificate of Practice No. 13050
UDIN: F011919H000317895

Date: May 12, 2026
Place: Delhi

Notes:

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

ii. We conducted the secretarial audit by examining the Secretarial Records including Minutes, Documents, Registers and other records etc., and some of them received by way of electronic mode from the Company and could not be verified from the original records. The management has confirmed that the records submitted to us are true and correct.

Annexure-A to the Secretarial Audit Report

To,
The Members
Sagility Limited
(Formerly Sagility India Limited, earlier **Sagility India Private Limited)**
No. 23 & 24, AMR Tech Park, Building 2A,
First Floor Hongasandara Village, Off Hosur Road,

Auditor's responsibility

Based on audit, our responsibility is to express an opinion on the compliance with the applicable laws and maintenance of records by the Company. We conducted our audit in accordance with the auditing standards CSAS 1 to CSAS 4 ("CSAS") prescribed by the Institute of Company Secretaries of India ("ICSI"). These standards require that the auditor complies with statutory and regulatory requirements and plans and performs the audit to obtain reasonable assurance about compliance with applicable laws and maintenance of records.

Due to the inherent limitations of an audit including internal, financial and operating controls, there is an unavoidable risk that some misstatements or material non-compliances may not be detected, even though the audit is properly planned and performed in accordance with the CSAS.

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

1. Maintenance of secretarial record is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on the random test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company and for which we relied on the report of statutory auditors of the Company.
4. Wherever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.
5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedures on the random test basis.
6. The Secretarial Audit report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

For Chandrasekaran Associates
Company Secretaries
FRN: P1988DE002500
Peer Review Certificate No: 6689/2025

Shashikant Tiwari
Partner
Membership No. F11919
Certificate of Practice No. 13050
UDIN: F011919H000317895

Date: May 12, 2026
Place: Delhi

Annexure C

ANNUAL REPORT ON CSR ACTIVITIES FOR FY 2026

1. Brief outline on CSR Policy of the Company:

Sagility Limited (formerly Sagility India Limited and earlier Sagility India Private Limited), together with its subsidiaries (collectively referred to as the "Sagility Group"), believes that responsible corporate citizenship is fundamental to its long-term success and sustainability. The Company is committed to fulfilling its Corporate Social Responsibility (CSR) by undertaking initiatives that contribute meaningfully to societal development, with a focused emphasis on empowering economically and socially disadvantaged communities.

With a global presence across multiple geographies, the Sagility Group continuously endeavours to strengthen and expand its CSR programmes in alignment with local needs and priorities. The Company embraces innovation and transformation not only in its business operations but also in its social initiatives, with the objective of creating shared value for its clients, employees, shareholders, partners, and the communities it serves. CSR is deeply embedded in Sagility's organisational ethos, and its initiatives are designed to foster inclusive growth, community engagement, and long-term impact.

The Sagility Group believes that addressing complex social challenges requires sustained commitment, collaborative partnerships, and a structured approach. Accordingly, the Company's CSR initiatives are guided by strong ethical principles, robust governance practices, and a transparent and accountable framework for execution and reporting.

As a responsible corporate entity, the Company recognises the intrinsic link between economic progress and social and environmental well-being. The Company's CSR focus areas include Education, Sustainable Development, Youth Skill Development and broader Community Development initiatives, along with other humanitarian efforts. To ensure effective implementation and maximise impact, the Company collaborates with credible and experienced partners having domain expertise in these areas.

2. Composition of the CSR & Sustainability Committee (As on 31st March 2026):

Sl. No.	Name of Director	Designation/ Nature of Directorship	Number of meetings of CSR Committee held during the year	Number of meetings of CSR Committee attended during the year
1.	Shalini Sarin	Chairperson, Independent Director	3	3
2.	Martin Cole	Member, Non-Executive Non-Independent Director	3	2
3.	Ginger Dusek	Member, Independent Director	3	3

3. Provide the web link (s) where the Composition of the CSR Committee, CSR Policy and CSR projects approved by the board are disclosed on the website of the Company.

(i) The CSR Policy - https://sagility.com/wp-content/uploads/2026/03/11.-CSR-Policy.pdf

(ii) The composition of the CSR Committee - https://sagility.com/wp-content/uploads/2026/03/sagility-board-committees.pdf

(iii) CSR Project - https://sagility.com/wp-content/uploads/2026/03/CSR-Annual-Action-Plan-2026_39771c.pdf

4. Provide the executive summary along with web link (s) of the Impact Assessment of CSR Projects carried out in pursuance of sub-rule (3) of rule 8, if applicable- ***Not Applicable***

5.

		(All values in ₹)
(a)	Average net profit of the Company as per sub-section (5) of section 135	1,562,884,360
(b)	Two percent of the average net profit of the Company as per sub-section (5) of section 135	31,257,687
(c)	Surplus arising out of the CSR Projects or programmes or activities of the previous financial years	Nil
(d)	Amount required to be set-off for the financial year, if any	Nil
(e)	Total CSR obligation for the financial year [(b)+(c) -(d)]	31,257,687

6. *(All values in ₹)*

(a)	Amount spent on CSR Projects (both Ongoing Projects and other than Ongoing Projects)	31,258,000
(b)	Amount spent on Administrative Overheads	Nil
(c)	Amount spent on Impact Assessment, if applicable	Nil
(d)	Total amount spent for the Financial Year [(a)+(b) +(c)]	31,258,000
(e)	CSR amount unspent for the Financial Year	Nil

Total Amount Spent for the Financial Year (in ₹)	Amount Unspent (in ₹)				
	Total Amount transferred to Unspent CSR Account as per sub-section (6) of section 135		Amount transferred to any fund specified under Schedule VII as per second provision to sub-section (5) of section 135		
	Amount	Date of transfer	Name of the Fund	Amount	Date of transfer
31,258,000			Not Applicable		

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

Sl. No.	Particulars	Amount (in ₹)
(1)	(2)	(3)
(i)	Two percent of average net profit of the Company as per sub-section (5) of section 135	31,257,687
(ii)	Total amount spent for the Financial Year	31,258,000
(iii)	Excess amount spent for the Financial Year [(ii)-(i)]	313
(iv)	Surplus arising out of the CSR projects or programmes or activities of the previous Financial Years, if any	Nil
(v)	Amount available for set off in succeeding Financial Years [(iii)-(iv)]	Nil

7. Details of Unspent Corporate Social Responsibility amount for the preceding three Financial Years: ***Not Applicable***

1	2	3	4	5	6		7	8
Sl. No.	Preceding Financial Year(s)	Amount trans-ferred to Unspent CSR Account under sub-section (6) of section 135 (in ₹)	Balance Amount in Unspent CSR Account under sub-section (6) of section 135 (in ₹)	Amount Spent in the Financial Year (in ₹)	Amount transferred to a Fund as specified under Schedule VII as per second proviso to sub- section (5) of section 135, if any		Amount remaining to be spent in succeeding Financial Years (in ₹)	Deficiency, if any
					Amount (in ₹)	Date of Transfer		
1	FY-1	Nil	Nil	Nil	Nil	Nil	Nil	Nil
2	FY-2	Nil	Nil	Nil	Nil	Nil	Nil	Nil
3	FY-3	Nil	Nil	Nil	Nil	Nil	Nil	Nil

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

If Yes, enter the number of Capital assets created/ acquired: ***Not Applicable***

Furnish the details relating to such asset(s) so created or acquired through Corporate Social Responsibility amount spent in the Financial Year: ***Not Applicable***

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

For and on behalf of the Board of Directors
Sagility Limited

Dr. Shalini Sarin
(DIN: 06604529)
Chairperson, CSR Committee
Place: Bengaluru

Mr. Ramesh Gopalan
(DIN: 00636524)
Managing Director and Group CEO
Place: Atlanta, USA

Date: 9th July, 2026

Report on Corporate Governance

The Board of Directors is pleased to present the Company's Corporate Governance Report for the financial year ended 31st March 2026 ("FY 2026"), in compliance with the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

1. COMPANY'S PHILOSOPHY ON CODE OF GOVERNANCE

The Sagility Group is committed to conducting its business and operations in a lawful, ethical, and transparent manner. It firmly believes that sound corporate practices, grounded in professionalism, fairness, and accountability, are essential to building enduring stakeholder confidence and fostering credibility and trust.

In furtherance of these principles, the Corporate Governance Guidelines have been established to provide an overarching framework of guiding principles for the Boards of Directors across Sagility Group entities (including its affiliates and associates across jurisdictions). These Guidelines are intended to support the Boards in the effective discharge of their responsibilities and in serving the long-term interests of the Organization, its shareholders, and other stakeholders.

The Company believes that strong governance practices must be adaptable and responsive to the legal and regulatory environment within which each entity operates. Accordingly, these Guidelines are applied by the respective Sagility Group entities in a manner consistent with applicable local laws, as well as their respective charters, articles, and bylaws, as amended from time to time.

2. BOARD OF DIRECTORS

The Company has an optimum combination of executive and non-executive directors along with woman independent directors in compliance with SEBI Listing Regulations.

As of 31st March 2026, the Board comprised nine (9) directors. This includes one (1) Executive Director and eight (8) Non-Executive Directors, of whom five (5) are Independent Directors, including two (2) women Independent Directors. The Chairperson of the Board is a Non-Executive, Non-Independent Director. Consequently, Independent Directors constitute at least fifty percent of the Board, thereby ensuring compliance with Regulation 17 of the Listing Regulations and Section 149 of the Act.

In the opinion of the Board, all the Independent Directors are independent of the management and satisfy the criteria of independence as defined under the Companies Act, 2013 and the Listing Regulations.

The Board is composed of individuals of distinguished standing, bringing extensive and diverse expertise across domains such as technology, finance, human resources, and business administration.

- **Board composition and changes during FY 2026**

Details of Board Composition during FY 2026 is given below. There was no change in Board composition during the year:

Sl. No.	Name		Designation/Category	Effective date of appointment
1.	Ramesh Gopalan	(DIN: 00636524)	Managing Director and Group CEO	24th June 2024
2.	Hari Gopalakrishnan^	(DIN: 03289463)	Non-Executive Non-Independent Director	28th July 2021
3.	Martin Cole*	(DIN: 10642347)	Chairman, Non-Executive Non-Independent Director	24th June 2024
4.	William Winkenwerder Jr.	(DIN: 07279333)	Independent Director	24th June 2024
5.	Anil Kumar Chanana	(DIN: 00466197)	Independent Director	24th June 2024
6.	Ginger Dusek	(DIN: 10642344)	Independent Director	24th June 2024
7.	Venkat Krishnaswamy	(DIN: 10643175)	Independent Director	24th June 2024
8.	Shalini Sarin	(DIN: 06604529)	Independent Director	24th June 2024
9.	Jimmy Mahtani	(DIN: 00996110)	Non-Executive Non-Independent Director	5th February 2025

Note: None of the Directors are related inter se

^ Mr. Hari Gopalakrishnan, Non-Executive Director of the Company is liable to retire by rotation at the ensuing Fifth Annual General Meeting of the Company to be held on 20th August 2026.

** Mr. Martin I Cole, Non-Executive Director of the Company, who was due to retire by rotation, was re-appointed at the Company's Fourth Annual General Meeting held on 21th August 2025.*

- **Number of meetings of the Board**

During FY 2026, the Board met Twelve (12) times, viz., on 14th May 2025, 2nd July 2025, 29th July 2025, 30th July 2025, 28th October 2025, 29th October 2025, 3rd November 2025, 9th December 2025, 27th January 2026, 28th January 2026, 14th February 2026 and 20th March 2026. The gap between two consecutive meetings was less than 120 days.

- **Attendance details of Directors at Board Meetings held during FY 2026**

Name of Director	No. of Board Meetings held during FY 2026												Whether attended the last AGM held in August 2025
	14th May 2025	02nd July 2025	29th July 2025	30th July 2025	28th October 2025	29th October 2025	03rd November 2025	09th December 2025	27th January 2026	28th January 2026	14th February 2026	20th March 2026	21st August 2025
Chairman – Non-Executive Director													
Martin Cole	Video	Video	Video	Video	Video	Video	Video	Video	Video	Video	Video	Video	Video
Executive Director – Managing Director & Group CEO													
Ramesh Gopalan	Video	Video	Video	Video	Video	Video	Video	Video	Video	Video	Video	Video	Video
Non-Executive Directors													
Hari Gopalakrishnan	LA	LA	Video	Video	Video	Video	LA	Video	LA	LA	Video	LA	Video
Jimmy Mahtani	Video	LA	Video	Video	LA	LA	LA	LA	Video	LA	LA	LA	LA
Independent Directors													
William Winkenwerder Jr.	Video	Video	Video	Video	Video	Video	Video	Video	Video	Video	Video	Video	Video
Anil Kumar Chanana	Video	Video	Video	Video	Video	Video	LA	Video	Video	Video	Video	Video	Video
Ginger Dusek	Video	Video	Video	Video	Video	Video	Video	Video	Video	LA	Video	LA	Video
Venkat Krishnaswamy	Video	LA	Video	Video	Video	Video	Video	Video	Video	Video	Video	LA	Video
Shalini Sarin	Video	Video	Video	LA	Video	Video	Video	Video	Video	Video	Video	Video	LA

Attended through video conference Attended in person **LA** Leave of Absence **NA** Not Applicable

- **Details of Attendance at Board Meetings During FY 2026**

Sl. No.	Name of Director	Board Meetings held during the year	Board Meetings Attended	Attendance (%)
1.	Ramesh Gopalan	12	12	100
2.	Hari Gopalakrishnan	12	6	50
3.	Martin Cole	12	12	100
4.	William Winkenwerder Jr.	12	12	100
5.	Anil Kumar Chanana	12	11	91.67
6.	Ginger Dusek	12	10	83.33
7.	Venkat Krishnaswamy	12	10	83.33
8.	Shalini Sarin	12	11	91.67
9.	Jimmy Mahtani	12	4	33.33

- **Details of directorships and committee positions of directors in public entities as on 31st March 2026**

Sl. No.	Name of Director	No. of Directorships including the Company	No. of Committee Positions held including the Company		Entity Name where person is a Director	Category of directorship	Shares held by the Directors in the Company
			Chair	Member			
1	Ramesh Gopalan	1	0	0	▪ Sagility Limited	MD	Nil
2	Hari Gopalakrishnan	1	0	1	▪ Sagility Limited	NED	Nil
3	Martin Cole	1	0	1	▪ Sagility Limited	Chairman, NED	Nil
4	William Winkenwerder Jr.	1	1	0	▪ Sagility Limited	ID	Nil
5	Anil Kumar Chanana	4	4	0	▪ Sagility Limited ▪ Campus Activewear Limited ▪ Coforge Limited ▪ Route Mobile Limited	ID ID ID ID	Nil
6	Ginger Dusek	1	0	2	▪ Sagility Limited	ID	Nil
7	Venkat Krishnaswamy	1	0	1	▪ Sagility Limited	ID	Nil
8	Shalini Sarin	6	1	3	▪ Sagility Limited ▪ Kirloskar Ferrous Industries Limited ▪ Linde India Limited ▪ Kirloskar Oil Engines Limited ▪ Polyplex Corporation Limited ▪ Schneider Electric Infrastructure Limited	ID ID ID ID ID ID	Nil
9	Jimmy Mahtani	3	0	1	▪ Sagility Limited ▪ Credila Financial Services Limited ▪ Indira IVF Hospital Limited	NED Nominee NED Nominee NED	Nil

Note: For the purpose of evaluating the number of companies and committee memberships held by directors, all public limited companies, whether listed or unlisted, have been included; whereas all other companies including private limited companies, foreign companies, and companies under section 8 of the Act have been excluded. Only the Audit Committee and the Stakeholders Relationship Committee are considered for the purpose of reckoning committee positions.

- **Independent Directors**

During the year under review, the Board comprised five (5) Independent Directors, including two (2) women directors. None of the Independent Directors resigned prior to the completion of their tenure during the financial year.

All Independent Directors have furnished declarations confirming their independence in accordance with the provisions of Section 149(6) of the Companies Act, 2013, read with Schedule IV thereto, and Regulation 16 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations. Based on such declarations and its own assessment, the Board is satisfied that all Independent Directors are persons of high integrity, possessing diverse and relevant expertise, experience, and acumen. The Board further affirms that they fulfil the conditions of independence as prescribed under the Companies Act, 2013 and the SEBI Listing Regulations, and are independent of the management, thereby enabling them to provide objective judgement and effective oversight in the best interests of the Company and its stakeholders.

- **Familiarization programme for Independent Directors**

The Company remains committed to ensuring that its Independent Directors are continuously apprised and well-informed to enable effective participation in Board deliberations. In this regard, Directors are regularly updated on the evolving industry landscape, the Company's business model, key risk metrics and mitigation strategies, regulatory developments and the Company's preparedness thereto, as well as emerging trends in information technology, including cybersecurity.

They are also periodically briefed on their roles, rights, and responsibilities, along with significant organizational developments across the Company and its group entities, thereby facilitating informed decision-making and strengthening governance oversight.

The details of the familiarization programmes are available on the website of the Company at https://sagility.com/wp-content/uploads/2026/04/sagility-ir-familiarization-programmes-to-ids-lodr-april-2026.pdf

- **Core skills/expertise/competencies**

Matrix on skills/expertise/competencies of Board of Directors, pursuant to SEBI Listing Regulations

In alignment with the SEBI Listing Regulations, the Board has outlined the key skills, expertise, and competencies that are considered essential for its Directors, reflecting the strategic and operational context of the Company's business. These capabilities have been broadly categorized as follows:

Sl. No.	Board Skills Set Matrix	Description
1	Business Process Management (BPM) Services	Experience in leading or managing BPM services
2	US-based Healthcare payer/provider services or in health systems	Experience serving or working in US-healthcare based payer or provider services
3	Global Operations	Experience with businesses having operations in multiple countries, preferably USA, India, Philippines, South America and the Caribbean
4	Global Professional Services	Experience in a Company that provided technology/business/ consulting professional services around the globe
5	Worked across global delivery networks	Experience managing global delivery networks and locations that served customers across multiple geographies
6	Finance & Accounting in India	Experience overseeing accounting and financial reporting operations for Indian HQ companies serving international clients
7	Human Capital Management	Experience in human capital management in large public companies
8	Technology/Innovation	Experience in developing, designing and/or deploying leading-edge technologies with an understanding of the processes that are enabled by these technologies
9	Risk Management	Experience in assessing and managing enterprise risks
10	Strategic Transactions (M&A)	Experience working through material transformations, integrations, mergers or acquisitions

Sl. No.	Board Skills Set Matrix	Description
11	Corporate Social Responsibility	Experience in promoting corporate social responsibility and/or overseeing CSR implementations
12	Cybersecurity	Experience understanding and managing information technology and cybersecurity threats

The Board comprises of qualified members who have requisite skills, competencies and expertise to discharge their duties as Directors of the Company.

Skills/ Expertise for Board	Ramesh Gopalan	Martin Cole	Jimmy Mahtani	Hari Gopalakrishnan	Venkat Krishnaswamy	William Winkenwerder Jr.	Anil Chanana	Dr. Shalini Sarin	Ginger Dusek
Business Process Management (BPM) Services	●	●	●	●	●	●	◑	◑	●
US-based Healthcare payer/provider services or in health systems	●	●	●	●	●	●	◑	◑	●
Global Operations	●	●	●	◑	●	●	●	◑	●
Global Professional Services	●	●	●	●	●	●	●	◑	●
Worked across global delivery networks	●	●	●	◑	●	●	◑	◑	●
Finance & Accounting in India	●	◑	◑	●	◑	◑	●	◑	◑
Human Capital Management	●	●	●	●	●	●	●	●	◑
Technology/ Innovation	●	●	●	◑	●	●	◑	◑	●
Risk Management	●	●	●	●	●	●	●	●	●
Strategic Transactions (M&A)	●	●	●	●	●	●	●	●	●
Corporate Social Responsibility	●	●	◑	◑	◑	◑	●	●	●
Cybersecurity	◑	●	◑	◑	◑	●	●	◑	◑

● *Expertise derived from direct and hands-on experience or direct managerial experience with the subject matter during his/her career*

◑ *Experience derived through (i) board or relevant committee membership at our Company or another company, (ii) executive leadership or board membership of another company in the industry or (iii) consulting, investment banking, private equity investing or legal experience*

3. AUDIT COMMITTEE

In accordance with the Companies Act and the SEBI Listing Regulations, the Company has constituted an Audit Committee comprising three Independent Directors and one Non-Executive, Non-Independent Director. The Committee is chaired by an Independent Director, ensuring an appropriate level of independence and objectivity in its deliberations. All members of the Committee are financially literate and possess the requisite expertise in accounting and financial management, as prescribed under the applicable regulatory framework.

The Audit Committee is supported by the active participation of members of the management team. The Group CFO, along with representatives from the finance function, including those associated with Internal Audit and Governance, Risk & Compliance, are invited to attend meetings of the Committee to facilitate informed discussions on agenda items relevant to their respective areas. In addition, members of senior management are invited to participate in the meetings, as and when required, to provide their insights and expertise on specific matters under consideration, thereby enabling comprehensive and effective decision-making.

- **Composition of the Audit Committee and attendance record of the members for FY 2026**

Sl. No.	Name of Director	Category	Number of Meetings held during the year - Ten (10)	
			Entitled	Attended
1	Anil Kumar Chanana	Chairman, Independent Director	10	9
2	Venkat Krishnaswamy	Member, Independent Director	10	9
3	Hari Gopalakrishnan	Member, Non-Executive Director	10	5
4	Ginger Dusek*	Member, Independent Director	9	7

**Appointed as member w.e.f. 26th June 2025*

All the recommendations made by the committee during the year under review were accepted by the Board.

The terms of the charter broadly include:

(a) Overseeing the Company's financial reporting process, examination of the financial statement and the auditors' report thereon and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible;

(b) Recommendation to the Board for appointment, re-appointment, replacement, remuneration and terms of appointment of auditors of the Company including the internal auditor, cost auditor and statutory auditor of the Company, and fixation of the audit fee;

(c) Approval of payment to statutory auditors for any other services rendered by the statutory auditors;

(d) Reviewing, with the management, the annual financial statements and auditor's report thereon before submission to the Board for approval, with particular reference to:

(i) matters required to be included in the director's responsibility statement to be included in the board's report in terms of clause (c) of sub-section (3) of Section 134 of the Companies Act, 2013;

(ii) changes, if any, in accounting policies and practices and reasons for the same;

(iii) major accounting entries involving estimates based on the exercise of judgment by management;

(iv) significant adjustments made in the financial statements arising out of audit findings;

(v) compliance with listing and other legal requirements relating to financial statements;

(vi) disclosure of any related party transactions;

(vii) modified opinion(s) in the draft audit report

(e) Reviewing, with the management, the quarterly, half-yearly and annual financial statements before submission to the Board for approval;

(f) Reviewing, with the management, the statement of uses/application of funds raised through an issue (public issue, rights issue, preferential issue, etc.), the statement of funds utilized for purposes other than those stated in the offer document/prospectus/notice and the report submitted by the monitoring agency monitoring utilization of proceeds of a public or rights issue or preferential issue or qualified institutional placement, and making appropriate recommendations to the Board to take up steps in this matter;

(g) Reviewing and monitoring the auditor's independence and performance, and effectiveness of audit process;

(h) Formulating a policy on related party transactions, which shall include materiality of related party transactions;

(i) Approval or any subsequent modification of transactions of the Company with related parties; All related party transactions shall be approved by only Independent Directors who are the members of the committee and the other members of the committee shall recuse themselves on the discussions related to related party transactions;

(j) Review, at least on a quarterly basis, the details of related party transactions entered into by

the Company pursuant to each of the omnibus approvals given;

(k) Scrutiny of inter-corporate loans and investments;

(l) Valuation of undertakings or assets of the Company, wherever it is necessary; Appointment of Registered Valuer under Section 247 of the Companies Act, 2013.

(m) Evaluation of internal financial controls and risk management systems;

(n) Reviewing, with the management, performance of statutory and internal auditors, adequacy of the internal control systems;

(o) Reviewing the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit;

(p) Discussion with internal auditors of any significant findings and follow up thereon;

(q) Reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the Board;

(r) Discussion with statutory auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern;

(s) Reviewing at least annually: the report that the Statutory Auditors must provide to the Committee about the Statutory Auditors' independence, and a report of the Statutory Auditors' internal quality procedures;

(t) To look into the reasons for substantial defaults in the payment to the depositors, debenture holders, shareholders (in case of non-payment of declared dividends) and creditors;

(u) To review the functioning of the whistle blower mechanism;

(v) Approval of appointment of chief financial officer (i.e., the whole-time finance director or any other person heading the finance function or discharging that function) after assessing the qualifications, experience and background, etc. of the candidate;

(w) carrying out any other function as is mentioned in the terms of reference of the audit committee or as required as per the provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, or any other applicable law, as and when amended from time to time;

(x) ensuring that an information system audit of the internal systems and process is conducted at least once in two years to assess operational risks faced by the Company;

(y) Reviewing the utilization of loans and/ or advances from/investment by the holding company in the subsidiary exceeding rupees 100 Crore or 10% of the asset size of the subsidiary, whichever is lower including existing loans/advances/investments existing as on the date of coming into force of this provision;

(z) To formulate, review and make recommendations to the Board to amend the Terms of Reference of Audit Committee from time to time;

(aa) Establish and review procedures for: receiving, retaining and treating complaints received by the Company regarding accounting, internal controls, and auditing matters which shall allow for the confidential, anonymous submissions by employees; and protection of employees and others who raise concerns through the whistleblower mechanism, including direct access to the chairperson of the Committee in appropriate or exceptional cases;

(bb) Reviewing compliance with the provisions of the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015, as may be amended from time to time, at least once in a financial year and shall verify that the systems for internal control under the said regulations are adequate and are operating effectively;

(cc) Investigating any activity within its terms of reference, seeking information from any employee, obtaining outside legal or other professional advice and securing attendance of outsiders with relevant expertise, if it considers necessary;

(dd) To consider the rationale, cost, benefits and impact of schemes involving merger, demerger, amalgamation etc. of the Company and its shareholders, and provide comments;

(ee) Reviewing:

i. Any show cause, demand, prosecution and penalty notices against the Company or its Directors which are materially important including any correspondence with regulators or government agencies

and any published reports which raise material issues regarding the Company's financial statements or accounting policies;

ii. Any material default in financial obligations by the Company;

iii. Any significant or important matters affecting the business of the Company;

(ff) Establishing and ensuring compliance with the investment policy of the Company;

(gg) Establishing and ensuring compliance with the hedging policy of the Company;

(hh) Reviewing the effectiveness of the system for monitoring compliance with laws and regulations and the results of management's investigation and follow-up (including disciplinary action) of any instance of non-compliance and obtaining regular updates from the management regarding compliance matters;

(ii) Reviewing compliance with respect to the provisions of SEBI (PIT) Regulations, 2015 at least once in a financial year, verifying that the systems for internal control for compliance with these Regulations are adequate and operating effectively and providing directions on any penal action to be initiated, in case of violation of any Regulations by any person;

(jj) Carrying out any other functions as provided under the provisions of the Companies Act, the SEBI Listing Regulations and other applicable laws, and carrying out any other functions as may be required/mandated and/or delegated by the Board as per the provisions of the Companies Act, 2013, SEBI Listing Regulations, uniform listing agreements and/or any other applicable laws or by any regulatory authority and performing such other functions as may be necessary or appropriate for the performance of its duties.

The Audit Committee to mandatorily review:

(a) management discussion and analysis of financial condition and results of operations;

(b) management letters/letters of internal control weaknesses issued by the statutory auditors;

(c) internal audit reports relating to internal control weaknesses;

(d) the appointment, removal and terms of remuneration of the chief internal auditor shall be subject to review by the audit committee;

(e) the examination of the financial statements and the auditors' report thereon;

(f) statement of deviations:

(i) quarterly statement of deviation(s) including report of monitoring agency, if applicable, submitted to stock exchange(s) in terms of Regulation 32(1) of SEBI Listing Regulations; and

(ii) annual statement of funds utilized for purposes other than those stated in the offer document/prospectus/notice in terms of Regulations 32(5) and/or 32(7) of SEBI Listing Regulations.

(g) the financial statements, in particular, the investments made by any unlisted subsidiary; and

(h) such information as may be prescribed under the Companies Act and SEBI Listing Regulations.

The Powers of Audit Committee to include:

a) To investigate any activity within its terms of reference;

b) To seek information from any employee of the Company;

c) To obtain outside legal or other professional advice; and

d) To secure attendance of outsiders with relevant expertise, if it considers necessary; and

e) Such powers as may be prescribed under the Companies Act and SEBI Listing Regulations.

4. NOMINATION & REMUNERATION COMMITTEE

In accordance with the provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, the Company has constituted a Nomination and Remuneration Committee ("NRC"). The Committee plays a key role in ensuring a transparent and robust framework for identifying, evaluating, and recommending the appointment of Directors and senior management, as well as determining their remuneration.

The NRC is entrusted with the responsibility of formulating criteria for appointment, qualifications, independence, and evaluation of Directors, and for ensuring that the remuneration structure is aligned with the Company's objectives, market benchmarks, and long-term value creation for stakeholders. The Committee also oversees succession planning and ensures that the Board comprises individuals with an appropriate mix of skills, experience, and diversity to effectively discharge its responsibilities.

- **Composition of the Nomination & Remuneration Committee and attendance record of the members for FY 2026**

Sl. No.	Name of Director	Category	Number of Meetings held during the year - Four (4)	
			Entitled	Attended
1	Venkat Krishnaswamy	Chairman, Independent Director	4	4
2	Shalini Sarin	Member, Independent Director	4	3
3	Hari Gopalakrishnan	Member, Non-Executive Director	4	3

All the recommendations made by the committee during the year under review were accepted by the Board.

The terms of the charter broadly include:

(a) Ensure -

i. the level and composition of remuneration be reasonable and sufficient to attract, retain and motivate directors, senior management and key managerial personnel of the quality required to run our Company successfully;

ii. the relationship of remuneration to performance is clear and meets appropriate performance benchmarks; and

iii. remuneration to directors, key managerial personnel and senior management involves a balance between fixed and incentive pay reflecting short- and long-term performance objectives appropriate to the working of the Company and its goals.

(b) Formulating criteria for evaluation of performance of independent directors, the Board and the CEO/Managing Executive Director;

(c) Devising a policy on diversity of Board;

(d) Identifying persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down and recommend to the Board their appointment and removal. The Company shall disclose the remuneration policy and the evaluation criteria in its annual report;

(e) Extending or continuing the term of appointment of an independent director, on the basis of the report of performance evaluation of the independent directors;

(f) Recommending to the board, all remuneration, in whatever form, payable to senior management;

(g) Analyzing, monitoring and reviewing various human resource and compensation matters, including the compensation strategy;

(h) Determining the Company's policy on specific remuneration packages for executive directors including pension rights and any compensation payment, and determining remuneration packages of such directors;

(i) Recommending the remuneration, in whatever form, payable to non-executive directors and the senior management personnel and other staff (as deemed necessary);

(j) Reviewing and approving compensation strategy from time to time in the context of the then current Indian market and other markets in which the Company operates in accordance with applicable laws;

(k) Administering, monitoring and formulating detailed terms and conditions of the Employees Stock Option Scheme of the Company, as and when applicable, if so determined under the employee benefit/ stock option plans of the Company;

(l) Reviewing strategies and tools for deployment of key human resources, specifically in the area of talent management, employee engagement & development and succession planning for future requirements of the Company;

(m) Evaluating the effectiveness and quality of human resource programs that target the Company's executives, leadership development, including succession programs for top tier candidates, including candidates for the positions of senior management,(Direct reports of CEO) key managerial personnel including CEO, and their direct reports and any other position as the Committee may deem fit;

(n) The Committee and the Board would periodically discuss with management and provide advice and counsel as appropriate and experience dictates on the organization structure and operating model

(o) performing such other functions as may be delegated by the Board and/ or prescribed under the SEBI Listing Regulations, the Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021, the Companies Act, each as amended or other applicable law, as and when applicable;

(p) Performing such other functions as may be necessary or appropriate for the performance of its duties. As appropriate and consistent with regulations the Committee may delegate authority for certain functions listed above to Senior Management.

- **Performance Evaluation criteria for Directors, including Independent Directors:**

The Company recognizes that an effective performance evaluation process at the Board level is critical to enhancing Board engagement and overall effectiveness. The policy and criteria for evaluation of Directors, including Independent Directors, are duly approved by the Nomination and Remuneration Committee.

The evaluation process is carried out through structured questionnaires, encompassing various aspects of the functioning of the Board and its Committees, including the adequacy of their composition, the strengths and contributions of individual Directors, and the discharge and performance of their duties, responsibilities, and governance practices.

5. STAKEHOLDERS' RELATIONSHIP COMMITTEE

In accordance with the provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, the Company has constituted a Stakeholders' Relationship Committee ("SRC"). The Committee plays a pivotal role in safeguarding the interests of the Company's stakeholders, including shareholders, debenture holders, and other security holders.

The SRC is entrusted with the responsibility of overseeing and resolving stakeholder grievances, ensuring efficient investor services, and strengthening communication with stakeholders. It monitors the timely redressal of complaints relating to non-receipt of dividends, annual reports, and other related matters. Through its focused oversight, the Committee reinforces the Company's commitment to transparency, responsiveness, and high standards of investor service.

- **Composition of the Stakeholders' Relationship Committee and attendance record of the members for FY 2026**

Sl. No.	Name of Director	Category	Number of Meetings held during the year - Two (2)	
			Entitled	Attended
1	William Winkenwerder Jr.	Chairman, Independent Director	2	2
2	Ginger Dusek	Member, Independent Director	2	2
3	Martin Cole	Member, Non-Executive Director	2	2

All the recommendations made by the committee during the year under review were accepted by the Board.

The terms of the charter broadly include:

(a) Resolving the grievances of the security holders of the listed entity including complaints related to transfer/ transmission of shares, non-receipt of annual report, non-receipt of declared dividends, issue of new/duplicate certificates, general meetings etc.

(b) Review of measures taken for effective exercise of voting rights by shareholders.

(c) Review of adherence to the service standards adopted by the listed entity in respect of various services being rendered by the Registrar & Share Transfer Agent.

(d) Review of the various measures and initiatives taken by the listed entity for reducing the quantum of unclaimed dividends and ensuring timely receipt of dividend warrants/annual reports/statutory notices by the shareholders of the Company.

(e) Performing such other functions as may be delegated by the Board and/or prescribed under the SEBI Listing Regulations and the Companies Act or other applicable law.

- Details of Compliance Officer:

Name: Satishkumar Sakharayapattana Seetharamaiah
Designation: Company Secretary & Compliance Officer

- Details of Shareholder Complaints received during FY 2026

- number of shareholders' complaints received during the financial year– 3
- number of complaints not solved to the satisfaction of shareholders – Nil
- Number of pending complaints - Nil

5A. RISK MANAGEMENT COMMITTEE

In compliance with the SEBI (Listing Obligations and Disclosure Requirements) Regulations, the Company has constituted a Risk Management Committee to strengthen its governance framework and oversight of enterprise-wide risks. The Committee plays a critical role in assisting the Board in identifying, evaluating, and monitoring key risks that may impact the Company's operations and strategic objectives.

The Committee oversees the implementation of the risk management framework, reviews the adequacy and effectiveness of risk mitigation measures, and ensures that appropriate systems and processes are in place to proactively manage emerging risks. Through its focused oversight, the Committee reinforces the Company's commitment to maintaining a robust risk governance structure and fostering a culture of risk awareness across the organization.

♦ **Composition of the Risk Management Committee and attendance record of the members for FY 2026**

Sl. No.	Name of Director	Category	Number of Meetings held during the year - Two (2)	
			Entitled	Attended
1	Anil Kumar Chanana	Chairman, Independent Director	2	2
2	William Winkenwerder Jr.	Member, Independent Director	2	2
3	Ginger Dusek	Member, Independent Director	2	2
4	Martin Cole	Member, Non-Executive Director	2	2
5	Ramesh Gopalan*	Member, Executive Director	1	1

**Appointed as member w.e.f. 29th July 2025*

All the recommendations made by the committee during the year under review were accepted by the Board.

The terms of the charter broadly include:

(a) To formulate a detailed risk management policy covering risk across functions and plan integration through training and awareness programmes which shall include:

i. A framework for identification of internal and external risks specifically faced by the listed entity, including financial, operational, sectoral, sustainability (particularly environmental, social and governance related risks), information, cyber security risks or any other risk as may be determined by the Risk Management Committee;

ii. Measures for risk mitigation including systems and processes for internal control of identified risks; and

iii. Business continuity plan.

(b) To ensure that appropriate methodology, processes and systems are in place to monitor and evaluate risks associated with the business of the Company;

(c) To monitor and oversee implementation of the risk management policy, including evaluating the adequacy of risk management systems;

(d) To periodically review the risk management policy, at least once in two years, including by considering the changing industry dynamics and evolving complexity;

(e) To set out risk assessment and minimization procedures and the procedures to inform the Board of the same;

(f) To frame, implement, review and monitor the risk management policy for the Company and such other functions, including cyber security;

(g) To review the status of the compliance, regulatory reviews and business practice reviews;

(h) To approve the process for risk identification and mitigation;

(i) To decide on risk tolerance and appetite levels, recognizing contingent risks, inherent and residual risks including for cyber security;

(j) To monitor the Company's compliance with the risk structure. Assess whether the current exposure to the risks it faces is acceptable and that there is an effective remediation of non-compliance on an on-going basis;

(k) To approve major decisions affecting the risk profile or exposure and give appropriate directions;

(l) To consider the effectiveness of decision-making process in crisis and emergency situations;

(m) To balance risks and opportunities;

(n) To generally, assist the Board in the execution of its responsibility for the governance of risk;

(o) To keep the Board informed about the nature and content of its discussions, recommendations and actions to be taken;

(p) The appointment, removal and terms of remuneration of the chief risk officer (if any) shall be subject to review by the Risk Management Committee;

(q) To review and assess the risk management system and policy of the Company from time to time and recommend for amendment or modification thereof;

(r) To implement and monitor policies and/or processes for ensuring cyber security;

(s) To review and recommend potential risk involved in any new business plans and processes;

(t) To review the Company's risk-reward performance to align with the Company's overall policy objectives;

(u) To monitor and review regular updates on business continuity;

(v) The Risk Management Committee shall have powers to seek information from any employee, obtain outside legal or other professional advice and secure attendance of outsiders with relevant expertise, if it is considered necessary;

(w) The Risk Management Committee shall coordinate its activities with other committees, in instances where there is any overlap with activities of such committees, as per the framework laid down by the board of directors;

(x) To advise the Board with regard to risk management decisions in relation to strategic and operational matters such as corporate strategy; and

(y) Performing such other activities as may be delegated by the Board or specified/ provided under the Companies Act, 2013 or by the SEBI Listing Regulations or statutorily prescribed under any other law or by any other regulatory authority.

- **Particulars of Senior Management and Changes therein during the year**

Category	Sl. No.	Name of Senior Management Personnel	Designation
KMP		Sarvabhouman Doraiswamy Srinivasan*	Group Chief Financial Officer
		Srinivas Rathnam Mattapalli**	Group Chief Financial Officer
		Satishkumar Sakharayapattana Seetharamaiah	Company Secretary & Compliance Officer
SMP		Daniel B. Bailey	Global General Counsel
		Madan Moudgal	Executive Vice President, Chief Digital Officer
		Anand Biradar	Senior Vice President, GTM Strategy & Enablement, and Enterprise Transformation
		Mohit Saxena	Executive Vice President, Chief Delivery Officer
		Sohail Djariri^	Chief Growth Officer
		Chris Shiffert^^	Chief Growth Officer
		Abhishek Kayan~	Deputy Chief Financial Officer

**Resigned as Group Chief Financial Officer w.e.f. 15th November 2025.*

^Resigned Chief Growth Officer w.e.f. 28th November 2025

*** Appointed as Group Chief Financial Officer w.e.f. 14th February 2026*

^^Appointed as Chief Growth Officer w.e.f. 1st December 2025

~Appointed as Deputy Chief Financial Officer w.e.f. 15th November 2025

6. REMUNERATION TO DIRECTORS

	Ramesh Gopalan	Martin Cole	Hari Gopalakrishnan#	Jimmy Mahtani#	William Winkenwerder Jr.	Anil Chanana	Venkat Krishnaswamy	Ginger Dusek	Shalini Sarin
All pecuniary relationship or transactions of the non-executive directors vis-à-vis the listed entity									
criteria of making payments to non-executive directors. This may be disseminated on the listed entity's website and reference drawn thereto in the annual report	NA	https://sagility.com/wp-content/uploads/2026/03/14.-Nomination-and-remuneration-policy-Evaluation-of-Board.pdf							
all elements of remuneration package of individual directors summarized under major groups, such as **salary, benefits, bonuses, stock options, pension etc**;	Salary: ₹ 33.20 Million Bonus: ₹ 65.15 Million Share based payments: ₹ 62.63 Million	Director remuneration – ₹ 24.32 Million Share based payments: ₹ 17.64 Million	#	#	Director remuneration (including sitting fees)- ₹ 17.67 Million	Director remuneration (including sitting fees)- ₹ 17.73 Million	Director remuneration (including sitting fees)- ₹ 17.67 Million	Director remuneration (including sitting fees)- ₹ 17.67 Million	Director remuneration (including sitting fees)- ₹ 17.73 Million
details of fixed component and performance linked incentives, along with the performance criteria	Fixed salary: ₹ 33.20 Million Performance linked Bonus: ₹ 65.15 Million Performance Criteria: The Remuneration Policy of the Company is aimed at rewarding performance based on review of achievements and is in consonance with existing industry practices	NA	NA	NA	NA	NA	NA	NA	NA

	Ramesh Gopalan	Martin Cole	Hari Gopalakrishnan#	Jimmy Mahtani#	William Winkenwerder Jr.	Anil Chanana	Venkat Krishnaswamy	Ginger Dusek	Shalini Sarin
service contracts, notice period, severance fees	NA	NA	NA	NA	NA	NA	NA	NA	NA
stock option details, if any and whether issued at a discount as well as the period over which accrued and over which exercisable.	NA	NA	NA	NA	NA	NA	NA	NA	NA

Notes:

1. *Remuneration to the Executive Director and KMPs includes fixed pay, variable pay, retiral benefits.*
2. *Key parameters for any variable component of remuneration availed by the directors: Benefits, bonuses etc.*
3. *Share based payments accrued to directors and disclosed above, are based on an arrangement between Sagility B.V. and the respective directors, and are borne by Sagility B.V. and not by the Company. These amounts disclosed here are excluded from the computation of the ratio of remuneration to median employee remuneration disclosed in the Board's Report, since that ratio is intended to reflect remuneration borne by the Company itself.*
4. *The details in the above table are on an accrual basis.*

 # In line with the internal guidelines of the Company, no payment is made towards remuneration to these Non-Executive Non-Independent Directors of the Company.

7. INFORMATION ON GENERAL BODY MEETINGS

- **Details of last three annual general meetings of the Company held are given under**

Date	Time	Whether special resolution passed	Venue/Deemed venue
29 September 2023	02:00 PM	No	Registered Office No. 23 & 24, AMR Tech Park, Building 2A, First Floor Hongasandara Village, Off Hosur Road, Bommanahalli, Bengaluru – 560068, Karnataka, India
25 September 2024	09:00 AM	No	Through Video Conferencing/Other Audio Visual Means, being recorded at registered office of the Company, Bengaluru
21 August 2025	04:00 PM	No	Through Video Conferencing/Other Audio Visual Means, being recorded at registered office of the Company, Bengaluru

- **Postal Ballot**

During the FY 2026, the Company approved one (1) special resolution through postal ballot on 1st August 2025 ("Postal Ballot"). The particulars of the resolution passed are detailed below:

Subject Matter	No. of votes polled	Votes cast in favor		Votes cast against	
		No. of votes	%	No. of votes	%
Approval of Change of name of the Company from Sagility India Limited to Sagility Limited and consequent alteration in the Memorandum of Association and Articles of Association of the Company	3,94,38,15,331	3,94,37,75,068	99.99	40,263	0.001

- **Person who conducted the postal ballot exercise**

Shashikanth Tiwari (COP No.: 13050), Partner at Chandrasekaran Associates, Company Secretaries, was appointed as the Scrutinizer to oversee the e-voting process for the resolutions passed through postal ballot on 1st August 2025.

- **Procedure for Postal Ballot**

Postal Ballots are conducted in accordance with the provisions of Section 110 and other applicable provisions, if any, of the Act, read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014. Shareholders are provided the facility to vote through e-voting and the postal ballot notice is sent to shareholders as per the permitted mode wherever applicable.

Shareholders holding equity shares as on the cut-off date can cast their votes through e-voting during the voting period fixed for this purpose. After completion of scrutiny of votes, the scrutinizer submits his report to the Chairman, or any other person authorized by the Chairman and the results of voting by postal ballot are announced within 2 working days of conclusion of the voting period. The results are displayed on the website of the Company and communicated to the stock exchanges, depositories, and registrar and share transfer agent. The resolutions, if passed by the requisite majority, are deemed to have been passed on the last date specified for receipt of duly completed postal ballot forms or e-voting.

Subsequent to the financial year, the shareholders of the Company approved the Employee Stock Options and Performance Stock Units Scheme, 2026 ("ESOS 2026" or the "Scheme"), along with other related resolutions, by way of special resolution passed through postal ballot, deemed to have been passed on the last date of e-voting, i.e., Sunday, 28th June 2026.

As on the date of this report, no special resolutions are proposed to be passed through postal ballot.

8. MEANS OF COMMUNICATION

The Company, from time to time and as may be required, communicates/disseminates relevant information to its security holders and investors through various channels, including stock exchange websites, the Company's official website, press releases, and annual reports.

The quarterly results, shareholders' communications and other official news releases to shareholders and Stock Exchanges, inter-alia, presentations to institutional investors & analysts, press releases, etc., are posted on the Company's website at https://sagility.com/investor-relations/ under investor relations section.

The results are generally published in Financial Express an English-language newspaper with nationwide circulation and Vishwavani News, a Kannada-language newspaper circulated in Bengaluru.

9. GENERAL SHAREHOLDER INFORMATION

- Fifth Annual General Meeting

Date	20th August 2026, Thursday
Time	04:00 PM
Venue	Through Video Conferencing/Other Audio Visual Means (Deemed Venue – Registered Office, Bengaluru)
Financial Year	1st April 2025 to 31st March 2026
Dividend Payment Date	On or before 19th September 2026
Listing	The equity shares of the Company are listed on: **National Stock Exchange of India Limited** Exchange Plaza, 5th Floor, Plot no. C/1, G Block, Bandra Kurla Complex, Bandra (E), Mumbai- 400 051 **BSE Limited** Phiroze Jeejeeboy Towers, Dalal Street, Fort, Mumbai- 400 001
During the FY 2026, trading of shares on the Stock Exchanges was not suspended	

Note: Listing fees for the financial year 2026-27 has been paid to National Stock Exchange of India Limited and BSE Limited as on date of this report.

- **Registrar and share transfer agent ("RTA")**

MUFG Intime India Private Limited (formerly Link Intime India Private Limited)
Address: C-101, Embassy 247, LBS Marg, Vikhroli (West), Mumbai, Maharashtra 400 083
Tel: +91 8108116767 • E-mail: investor.helpdesk@in.mpms.mufg.com

- **Share transfer system**

As of 31st March 2026, 100% of the Company's equity shares are held in dematerialized (demat) form, and any transfer of these shares can only be carried out through a depository participant. Transmission and transposition of shares, whether held in physical or dematerialized form, will be processed only in dematerialized form. However, shareholders are not prohibited from holding shares in physical form.

Shareholders holding shares in dematerialized (demat) form are requested to register their email address, bank account details, and mobile number with their respective depository participants.

- **Distribution of shareholding as on 31st March 2026**

Holding Range	No. of Shareholders	Shares held	% of shareholding
1-500	406322	60528897	1.29
501-1000	51446	41513987	0.89
1001 – 2000	28892	43867688	0.94
2001 – 3000	11185	28565634	0.61
3001 – 4000	5644	20444401	0.44
4001 – 5000	5957	28057928	0.60
5001 – 10000	13130	98464066	2.10
10001 and above	12026	4359885812	93.13
Total	**5,34,602**	**4,68,13,28,413**	**100**

- **Dematerialization of shares and liquidity**

As of 31st March 2026, all 4,68,13,28,413 equity shares, representing 100% of the Company's paid-up capital, are held in dematerialized form with National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL). These equity shares are actively traded on both the BSE and NSE.

- **Outstanding American Depository Receipts (ADRs)/Global Depository Receipts (GDRs)/Warrants or any Convertible Instruments, conversion date and likely impact on equity**

  The Company has no outstanding American Depository Receipts (ADRs), Global Depository Receipts (GDRs), warrants or any Convertible Instruments, as on the date of this report.

- **Commodity price risk or foreign exchange risk and hedging activities**

  During the FY 2026 the Company has no commodity price risk. The details of foreign exchange risk and impact of hedging activities of the Company are disclosed in Note No. 38 and 40 to the Consolidated and Standalone Financial Statements forming part of this Annual Report.

- **Plant locations**

  The Company is engaged in the information technology sector and does not undertake any manufacturing activities. Therefore, there are no plant locations to report.

- **Address for correspondence**

  Shareholder correspondence should be addressed to the Company's Registrars and Transfer agents:

  MUFG Intime India Private Limited
  (formerly Link Intime India Private Limited)
  Address: C-101, Embassy 247, LBS Marg,
  Vikhroli (West), Mumbai, Maharashtra 400 083
  Tel: +91 8108116767
  E-mail: investor.helpdesk@in.mpms.mufg.com

  Shareholder Requests: https://web.in.mpms.mufg.com/helpdesk/Service_Request.html

  Investors may also write to investorservices@sagility.com or contact Company Secretary at the Registered Office of the Company at No. 23 & 24, AMR Tech Park, Building 2A, First Floor, Hongasandara Village, Off Hosur Road, Bommanahalli, Bengaluru 560 068, Karnataka, India. Tel No. +91- 80-7125 1500

- **Credit rating**

  The Company's credit rating details are available on the Company's website and same can be accessed via the following link https://sagility.com/wp-content/uploads/2026/03/IntimationCreditRating05012025signed.pdf

Sl. No.	Instrument	Long Term Rating	Short Term Rating
1.	Total Bank Loan Facilities	Crisil A/Stable (Assigned)	Crisil A1 (Assigned)
		[ICRA]BBB+ (Stable)/ [ICRA]A2*	

** At the request of the Company and based on the no-objection certificate received from the lender, ICRA Limited ("ICRA") upgraded ([ICRA]BBB+ (Stable)/ [ICRA]A2; from [ICRA]BBB (Stable)/ [ICRA]A3+) and withdrawn the ratings assigned to the Company's long-term and short-term fund-based bank facilities, in accordance with ICRA's policy on withdrawal of credit ratings on 22nd January 2026.*

10. OTHER DISCLOSURES

- **Materially Significant Related Party Transaction**

  There were no materially significant related party transactions that may have potential conflict with the interests of Company at large.

- **SEBI or Stock Exchange compliances**

  The Company has fully complied with the requirements of the Stock Exchanges, SEBI, and other statutory authorities in all matters pertaining to the capital markets. During the FY 2026, no penalties or strictures have been imposed on the Company by the Stock Exchanges, SEBI, or any other statutory authority in relation to capital market activities.

- **Vigil mechanism or Whistle blower policy**

  The Company has formulated a Vigil Mechanism and Whistle-Blower Policy ("**Policy**") in accordance with provisions of the Act and Regulation 22 of SEBI Listing Regulations. The Company affirms that, in compliance with the Policy, no personnel have been denied access to the Audit Committee Chairperson.

Further, the Policy has been posted on the website of the Company and can be accessed at https://sagility.com/wp-content/uploads/2026/03/8.-Whistleblower-Policy.pdf

- **Mandatory Compliances**

  The Company complies with all mandatory corporate governance provisions as stipulated under the SEBI Listing Regulations.

- **Non-Mandatory and discretionary requirements adopted**

  The Company also endeavors to adhere to the discretionary requirements prescribed under Regulation 27(1) read with Part E of Schedule II of the SEBI Listing Regulations, to the extent applicable.

Discretionary requirements prescribed under Schedule II Part E of the SEBI Listing Regulations	**Board**	The Board is chaired by a Non Executive Director, thereby ensuring an appropriate balance of authority and independence The Board composition reflects a strong commitment to diversity, with the presence of two women Independent Directors
	Un-Modified opinion(s) in audit report	The Company's financial statements have consistently carried unmodified audit opinions, demonstrating the robustness of its financial reporting and internal control framework
	Separate posts of Chairperson and the Managing Director or the Chief Executive Officer	The roles of the Chairman of the Board and the Managing Director & Chief Executive Officer are vested in separate individuals, who are not related to each other as defined under the Companies Act, 2013, thereby reinforcing the principles of good governance and segregation of powers.
	Reporting of internal auditor	The Internal Auditor of the Company directly reports to the Audit Committee.

- **Weblink for the policy for determining material subsidiaries**

  Policy on determining material subsidiaries is displayed on the Company's website and can be accessed at https://sagility.com/wp-content/uploads/2026/03/5.-Policy-on-Material-Subsidiaries.pdf

- **Weblink for the policy dealing with related party transactions**

  Policy for dealing with related party transactions is displayed on the Company's website and can be accessed at https://sagility.com/wp-content/uploads/2026/03/Policy-on-Materiality-of-RPTs-and-Dealing-with-RPTs.pdf

- **Details of utilization of funds raised through preferential allotment or qualified institutions placement as specified under Regulation 32 (7A) of SEBI Listing Regulations.**

  During the FY 2026, the Company has not raised any funds through preferential allotment or qualified institutions placement

- **Recommendation of committees**

  All the recommendations of the committees are accepted by the Board.

- **Total fees for all services paid by the Company and its subsidiaries, on a consolidated basis, to the statutory auditor and all entities in the network firm/network entity of which the statutory auditor is a part**

  Details of total fees paid by the Company and its subsidiaries to BSR & Co., LLP (including its network firms), the Statutory Auditors of the Company, during the year is as follows:

Total fees paid by the Company	Statutory Audit fees - ₹ 24 Million SOC Reporting - ₹ 9.80 Million
Total fees paid by the subsidiaries of the Company	Group reporting - ₹ 3.40 Million

- **Disclosures in relation to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013**

  Disclosure w.r.t. Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 forms part of the Board's report.

- **Loans and advances in the nature of loans to firms/companies in which directors are interested**

  There are no Loans and advances made by the Company or its subsidiary(ies) to firms/companies in which directors are interested.

- **Details of material subsidiaries**

  Pursuant to Regulation 24(1) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the following entities are identified as material subsidiaries. Details regarding their incorporation and statutory auditors, as mandated under Part C of Schedule V of the said Regulations, are provided below.

Name of Material Subsidiary	Date and place of incorporation	Name of the Statutory Auditor	Date of appointment
Sagility Philippines B.V.	24th June 2021, Netherlands	Just Audit B.V.	28th March 2025
Sagility (US) Holdings Inc	23rd July 2021, United States of America	Not applicable under the local law	No Statutory Auditor appointed
Sagility (US) Inc	27th July 2021, United States of America	Not applicable under the local law	No Statutory Auditor appointed
Sagility LLC	5th February, 1998, United States of America	Not applicable under the local law	No Statutory Auditor appointed
Sagility (Jamaica) Limited	15th September 2021, Jamaica	Not applicable under the local law	No Statutory Auditor appointed
Sagility Operations Inc	17th November 2021, United States of America	Not applicable under the local law	No Statutory Auditor appointed

- **Compliance of the requirement of Corporate Governance**

  Since the date of listing, there have been no instances of non-compliance with any of the requirements specified under sub-paras (2) to (10) of Para C, Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, pertaining to the Corporate Governance Report.

  Further, requirements stipulated under Regulation 17 to 27 read with Schedule V of the Listing Regulations have been complied with by the Company.

  In compliance with Regulation 46 of the SEBI Listing Regulations, the disclosures specified under sub-clauses (b) to (i) are made available on the Company's website.

- **Disclosures with respect to demat suspense account/ unclaimed suspense account**

  (a) aggregate number of shareholders and the outstanding shares in the suspense account lying at the beginning of the year: NIL

  (b) number of shareholders who approached the Company for transfer of shares from suspense account during the year: NIL

  (c) number of shareholders to whom shares were transferred from suspense account during the year: NIL

  (d) aggregate number of shareholders and the outstanding shares in the suspense account lying at the end of the year: NIL

  (e) that the voting rights on these shares shall remain frozen till the rightful owner of such shares claims the shares: N.A.

- **Disclosure of certain types of agreements binding listed entities disclosed under clause 5A of paragraph A of Part A of Schedule III of these regulations**

  Not Applicable

Declaration signed by the Chief Executive Officer

(pursuant to Schedule V under SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015)

I hereby confirm that the Board of Directors and the Senior Management Personnel of the Company have affirmed their compliance with the Code of Conduct for the Board of Directors and Senior Management for the financial year 2025-26.

Sd/-
Ramesh Gopalan
Managing Director & Group Chief Executive Officer
DIN: 00636524

Date: 29 April 2026

CERTIFICATE ON COMPLIANCE WITH THE CONDITIONS OF CORPORATE GOVERNANCE UNDER SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

To,
The Members
Sagility Limited
(Formerly Sagility India Limited, earlier **Sagility India Private Limited)**
No. 23 & 24, AMR Tech Park, Building 2A,
First Floor Hongasandara Village, Off Hosur Road,
Bommanahalli, Bengaluru, Karnataka-560068, India

We have examined all the relevant records of **Sagility Limited** ("the Company") for the purpose of certifying all the conditions of the Corporate Governance under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("**Listing Regulations**") for the financial year ended **March 31, 2026**. We have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of certification.

The compliance of the conditions of Corporate Governance is the responsibility of the Management. Our examination was limited to the procedures and implementation thereof. This certificate is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the Management has conducted the affairs of the Company.

On the basis of our examination of the records produced, explanations given to us and information furnished, we certify that the Company has generally complied with the conditions of the Corporate Governance as stipulated under Listing Regulations.

For **Chandrasekaran Associates**
Company Secretaries
Firm Registration No.: P1988DE002500
Peer Review Certificate No.: 6689/2025

Shashikant Tiwari
Partner
Membership No. F11919
Certificate of Practice No. 13050
UDIN: F011919H000317961

Date: May 12, 2026
Place: Delhi

CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS

[Pursuant to Regulation 34(3) and Schedule V Para C clause (10)(i) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]

To,
The Members
Sagility Limited
(Formerly Sagility India Limited, earlier **Sagility India Private Limited)**
No 23 & 24, AMR Tech Park, Building 2A,
First Floor Hongasandara Village, Off Hosur Road,
Bommanahalli, Bangalore, Karnataka-560068

We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of Sagility Limited bearing CIN: L72900KA2021PLC150054, having registered office at No 23 & 24, AMR Tech Park, Building 2A, First Floor Hongasandara Village, Off Hosur Road, Bommanahalli, Bangalore, Karnataka-560068 (hereinafter referred to as 'the Company'), produced before us by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In our opinion and to the best of our information and according to the verifications (including Directors Identification Number (DIN) status at the portal www.mca.gov.in) as considered necessary and explanations furnished to us by the Company & its officers, and based on declarations received from respective Directors, we hereby certify that as on Financial Year ended March 31, 2026 none of the Directors on the Board of the Company as stated below have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs or any such other Statutory Authority:

S. No.	Name of Director	DIN	Original date of appointment in the Company
1	Martin I Cole	10642347	24th June 2024
2	Ramesh Gopalan	00636524	24th June 2024
3	Hari Gopalakrishnan	03289463	28th July 2021
4	William Winkenwerder Jr.	07279333	24th June 2024
5	Ginger Dusek	10642344	24th June 2024
6	Shalini Sarin	06604529	24th June 2024
7	Venkat Krishnaswamy	10643175	24th June 2024
8	Anil Kumar Chanana	00466197	24th June 2024
9	Jimmy Lachmandas Mahtani	00996110	5th February 2025

Ensuring the eligibility for the appointment / continuity of every Director on the Board is the responsibility of the management of the Company. Our responsibility is to express an opinion on these based on our verification. This certificate is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

For **Chandrasekaran Associates**
Company Secretaries
Firm Registration No.: P1988DE002500
Peer Review Certificate No.: 6689/2025

Shashikant Tiwari
Partner
Membership No. F11919
Certificate of Practice No. 13050
UDIN: F011919H000317941

Date: May 12, 2026
Place: Delhi

Business Responsibility & Sustainability Report

SECTION A: GENERAL DISCLOSURES

I. Details of the listed entity:

Sr. No.	Particulars	Details
1.	**Corporate Identity Number (CIN) of the Listed Entity**	L72900KA2021PLC150054
2.	**Name of the Listed Entity**	Sagility Limited (previously Sagility India Limited; earlier Sagility India Private Limited)
3.	**Year of Incorporation**	2021
4.	**Registered office address**	No. 23 & 24, AMR Tech Park, Building 2A, First Floor Hongasandara Village, Off Hosur Road, Bommanahalli, Bengaluru – 560068 India
5.	**Corporate address**	AMR Tech Park, Building 2A, Third Floor, Hongasandara Village, Off Hosur Road, Bommanahalli, Bengaluru 560 068, Karnataka, India
6.	**E-mail**	investorservices@sagility.com
7.	**Telephone**	+91 80-71251500
8.	**Website**	www.sagility.com
9.	**Financial year for which reporting is being done**	1st April 2025 – 31st March 2026
10.	**Name of the Stock Exchange(s) where shares are listed**	BSE Limited (BSE), National Stock Exchange of India Limited (NSE)
11.	**Paid-up Capital**	₹ 46,81,32,84,130
12.	**Name and contact details (telephone, email address) of the person who may be contacted in case of any queries on the BRSR report**	Mr. Srinivas Rathnam Mattapalli, Group CFO Email: investorservices@sagility.com Tel: +91 80-71251500
13.	**Reporting boundary: Are the disclosures under this report made on a standalone basis (i.e. only for the entity) or on a consolidated basis (i.e. for the entity and all the entities which form a part of its consolidated financial statements, taken together).**	Disclosures in this report are presented on a consolidated basis, encompassing our operations across India, the USA, the Philippines, Jamaica, and Colombia.
14.	**Name of assurance provider**	DNV Business Assurance India Private Limited
15.	**Type of assurance obtained**	Limited Level of Assurance for BRSR Core Attributes

II. Products/services

16. Details of business activities (accounting for 90% of the turnover):

Sr. No.	Description of Main Activity	Description of Business Activity	% of Turnover of the Entity
1.	Administrative and support service activities	Office administrative, office support and other business support activities	100%

17. Products/Services sold by the entity (accounting for 90% of the entity's Turnover):

Sr. No.	Product/Services	NIC Code	% of Turnover Contributed by the Product/Service
1.	The Group derives its Revenue from providing comprehensive business process management (BPM) services including tech enabled solutions across the payers and providers in the US Healthcare industry	63999	100%

III. Operations

18. Number of locations where plants and/or operations/offices of the entity are situated:

Sr. No.	Locations	No. of Plants	No. of Offices	Total
1	National*	0	9	9
2	International*	0	14	14

*The number of sites represented (9 National + 14 International) in the table covers all the delivery centers (10 National & 21 International) as reflected in annual report, active sites.

19. Markets served by the entity:

a. Number of locations

Sr. No.	Locations	Number
1	National (No. of States)	0
2	International (No. of Countries)	1

b. What is the contribution of exports as a percentage of the total turnover of the entity?

The contribution of exports as a percentage of total turnover is 100%.

c. A brief on types of customers

Sagility's customers include U.S.-based healthcare Payers (national and regional health insurers, Medicare/Medicaid plans, PBMs) and healthcare Providers (hospitals, clinics, diagnostic labs, DME suppliers, ACOs). The Company delivers technology-enabled services across these segments, including claims management, revenue cycle operations, member and provider engagement, and clinical services.

IV. Employees

20. Details as of 31st March 2026

a. Employees and workers (including differently abled):

Sr. No	Type	Total (A)	Males (B)	% of Males (B/A)	Females (C)	% of Females (C/A)	Others (D)	% Others (D/A)
Employees								
1	Permanent (E)	46,860	18,125	38.7%	28,693	61.2%	42	0.1%
2	Other than Permanent (F)	0	0	0.0%	0	0.0%	0	0.0%
3	**Total Employees (E + F)**	**46,860**	**18,125**	**38.7%**	**28,693**	**61.2%**	**42**	**0.1%**
Workers								
4	Permanent (G)	0	0	0.0%	0	0.0%	0	0.0%
5	Other than Permanent (H)	455	262	57.6%	193	42.4%	0	0.0%
6	**Total Workers (G + H)**	**455**	**262**	**57.6%**	**193**	**42.4%**	**0**	**0.0%**

b. Differently abled employees and workers:

Sr. No	Type	Total (A)	Males (B)	% of Males (B/A)	Females (C)	% of Females (C/A)	Others (D)	% Others (D/A)
Employees								
1	Permanent (E)	396	163	41.2%	233	58.8%	0	0.0%
2	Other than Permanent (F)	0	0	0.0%	0	0.0%	0	0.0%
3	**Total Employees (E + F)**	**396**	**163**	**41.2%**	**233**	**58.8%**	**0**	**0.0%**
Workers								
4	Permanent (G)	0	0	0.0%	0	0.0%	0	0.0%
5	Other than Permanent (H)	1	1	100%	0	0.0%	0	0.0%
6	**Total Workers (G + H)**	**1**	**1**	**100%**	**0**	**0.0%**	**0**	**0.0%**

21. Participation/Inclusion/Representation of women

Sr. No	Particulars	Total (A)	No. of Females (B)	% of Females (B/A)
1	Board of Directors	9	2	22.2%
2	Key Management Personnel*	3	0	0.0%

**KMP includes Managing Director & Group Chief Executive Officer (MD & CEO), Group Chief Financial Officer (CFO) and Company Secretary & Compliance Officer (CS). The position of Group Chief Financial Officer witnessed a transition during FY 2026.*

22. Turnover rate for permanent employees and workers

Category	FY 2026 (Turnover rate in current FY)				FY 2025 (Turnover rate in previous FY)				FY 2024 (Turnover rate in the year prior to previous FY)			
	Male	Female	Other	Total	Male	Female	Other	Total	Male	Female	Other	Total
Permanent Employees*	29.2%	29.6%	8.9%	29.4%	26.0%	28.7%	-	27.5%	Not Available			27.2%
Permanent Workers	Not Applicable											

**The above numbers are based on voluntary attrition above 90 days.*

V. Holding, Subsidiary and Associate Companies (including joint ventures)

23. (a) Names of holding / subsidiary / associate companies / joint ventures (As on 31st March 2026)

Sr. No	Name of the holding / subsidiary / associate companies / joint ventures (A)	Indicate whether Holding/ Subsidiary/ Associate / Joint Venture	% of shares held by listed entity	Does the entity indicated at column A, participate in the Business Responsibility Initiatives of the listed entity? (Yes/No)
1	Sagility Philippines BV	Subsidiary	100%	Yes
2	Sagility Philippines BV Branch	Branch of Subsidiary	100%	Yes
3	Sagility (US) Holdings Inc.	Subsidiary	100%	Yes
4	Sagility LLC	Subsidiary	100%	Yes
5	Sagility (US) Inc.	Subsidiary	100%	Yes
6	Sagility Operations Inc.	Subsidiary	100%	Yes
7	Sagility Jamaica Limited	Subsidiary	100%	Yes
8	Sagility (Colombia) SAS	Subsidiary	100%	Yes
9	Sagility Care Management LLC	Subsidiary	100%	Yes
10	Sagility Provider Solutions LLC	Subsidiary	100%	Yes
11	Sagility Payment Integrity Solutions LLC	Subsidiary	100%	Yes
12	Sagility Technologies LLC	Subsidiary	100%	Yes
13	BHive Holdings LLC	Subsidiary	100%	Yes
14	Birch Technologies LLC	Subsidiary	100%	Yes
15	BroadPath Global Services Inc.	Subsidiary	100%	Yes
16	BroadPath LLC	Subsidiary	100%	Yes
17	BroadPath Global LLC	Subsidiary	100%	Yes

VI. CSR Details

24. (i) Whether CSR is applicable as per section 135 of Companies Act, 2013: Yes

(ii)	**Turnover (in Rs.Crore)**	**Standalone**	1,970.89
		Consolidated	7,192.85
(iii)	**Net worth (in Rs. Crore)**	**Standalone**	10,425.56
		Consolidated	9,659.10

VII. Transparency and Disclosures Compliances

25. Complaints/ Grievances on any of the principles (Principles 1 to 9) under the National Guidelines on Responsible Business Conduct (NGRBC):

Sr. No.	Stakeholder Group from Whom Complaint is Received	Grievance Redressal Mechanism in Place (Yes/No)	(If Yes, then provide web-link for grievance redress policy)	FY 2026			FY 2025		
				Number of complaints filed during the year	Number of complaints pending resolution at close of the year	Remarks	Number of complaints filed during the year	Number of complaints pending resolution at close of the year	Remarks
1	Communities	Yes	Compliance Report	Nil	Nil	-	Nil	Nil	-
2	Investors (Other than Shareholders)#	Yes	Investor Relations	Nil	Nil	-	Nil	Nil	-
3	Shareholders	Yes	Investor Relations	3	Nil	-	206*	Nil	-
4	Employees and workers	Yes	Whistle-blower Policy	188	34	-	233	8	-
5	Customers	Yes	Whistle-blower Policy	3	Nil	-	26	2	-
6	Value Chain Partners	Yes	Whistle-blower Policy	Nil	Nil	-	5	Nil	-

#Note: The Company does not track complaints from investors and shareholders separately.

**The higher shareholder complaints in FY 2025 were largely IPO-related, as Sagility India Limited got listed in November 2024.*

26. Overview of the entity's material responsible business conduct issues.

Sr. No.	Material Issue Identified	Indicate whether Risk or Opportunity (R/O)	Rationale for Identifying the Risk / Opportunity	In-case of Risk, Approach to Adapt or Mitigate	Financial implications of the risk or opportunity (Indicate positive or negative implications)
1	Cybersecurity and Data Privacy	Risk	1. Remote work continues to increase vulnerability to data breaches. 2. Cyber incidents can cause significant reputational damage. 3. Breaches may lead to financial penalties under global data privacy laws such as GDPR. 4. Delayed reporting of incidents may result in non-compliance and regulatory action.	Sagility manages cybersecurity and data privacy risks through a structured control framework, including formal data security policies, procedures, and standards. These are supported by periodic training and awareness, privacy impact assessments, data mapping, controls on third-party data sharing, and a defined incident management process owned by the Compliance and Cybersecurity teams. Regulatory and standard-setting developments are monitored on an ongoing basis to keep the framework current and maintain compliance.	**Negative.** 1. Any incident affecting client data can result in lost business opportunities and significant revenue losses. 2. Non-compliance with data security and privacy regulations can lead to financial penalties and reputational damage, resulting in financial losses.

Sr. No.	Material Issue Identified	Indicate whether Risk or Opportunity (R/O)	Rationale for Identifying the Risk / Opportunity	In-case of Risk, Approach to Adapt or Mitigate	Financial implications of the risk or opportunity (Indicate positive or negative implications)
2	Client Satisfaction & Innovation	Opportunity	1. Skill upgrades and technology adoption continue to align with evolving market shifts. 2. Client surveys help track changing needs and expectations. 3. Timely responses strengthen client satisfaction and retention.	Robust service and process studies are planned to be conducted from an early stage to ensure strategic alignment and efficiency. Frequent reviews of services under development help tailor offerings to meet specific client needs, enabling more customized and value-driven solutions.	**Positive.** Increased profitability can be achieved by attracting customers who prioritize sustainability, leading to greater demand for eco-friendly products and services.
3	Ethics & Integrity	Risk	1. Unethical practices may invite regulatory scrutiny and penalties. 2. Misconduct can damage brand reputation and stakeholder trust.	To address ethics and integrity risks, Sagility operates a formal whistleblower mechanism that allows employees and other stakeholders to confidentially raise concerns about unethical behaviour. Reported matters are reviewed and dealt with in line with established protocols, reinforcing transparency, accountability, and adherence to the Company's code of conduct.	**Negative.** Loss of investor confidence due to unethical issues within the organization can lead to a reduction in financing, impacting growth and financial stability.
4	Compliance	Risk	1. Frequent regulatory changes continue to increase compliance complexity. 2. Operating across multiple geographies increases legal exposure. 3. Risk of non-compliance may result in penalties and reputational damage.	Periodic oversight by the Legal team is in place to proactively identify and address potential instances of non-compliance. Regular reporting of the compliance status, including any exceptions, is conducted by the Compliance team and shared with Senior Management, the Audit Committee, and the Board of Directors to maintain transparency and accountability. Compliance frameworks are refreshed as and when required to align with evolving regulatory requirements, reinforcing Sagility's commitment to ethical and lawful operations.	**Negative.** Fines or penalties may be imposed in the event of failure to adhere to regulatory compliances, resulting in financial strain and potential reputational damage.

Sr. No.	Material Issue Identified	Indicate whether Risk or Opportunity (R/O)	Rationale for Identifying the Risk / Opportunity	In-case of Risk, Approach to Adapt or Mitigate	Financial implications of the risk or opportunity (Indicate positive or negative implications)
5	Health, Safety & Wellbeing	Opportunity	1. Health and safety initiatives improve employee well-being. 2. Safe workplaces reduce absenteeism and turnover. 3. Improved emotional and physical wellness supports productivity.	Sagility's global health and safety policy sets minimum requirements for safe and healthy workplaces. Implementation is supported by site-level practices and periodic reviews of incidents. Where health or safety events occur, root causes are analysed and corrective and preventive actions are defined and tracked, helping to reduce recurrence and protect employee well-being.	**Positive.** Increased productivity from satisfied and happy employees leads to improved operational efficiency and growth.
6	DEI (Diversity, Equity & Inclusion) Environment	Opportunity	1. Equitable practices boost employee morale and engagement. 2. Diverse participation drives innovation and productivity. 3. Inclusive teams strengthen organizational resilience and performance.	Sagility has designed a comprehensive global Diversity, Equity, and Inclusion (DEI) policy to promote a culture of inclusivity and fairness across the organization. A DEI council has been established to track progress against Sagility's DEI goals and drive ongoing improvements in this area.	**Positive.** Increased profitability driven by innovation and improved ideas enhances productivity and market competitiveness.
7	Risk & Opportunities Management	Risk	1. Lack of mitigation plans may hamper crisis response and recovery. 2. Adverse events can significantly impact business continuity. 3. Poor risk preparedness threatens long-term sustainability.	Sagility has established an Enterprise Risk Management (ERM) framework that identifies, evaluates, and prioritises key risks across the business. The framework defines risk owners, mitigation plans, and monitoring mechanisms for critical risks, enabling informed decision-making and better preparedness for potential disruptions.	**Negative.** Financial losses may occur due to potential risks faced by the organization, including operational disruptions, legal liabilities, and reputational damage.
8	Corporate Governance	Risk	1. Lack of transparency, fairness, and accountability may disrupt business continuity. 2. Absence of regular risk assessments weakens preparedness. 3. Poor governance practices undermine trust and stability.	Corporate governance risks are mitigated through documented governance policies, defined roles and responsibilities, and established internal controls. Governance processes are periodically reviewed, and a whistle-blower mechanism is in place for escalation of governance-related concerns. These measures are designed to strengthen oversight, promote ethical behaviour, and support continuity of operations.	**Negative.** Non-compliance with corporate governance regulations can lead to legal actions against the Company, resulting in financial penalties and damage to its reputation.

Sr. No.	Material Issue Identified	Indicate whether Risk or Opportunity (R/O)	Rationale for Identifying the Risk / Opportunity	In-case of Risk, Approach to Adapt or Mitigate	Financial implications of the risk or opportunity (Indicate positive or negative implications)
9	Employee Engagement	Risk	1. Ignoring employee feedback may lead to dissatisfaction. 2. Failure to meet employee expectations may result in higher attrition, disrupting continuity and increasing costs.	Sagility manages risks related to employee engagement by conducting regular Voice of Employee and engagement surveys to systematically capture employee feedback. Results are analysed to identify key themes and gaps, and management implements action plans to address priority areas, improve the work environment, and support retention.	**Negative.** Higher attrition rates lead to increased rehiring costs, loss of productivity, and wage inflation, impacting overall operational efficiency and profitability.
10	Human Capital Management	Risk	1. Limited flexibility in work arrangements may increase attrition. 2. Lack of upskilling hampers employee performance. 3. Skill gaps reduce adaptability to new technologies.	Human capital risks are addressed through structured learning, development, and talent-management programmes aimed at continuous upskilling and reskilling of employees. Periodic assessments of these programmes help ensure they are aligned with evolving business and technology needs, supporting career development, performance, and adaptability.	**Negative.** Inefficient human capital management can lead to higher attrition rates, resulting in increased rehiring costs, loss of productivity, and wage inflation.
11	Stakeholder Grievance Redressal Mechanism	Risk	1. Delayed grievance redressal erodes stakeholder trust. 2. Ineffective response systems harm organizational credibility. 3. Unaddressed concerns impact stakeholder confidence.	Sagility mitigates grievance-related risks through a formal grievance redressal process that sets out channels for lodging concerns, timelines for response, and accountability for resolution. Grievances raised by employees and other stakeholders are logged, reviewed, and closed in line with these procedures, helping maintain trust and reduce the likelihood of escalation.	**Negative.** Regulatory action and potential compensation costs may arise if stakeholders escalate grievances, leading to legal consequences and financial liabilities for the organization.
12	Responsible Procurement	Risk	1. Resource scarcity and supplier risks threaten business continuity. 2. Failure to meet stakeholder expectations may lead to reputational and operational challenges.	To manage procurement-related risks, Sagility engages with existing and potential vendors on their sustainability practices and performance. Over time, the Company plans to increase sourcing from suppliers that meet defined ESG and sustainability criteria, thereby strengthening supply chain resilience and aligning procurement decisions with stakeholder expectations.	**Negative.** Failure to transition to ESG-compliant vendors in the supply chain can lead to business continuity issues, resulting in disruptions and potential revenue losses.

Sr. No.	Material Issue Identified	Indicate whether Risk or Opportunity (R/O)	Rationale for Identifying the Risk / Opportunity	In-case of Risk, Approach to Adapt or Mitigate	Financial implications of the risk or opportunity (Indicate positive or negative implications)
13	Human Rights	Risk	1. Human rights violations may attract regulatory scrutiny. 2. Non-compliance may lead to legal and financial penalties.	Human rights risks are mitigated through a global Human Rights Policy and integration of human-rights topics into the Code of Business Ethics and Conduct (COBEC) training. Employees receive periodic training and awareness, helping to embed respect for human rights in day-to-day behaviour and decision-making across the organisation.	**Negative.** Loss of customer trust due to human rights issues can damage the organization's reputation, leading to decreased sales and a negative impact on profitability.
14	Corporate Social Responsibility	Opportunity	1. Social contributions enhance organizational reputation. 2. Community engagement builds strong local relationships. 3. Strong social capital strengthens stakeholder trust.	Sagility actively partners with NGOs and social organizations to support community development initiatives, with a strong focus on education and access to clean water for marginalized communities. These efforts reflect the Company's commitment to social responsibility and creating a positive impact beyond its core operations, fostering goodwill and strengthening relationships with local communities.	**Positive.** Increased credibility and trust from active community engagement can enhance market reputation, leading to greater client acquisition and expanded business opportunities.
15	Water & Waste Management	Risk	1. Water scarcity in key locations may disrupt operations. 2. Extreme weather increases water stress and supply risks. 3. Non-compliance with waste regulations may lead to penalties. 4. Improper disposal practices may damage reputation.	Sagility operates from shared office parks and managed premises where water and waste infrastructure, including Sewage Treatment Plants (STPs), is maintained by facility management. Within this context, Sagility monitors water consumption, follows structured waste segregation practices, and ensures recyclable waste is channelled appropriately. Waste disposal is carried out in compliance with applicable local regulations, with Sagility adhering to the environmental protocols established by its facility operators.	**Negative.** 1. Financial penalties may be imposed for non-compliance with waste disposal regulations, increasing operational costs. 2. Repeated violations can lead to legal liabilities and restrictions on operations, impacting overall business performance.

Sr. No.	Material Issue Identified	Indicate whether Risk or Opportunity (R/O)	Rationale for Identifying the Risk / Opportunity	In-case of Risk, Approach to Adapt or Mitigate	Financial implications of the risk or opportunity (Indicate positive or negative implications)
16	Energy Management	Opportunity	1. Energy consumption impacts operational efficiency and cost. 2. High usage increases expenses. 3. Inefficient systems reduce performance. 4. Effective energy management improves output and reduces overheads.	Sagility proactively monitors and manages energy consumption across its operations, with a focus on improving efficiency and reducing its carbon footprint. As a tenant operating from managed premises, Sagility leverages Energy Attribute Certificates (EACs) as a practical and credible mechanism to support renewable energy procurement and demonstrate commitment to clean energy transition. This approach enables Sagility to meaningfully progress towards its renewable energy goals within the constraints of its operational model, while continuing to explore additional opportunities to improve energy performance across facilities.	**Positive.** 1. Long-term financial savings can be achieved through reduced energy consumption and lower operational costs associated with renewable energy. 2. Additional financial benefits may arise from tax credits and government incentives available in certain geographies for adopting renewable energy solutions.
17	Climate Change	Risk	1. Extreme weather events may disrupt operations and increase costs. 2. Clients and investors expect transparency and climate action. 3. Failure to act may lead to non-compliance and reputational risks.	Climate-related risks are addressed through internal decarbonization targets, oversight by the Sustainability Council, and a formal commitment to the Science Based Targets initiative (SBTi). Sagility also reports climate-related information to relevant standards and rating agencies such as EcoVadis, including in response to client requests. This approach supports structured emission-reduction efforts, transparency, and alignment with stakeholder expectations on climate action.	**Negative.** 1. Increased operational costs due to higher energy demand, infrastructure adaptation, and potential service disruptions. 2. Lost opportunity costs can result from failure to meet committed climate-related actions.

SECTION B: MANAGEMENT & PROCESS DISCLOSURES

I. Policy and Management Processes

Disclosure Questions	P1	P2	P3	P4	P5	P6	P7	P8	P9
1. a. Whether your entity's policy/ policies cover each principle and its core elements of the NGRBCs. (Yes/No)	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes
1. b. Has the policy been approved by the Board? (Yes/No)	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes
1. c. Web Link of the Policies, if available	Refer Table 1 - 'Policies'								
2. Whether the entity has translated the policy into procedures. (Yes / No)	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes

Disclosure Questions	P1	P2	P3	P4	P5	P6	P7	P8	P9
3. Do the enlisted policies extend to your value chain partners? (Yes/No)	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes
4. Name of the national and international codes/ certifications/labels/ standards (e.g. Forest Stewardship Council, Fairtrade, Rainforest Alliance, Trustea) standards (e.g. SA 8000, OHSAS, ISO, BIS) adopted by your entity and mapped to each principle.	Refer Table 2 – 'National and International Standards'								
5. Specific commitments, goals and targets set by the entity with defined timelines, if any	In FY 2026, Sagility continued to integrate sustainability into its core business as a global provider of business process management services focused on member and patient experience. Our operations remain aligned with the objective of promoting health and well-being and contribute to relevant United Nations Sustainable Development Goals (SDGs). During the year, we further strengthened sustainability practices across our locations by deepening internal awareness and increasing employee participation in ESG initiatives. As part of our evolving sustainability approach in FY 2026, we continued periodic monitoring of our sustainability performance. In addition to integrating ESG considerations into routine operations and business processes, we track key metrics that provide a high-level overview of our performance, including: GHG emission reduction (Scope 1, 2 and 3) as per SBTi-validated targets Renewable energy ratio: year-on-year improvement Full-time employee NPS: ≥ 50 Client NPS: ≥ 50 Male to female ratio: ≤ 70 ϕ As per an independent third-party industry benchmark, our performance continues to be assessed as above the industry median and trending towards higher performance levels. We aim to maintain this trajectory over the next five years. We have committed to reducing absolute Scope 1 and 2 greenhouse gas (GHG) emissions by 54.6% by FY 2034, using FY 2024 as the base year. Additionally, we aim to reduce absolute Scope 3 emissions specifically from purchased goods and services, capital goods, fuel- and energy-related activities, and employee commuting by 32.5% within the same timeframe. These targets remain validated by the Science Based Targets initiative (SBTi), reaffirming Sagility's commitment to net-zero alignment. To support this transition, Sagility continues to use a CDP Gold-accredited ESG software platform to digitize carbon emissions management and strengthen sustainability reporting. We are also continuing the procurement of renewable electricity through Energy Attribute Certificates (EACs), with approximately 36% of total electricity consumption in FY 2026 sourced from renewable energy.								
6. Performance of the entity against specific commitments, goals and targets along with reasons in case the same are not met									

Disclosure Questions	P1	P2	P3	P4	P5	P6	P7	P8	P9
	Operationally, we have maintained and expanded a range of energy-efficiency initiatives across our India facilities. Measures such as sensor-based lighting, time-controlled air handling unit (AHU) operations, and systematic equipment shutdown protocols have contributed to measurable efficiency improvements. Sagility places strong emphasis on employee empowerment, community engagement, and customer-centricity. We continue to implement employee-led volunteering initiatives in collaboration with non-governmental organizations (NGOs), reflecting our commitment to inclusive and equitable development. Internally, employee and customer satisfaction remain key performance indicators. For FY 2026, the Company reported an NPS Employee Satisfaction (ESAT) score of 51 and a NPS Customer Satisfaction (CSAT) score of 61. These metrics are monitored on an ongoing basis to inform human resource strategies and drive continuous service improvement. We are also continuing to strengthen our governance framework through enhanced board diversity, robust strategic oversight, and alignment with ESG principles. As of FY 2026, women represented approximately 61% of the total workforce, and the Board comprised 22% female directors, reflecting the Company's ongoing commitment to gender diversity and inclusivity across all levels of the organization. Sagility's ongoing initiatives and FY 2026 performance outcomes reflect its continued commitment to embedding ESG principles across its operations.								

II. Governance, Leadership and Oversight

7. Statement by director responsible for the business responsibility report, highlighting ESG related challenges, targets and achievements (listed entity has flexibility regarding the placement of this disclosure)

Dear Stakeholders,

In recent years, India's Business Responsibility and Sustainability Reporting framework has shifted accountability from being optional to being structurally embedded in how companies operate. For Sagility, listed in 2024 and positioned at the intersection of healthcare, technology, and human capital, this is not about compliance, but it is a constructive mirror that sharpens how we see ourselves.

This report, prepared in accordance with SEBI's BRSR framework and aligned with the nine principles of the National Guidelines on Responsible Business Conduct, reflects our performance across the full spectrum of responsible business. Each of these dimensions matters to us not because they are required disclosures, but because they represent the conditions under which a sustainable business is built.

Our India operations are foundational to Sagility's global delivery model, bringing together most of our workforce and our largest delivery centres. The skill and dedication of these teams define the experience we deliver to our clients. Investments in health and safety, continuous learning, career development, and equitable practices are not discretionary, they are central to our long-term competitiveness and to the responsibilities we uphold as a significant employer in our communities.

On the environmental side, our SBTi-validated targets provide a science-based trajectory that governs our operational decisions on energy procurement and consumption across our facilities to waste management and water use. Progress requires consistency, and our environmental management systems are designed to ensure that sustainability performance is tracked, reviewed, and acted upon regularly.

Sagility's BRSR disclosures this year reflect a clear progression in our reporting maturity, marked by greater depth, consistency, and a stronger ability to translate intent into measurable outcomes. We remain committed to the transparency that our investors, regulators, employees, and communities rightly expect of us.

Ramesh Gopalan
Managing Director and Group Chief Executive Officer

8. Details of the highest authority responsible for implementation and oversight of the Business Responsibility policies.

The CSR and Sustainability Committee of the Board is the apex body responsible for the implementation and oversight of Business Responsibility policies at Sagility Limited. Chaired by Dr. Shalini Sarin, the Committee plays a critical role in providing strategic direction and governance oversight for the Company's sustainability and CSR initiatives.

The Committee provides strategic guidance to ensure that Business Responsibility policies are effectively integrated into Sagility Limited's operations, periodically reviewed, and aligned with applicable regulatory requirements and evolving stakeholder expectations.

9. Does the entity have a specified Committee of the Board/ Director responsible for decision making on sustainability related issues? (Yes / No). If yes, provide details.

Yes, The CSR and Sustainability Committee of the Board provides strategic direction and oversight for the Company's sustainability agenda, including environmental, social, and governance (ESG) matters. This committee is responsible for reviewing and guiding the Company's ESG goals, initiatives, and performance, and ensures alignment with global sustainability standards and stakeholder expectations.

The committee works closely with senior management to oversee the integration of sustainability into business operations and monitors compliance with relevant regulations and voluntary commitments.

10. Details of Review of NGRBCs by the Company

Subject for Review	Indicate whether review was undertaken by Director / Committee of the Board/ Any other Committee									Frequency (Annually/ Half yearly/ Quarterly/ Any other – please specify)								
	P1	P2	P3	P4	P5	P6	P7	P8	P9	P1	P2	P3	P4	P5	P6	P7	P8	P9
10.1 Performance against above policies and follow up action	Yes, the Board approves the Company's policies, with their implementation overseen by various Board-level Committees, including the Risk Management Committee, Stakeholder Relationship Committee, and CSR & Sustainability Committee. The Company has established a vigil mechanism under its Whistle-Blower Policy, which provides a formal framework for reporting concerns and making protected disclosures to the Management regarding unethical conduct, suspected or actual fraud, or violations of the Company's Code of Conduct and Ethics Policy. The Risk Management Committee is responsible for framing, implementing, monitoring, and periodically reviewing the Risk Management Plan to ensure its effectiveness. Through the Enterprise Risk Management framework, the Company identifies and manages short-, medium-, and long-term risks. The Audit Committee provides additional oversight on financial risks and internal controls, while the Stakeholder Relationship Committee monitors shareholder grievances and ensures their timely resolution. The CSR & Sustainability Committee oversees the implementation of CSR initiatives and monitors performance against ESG objectives. In addition, functional teams and senior management are responsible for monitoring policy implementation as part of ongoing business operations. Where required, timely updates are provided to the Board to ensure continued alignment with regulatory requirements and evolving business priorities.																	
10.2 Compliance with statutory requirements of relevance to the principles, and, rectification of any non-compliances	Yes, the Company ensures compliance with all applicable statutory requirements and promptly addresses any instances of non-compliance. Each functional head provides quarterly certificates to the Global General Counsel, and a geography-wise Compliance Certificate is submitted to the Board.																	

11. Has the entity carried out independent assessment/ evaluation of the working of its policies by an external agency? (Yes/No). If yes, provide name of the agency.

P1	P2	P3	P4	P5	P6	P7	P8	P9
Yes. Sagility's policies across the nine NGRBC principles have been independently assessed through a combination of statutory audits, secretarial audits, sustainability assurance audits, quality and safety certification audits (ISO 9001, ISO 27001, and ISO 45001), and internal audit programmes conducted by reputed external agencies.								

12. If answer to question (1) above is "No" i.e. not all Principles are covered by a policy, reasons to be stated:

Questions	P1	P2	P3	P4	P5	P6	P7	P8	P9
The entity does not consider the principles material to its business (Yes/No)	Not Applicable, as all Principles are covered by our policies.								
The entity is not at a stage where it is in a position to formulate and implement the policies on specified principles (Yes/No)									
The entity does not have the financial or/human and technical resources available for the task (Yes/No)									
It is planned to be done in the next financial year (Yes/No)									
Any other reason (please specify)									

Table 1 - NGBRC Principle Wise Policy Mapping:

Principle	Principle Description	Sagility Policies
P1	Ethics, Transparency and Accountability: Businesses should conduct and govern themselves with integrity, and in a manner that is Ethical, Transparent and Accountable	• Anti-Bribery and Anti-Corruption, Anti-Trust and Fair Competition Policy • Code of Conduct • Whistleblower Policy • Anti-Money Laundering Policy • Policy for Inquiry in case of Leak of Unpublished Price Sensitive Information • Risk Management Policy • Nomination and Remuneration Policy and Evaluation of Board • Tax Strategy Policy [Intranet]
P2	Product Lifecycle Sustainability: Businesses should provide goods and services in a manner that is sustainable and safe	• Sustainability Policy • Guidelines for Supplier Code of Conduct and Sustainability • Environmental Policy
P3	Employee Well-being: Businesses should respect and promote the well-being of all employees, including those in their value chains	• Human Rights Policy • DEI Policy • Employee Health and Safety Policy • Policy to Promote Diversity on the Board of Director • Guidelines for Supplier Code of Conduct and Sustainability • Global Anti-Sexual Harassment Policy [Intranet] • Workspace Policy [Intranet] • Employee Transport Policy [Intranet] • Childcare Arrangement Policy [Intranet] • Employee Leave Policy [Intranet]
P4	Stakeholder Engagement: Businesses should respect the interests of and be responsive to all its stakeholders	• CSR Policy

Principle	Principle Description	Sagility Policies
P5	Promoting Human Rights: Businesses should respect and promote human rights	• Human Rights Policy • Guidelines for Supplier Code of Conduct and Sustainability
P6	Protection of Environment: Businesses should respect and make efforts to protect and restore the environment	• Environmental Policy • Sustainability Policy • Employee Health and Safety Policy • Incident Management Policy [Intranet]
P7	Responsible Policy Advocacy: Businesses, when engaging in influencing public and regulatory policy, should do so in a manner that is responsible and transparent	• Anti-Bribery and Anti-Corruption, Anti-Trust and Fair Competition Policy • Code of Conduct
P8	Support Inclusive Growth: Businesses should promote inclusive growth and equitable development	• Sustainability Policy • CSR Policy
P9	Providing Customer Value: Businesses should engage with and provide value to their consumers in a responsible manner	• Global Privacy Policy • Code of Conduct

Table 2 - National And International Standards:

Principle	Principle Description	Name of the national and international codes/ certifications/ labels/standards
P1	Ethics, Transparency and Accountability: Businesses should conduct and govern themselves with integrity, and in a manner that is Ethical, Transparent and Accountable	• ISO 9001:2015 • GRI • UN SDGs • UNGC Principles • OECD-Principles of Corporate Governance
P2	Product Lifecycle Sustainability: Businesses should provide goods and services in a manner that is sustainable and safe	• ISO 9001:2015 • GRI
P3	Employee Well-being: Businesses should respect and promote the well-being of all employees, including those in their value chains	• ISO 9001:2015 • GRI • ISO 45001:2018 • Universal Declaration of Human Rights • ILO Declaration on Fundamental Principles and Rights at Work • UNGC Principles
P4	Stakeholder Engagement: Businesses should respect the interests of and be responsive to all its stakeholders	• ISO 9001:2015 • GRI • ISO 14001:2015 • ISO 45001:2018
P5	Promoting Human Rights: Businesses should respect and promote human rights	• ISO 9001:2015 • ISO 14001:2015 • ISO 45001:2018 • GRI • Universal Declaration of Human Rights • ILO Declaration on Fundamental Principles and Rights at Work • UNGC Principles

Principle	Principle Description	Name of the national and international codes/ certifications/ labels/standards
P6	Protection of Environment: Businesses should respect and make efforts to protect and restore the environment	• ISO 9001:2015 • GRI • ISO 14001:2015 • ISO 45001:2018 • SASB • UN SDGs
P7	Responsible Policy Advocacy: Businesses, when engaging in influencing public and regulatory policy, should do so in a manner that is responsible and transparent	• ISO 9001:2015 • ISO 14001:2015 • ISO 45001:2018 • GRI • UNGC Principle
P8	Support Inclusive Growth: Businesses should promote inclusive growth and equitable development	• ISO 9001:2015 • ISO 14001:2015 • ISO 45001:2018 • GRI • UN SDGs
P9	Providing Customer Value: Businesses should engage with and provide value to their consumers in a responsible manner	• ISO 9001:2015 • GRI • ISO 27001:2022 • SASB • PCI DSS • NIST • HIPAA • GLBA

SECTION C: PRINCIPLE WISE PERFORMANCE DISCLOSURE

Principle 1: Businesses should conduct and govern themselves with integrity, and in a manner that is Ethical, Transparent and Accountable.

Essential Indicators

1. Percentage coverage by training and awareness programs on any of the principles during the financial year:

Segment	Total number of training and awareness programmes held	Topics / principles covered under the training and its impact	%age of persons in respective category covered by the awareness programmes
Board of Directors *	5	The Company regularly engages its Board Members through dedicated familiarization programmes and ongoing Board engagement, with sessions conducted by the Executive Management Team and respective functional heads. These sessions provide comprehensive updates and training on key areas including business strategy, industry trends, technology solutions, environment and sustainability, CSR initiatives, people and operations updates, artificial intelligence, global cybersecurity strategy, business continuity planning, CMS and HIPAA Privacy and Security compliance, whistleblower policy, enterprise risk management, legal and regulatory developments, ethics and governance frameworks, Code of Conduct, insider trading regulations, and POSH guidelines. These matters are also regularly discussed and deliberated upon in Board meetings and Committee meetings throughout the year.	100%

Segment	Total number of training and awareness programmes held	Topics / principles covered under the training and its impact	%age of persons in respective category covered by the awareness programmes
Key Managerial Personnel	5	During the reporting period, Sagility conducted a comprehensive suite of compliance and awareness training programmes for its employees across India, Philippines, USA, Jamaica, and Colombia, covering the following key areas: • **Code of Conduct and Ethics:** Training grounded in Sagility's published Code of Conduct, reinforcing the Company's commitment to the highest standards of professional conduct, integrity, accountability, and ethical behaviour across all levels of the organization. The programme also covers whistleblower mechanisms and reporting obligations for suspected compliance violations. • **Prevention of Sexual Harassment (POSH):** Training on the provisions of the POSH Act and equivalent regional frameworks, reporting mechanisms, and the role of the Internal Committee in ensuring a safe, respectful, and inclusive workplace for all employees. • **HIPAA and Data Privacy:** Ensuring employee awareness of data privacy and security requirements for the handling of protected health information (PHI), in compliance with applicable US healthcare regulations and the Company's broader data protection obligations. • **Fraud, Waste, and Abuse (FWA) Prevention:** Educating employees on identifying, preventing, and reporting potential instances of fraud, waste, or abuse in healthcare operations and day-to-day business conduct. • **General Compliance Training:** Reinforcing organizational policies, procedures, and regulatory obligations applicable to day-to-day operations, ensuring employees understand and adhere to applicable legal and business conduct standards. • **Cybersecurity and Information Security Awareness:** Building employee awareness of cybersecurity threats, data protection protocols, and the Company's policies for safeguarding sensitive client and employee information against evolving digital risks. • **Diversity and Inclusion:** Fostering awareness of workplace diversity, equity, and inclusion principles to promote a respectful and collaborative work environment across all geographies. • **Human Rights:** Training on the Company's Human Rights Policy and related compliance obligations, reinforcing Sagility's commitment to upholding fundamental rights and ethical standards across its operations and workforce. • **Healthcare Domain Knowledge and Skill Upgradation:** Equipping employees with foundational and advanced knowledge of healthcare operations, industry frameworks, and role-specific skills to strengthen operational capability and service delivery. These training programmes collectively strengthened organizational adherence to legal and regulatory requirements, improved employee awareness of compliance obligations, and enhanced the capability of employees to identify and mitigate risks related to data protection, ethical conduct, and operational integrity.	100%
Employees other than BoD and KMPs#	121		98%

Segment	Total number of training and awareness programmes held	Topics / principles covered under the training and its impact	%age of persons in respective category covered by the awareness programmes
Workers	45	During the reporting period, contract workers engaged in facilities management functions, including engineering & maintenance, housekeeping, and security services were covered under structured monthly training programmes conducted by their respective service providers. Sessions covered workplace safety and technical operations, occupational health and hygiene, emergency preparedness, cybersecurity awareness, prevention of sexual harassment (POSH), and Code of Conduct and workplace ethics. These programmes reinforced safe working practices and ensured workers maintained the role-specific competencies required across Sagility's facilities.	100%

**In addition to the 5 formal training and awareness sessions, Board Members are regularly updated on key business, regulatory, and sustainability matters through Board meetings and Committee meetings held throughout the year.*

#The number of programmes reported reflects unique training topics delivered during the year. Training was delivered through a combination of instructor-led sessions and self-paced e-learning modules, ensuring accessibility across the workforce.

2. **Details of fines / penalties /punishment/ award/ compounding fees/ settlement amount paid in proceedings (by the entity or by directors / KMPs) with regulators/ law enforcement agencies/ judicial institutions, in the financial year:**

Monetary

Fine Type	NGRBC Principle	Name of the regulatory/ enforcement/ agencies/ judicial institutions	Amount (In ₹)	Brief of the case	Has an appeal been preferred? (Yes/No)
Penalty/Fine			Nil		
Compounding Fee			Nil		

Non-Monetary

Fine Type	NGRBC Principle	Name of the regulatory/ enforcement/ agencies/ judicial institutions	Brief of the case	Has an appeal been preferred? (Yes/No)
Imprisonment		Nil		
Punishment		Nil		

3. **Of the instances disclosed in Question 2 above, details of the Appeal/ Revision preferred in cases where monetary or non-monetary action has been appealed.**

Case Details	Name of the regulatory/ enforcement/ agencies/ judicial institutions
Not Applicable, as no appeals or revisions have been preferred.	

4. **Does the entity have an anti-corruption or anti-bribery policy? If yes, provide details in brief and if available, provide a web-link to the policy.**

Yes, Sagility's "Anti-Bribery, Anti-Corruption, Anti-Trust, and Fair Competition Policy" applies to all directors, officers, and employees of the Company and its subsidiaries or affiliates, collectively referred to as "Sagility" or "the Company." The policy further extends to third-party representatives acting on behalf of Sagility, including agents, consultants, intermediaries, contractors, suppliers, and joint venture partners.

To uphold Sagility's zero-tolerance stance toward bribery, corruption, anti-competitive behavior, and unfair trade practices, the Company has embedded these principles within its internal compliance framework. All employees are required to comply with the policy as a condition of their employment. Sagility also conducts regular training and communication programs to reinforce awareness and understanding of anti-bribery and anti-corruption (ABAC) principles and responsibilities. These sessions are part of the Company's broader ethics and compliance training initiatives.

Furthermore, Sagility encourages proactive reporting of any violations through its established whistleblower mechanisms, ensuring non-retaliation for genuine disclosures. Regular reviews and updates of the policy are conducted to align with evolving global legal and regulatory standards.

Web-link: Anti-Bribery,Anti-Corruption,Anti-Trust, Fair Competition Policy

5. Number of Directors/KMPs/employees/workers against whom disciplinary action was taken by any law enforcement agency for the charges of bribery/ corruption:

Particular	No. of Disciplinary Actions in FY 2026	No. of Disciplinary Actions in FY 2025
Directors	Nil	Nil
KMPs	Nil	Nil
Employees	Nil	Nil
Workers	Nil	Nil

6. Details of complaints with regard to conflict of interest:

Particular	FY 2026		FY 2025	
	Number	Remarks	Number	Remarks
Number of complaints received in relation to issues of Conflict of Interest of the Directors	Nil	-	Nil	-
Number of complaints received in relation to issues of Conflict of Interest of the KMPs	Nil	-	Nil	-

7. Provide details of any corrective action taken or underway on issues related to fines / penalties / action taken by regulators/ law enforcement agencies/ judicial institutions. on cases of corruption and conflicts of interest.

During the reporting period, no instances of corruption or conflicts of interest have arisen that would necessitate action by regulators, law enforcement agencies, or judicial institutions

8. Number of days of accounts payables ((Accounts payable *365) / Cost of goods/services procured) in the following format:

Particular	Details of Accounts Payable in FY 2026	Details of Accounts Payable in FY 2025
Number of days of accounts payables	71.31	83.82

9. Open-ness of business Provide details of concentration of purchases and sales with trading houses, dealers, and related parties along-with loans and advances & investments, with related parties, in the following format:

Parameter	Metrics	FY 2026	FY 2025
Concentration of Purchases	a. Purchases from trading houses as % of total purchases	Not applicable, as Sagility does not engage with trading houses or dealers for purchases, sales, loans, or investments.	
	b. Number of trading houses where purchases are made from		
	c. Purchases from top 10 trading houses as % of total purchases from trading houses		
Concentration of Sales	a. Sales to dealers / distributors as % of total sales		
	b. Number of dealers / distributors to whom sales are made		
	c. Sales to top 10 dealers / distributors as % of total sales to dealers / distributors		

Parameter	Metrics	FY 2026	FY 2025
Share of RPTs in	a. Purchases (Purchases with related parties / Total Purchases)	1.4%	3.1%
	b. Sales (Sales to related parties / Total Sales)	NIL	NIL
	c. Loans & advances (Loans & advances given to related parties / Total loans & advances)	NIL	NIL
	d. Investments (Investments in related parties / Total Investments made)	NIL	NIL

Leadership Indicators

1. Awareness programmes conducted for value chain partners on any of the principles during the financial year:

Total number of awareness programmes held	Topics / principles covered under the training	%age of value chain partners covered (by value of business done with such partners) under the awareness programmes
3	Sagility organized awareness sessions for suppliers across India, focusing on building capability and alignment with its sustainability priorities. The sessions included training on Scope 1, 2, and 3 emissions accounting, along with an overview of the supplier ESG assessment process. They also outlined Sagility's broader ESG vision, goals, and expectations from suppliers in line with its Supplier Code of Conduct.	13%

2. Does the entity have processes in place to avoid/ manage conflict of interests involving members of the Board? (Yes/ No) If yes, provide details of the same.

Yes. Sagility has established processes to avoid and manage conflicts of interest involving members of the Board. The Company obtains a Disclosure of Interest from all Board members on an annual basis and ensures it is promptly updated whenever there are any changes. Additionally, Sagility maintains a database of Related Party Transactions (RPTs) in accordance with statutory requirements to monitor and manage any potential conflicts. These measures help ensure transparency and compliance with applicable governance norms.

Principle 2: Businesses should provide goods and services in a manner that is sustainable and safe

Essential Indicators

1. Percentage of R&D and capital expenditure (capex) investments in specific technologies to improve the environmental and social impacts of product and processes to total R&D and capex investments made by the entity, respectively.

Particular	FY 2026	FY 2025	Details of improvements in environmental and social impacts
R&D	NIL	NIL	-
Capex	0.4%	0.5%	The ESG-linked capex comprised investments in high-efficiency Variable Refrigerant Flow (VRF) systems across office locations in Bengaluru and Indore, including replacement of older air-conditioning units with energy-efficient models featuring individual zone controls, and installation of modern systems at newly built-out facilities. Additionally, passive infrared (PIR) presence detectors were deployed in meeting rooms and cabins for smart lighting control, enabling automatic switching to reduce idle energy consumption. These investments support the Company's commitment to reducing energy intensity and carbon footprint, in line with its Sustainability and Environmental policies.

2. a. **Does the entity have procedures in place for sustainable sourcing? (Yes/No)**

Yes, Sagility has established procedures to support sustainable sourcing. As part of its commitment to responsible procurement, the Company integrates ESG considerations into its supplier engagement processes, with a strong emphasis on environmental performance and climate-aligned practices. Sagility actively collaborates with suppliers demonstrating robust environmental stewardship and has identified approximately 131 suppliers aligned with the Science Based Targets initiative (SBTi), reinforcing its focus on embedding climate-conscious criteria within its sourcing strategy.

b. **If yes, what percentage of inputs were sourced sustainably?**

The SBTi-focused suppliers contributed to ~23.9 % of Sagility's total spend during the financial year, representing a significant share of sustainably sourced inputs.

3. **Describe the processes in place to safely reclaim your products for reusing, recycling and disposing at the end of life, for (a) Plastics (including packaging) (b) E-waste (c) Hazardous waste and (d) other waste**

Not applicable, as Sagility is a technology-enabled services company with no physical product footprint.

4. **Whether Extended Producer Responsibility (EPR) is applicable to the entity's activities (Yes / No). If yes, whether the waste collection plan is in line with the Extended Producer Responsibility (EPR) plan submitted to Pollution Control Boards? If not, provide steps taken to address the same.**

Not applicable, as Sagility is a technology-enabled services company and EPR obligations are not applicable to its operations.

Leadership Indicators

1. **Has the entity conducted Life Cycle Perspective / Assessments (LCA) for any of its products (for manufacturing industry) or for its services (for service industry)? If yes, provide details in the following format?**

NIC Code	Name of Product / Service	% of total Turnover contributed	Boundary for which the Life Cycle Perspective / Assessment was conducted	Whether conducted by independent external agency (Yes/No)	Results communicated in public domain (Yes/No) If yes, provide the web-link.
Not applicable, as Sagility is a technology-enabled services company with no manufacturing processes.					

2. **If there are any significant social or environmental concerns and/or risks arising from production or disposal of your products / services, as identified in the Life Cycle Perspective / Assessments (LCA) or through any other means, briefly describe the same along-with action taken to mitigate the same.**

Name of Product/Service	Description of the risk/concern	Action Taken
Not applicable, as Sagility is a technology-enabled services company with no manufacturing processes.		

3. **Percentage of recycled or reused input material to total material (by value) used in production (for manufacturing industry) or providing services (for service industry).**

Indicate Input Material	Recycled or re-used input material to total material	
	FY 2026	FY 2025
Not applicable, as Sagility is a technology-enabled services company with minimal material input requirements.		

4. **Of the products and packaging reclaimed at end of life of products, amount (in metric tonnes) reused, recycled, and safely disposed, as per the following format.**

Particular	FY 2026			FY 2025		
	Re-Used	Recycled	Safely Disposed	Re-Used	Recycled	Safely Disposed
Plastics (including packaging)	Not applicable, as Sagility does not manufacture or distribute physical products or packaging.					
E-waste						
Hazardous waste						
Other waste						

5. Reclaimed products and their packaging materials (as percentage of products sold) for each product category.

Indicate product category	Reclaimed products and their packaging materials as % of total products sold in respective category
Not applicable, as Sagility does not sell physical products or packaging materials.	

Principle 3: Businesses should respect and promote the well-being of all employees, including those in their value chains

Essential Indicators

1 a. Details of measures for the well-being of employees:

Sagility places a strong emphasis on employee well-being through structured health and support initiatives. The Company conducts periodic Employee Assistance Program (EAP) sessions facilitated by qualified professionals, providing confidential psychological and emotional support. Employees are encouraged to proactively seek guidance and assistance as needed.

In addition, Sagility organizes regular health check-up camps to enable early identification and monitoring of health conditions. These initiatives are complemented by access to medical consultation and counselling from certified healthcare professionals, promoting a preventive and holistic approach to physical and mental well-being across the workforce.

Category	% of Employees Covered By										
	Total (A)	Health Insurance		Accident Insurance		Maternity Benefits		Paternity Benefits*		Day Care Facilities^	
		Number	%	Number	%	Number	%	Number	%	Number	%
Permanent Employees											
Male	18,125	18,125	100%	18,125	100%	NA	NA	17,236	95.1%	10,155	56.0%
Female	28,693	28.693	100%	28,693	100%	26,890	93.7%	NA	NA	10,792	37.6%
Others	42	42	100%	42	100%	6	14.3%	3	7.1%	3	7.1%
Total	**46,860**	**46,860**	**100%**	**46,860**	**100%**	**26,896**	**57.4%**	**17,239**	**36.8%**	**20,950**	**44.7%**
Other than Permanent Employees											
Male	Not Applicable										
Female											
Others											
Total											

**Paternity benefits are not currently extended to employees in Jamaica, in accordance with applicable local regulatory requirements.*
^Daycare facilities are currently available only for employees based in India.

b. Details of measures for the well-being of workers:

Category*	% of Workers Covered By										
	Total (A)	Health Insurance		Accident Insurance		Maternity Benefits		Paternity Benefits		Day Care Facilities	
		Number	%	Number	%	Number	%	Number	%	Number	%
Permanent Workers											
Male	Not Applicable										
Female											
Others											
Total											
Other than Permanent Workers											
Male	262	262	100%	262	100%	NA	NA	262	100%	0	0.0%
Female	193	193	100%	193	100%	193	100%	NA	NA	0	0.0%
Others	0	0	0.0%	0	0.0%	0	0.0%	0	0.0%	0	0.0%
Total	455	455	100%	455	100%	193	42.4%	262	57.6%	0	0.0%

c. **Spending on measures towards well-being of employees and workers (including permanent and other than permanent) in the following format:**

Particular	FY 2026	FY 2025
Cost incurred on well-being measures as a % of total revenue of the Company	2.3%	1.4%

2. **Details of retirement benefits, for the current FY and Previous Financial Year.**

Benefits	FY 2026			FY 2025		
	No. of employees covered as a % of total employees	No. of workers covered as a % of total workers	Deducted and deposited with the authority (Y/N/N.A.)	No. of employees covered as a % of total employees	No. of workers covered as a % of total workers	Deducted and deposited with the authority (Y/N/N.A.)
PF	100%	100%	Yes	100%	100%	Yes
Gratuity	100%	0%	Yes	100%	100%	Yes
ESI	57.0%	100%	Yes	54.0%	85%	Yes
Others - Retirement Policy - (PH, JAM)	100%	-	Yes	100%	-	Yes
Others - 401k - USA	79.9%	-	Yes	82.0%	-	Yes

3. **Accessibility of workplaces: Are the premises / offices of the entity accessible to differently abled employees and workers, as per the requirements of the Rights of Persons with Disabilities Act, 2016? If not, whether any steps are being taken by the entity in this regard.**

Yes, the premises and offices of Sagility are designed in alignment with the accessibility requirements for persons with disabilities, in accordance with the Rights of Persons with Disabilities Act, 2016. To ensure continuous improvement and full compliance with evolving standards, Sagility has undertaken an external accessibility assessment of its facilities. The assessment has identified certain infrastructure enhancement opportunities, particularly at building entry points, ramps, signage, railings, and parking accessibility.

4. **Does the entity have an equal opportunity policy as per the Rights of Persons with Disabilities Act, 2016? If so, provide a web-link to the policy.**

Sagility is dedicated to fostering a workplace that promotes inclusivity and equal opportunity, in line with the provisions of the Rights of Persons with Disabilities Act, 2016. This commitment is reflected in the Company's Code of Conduct, which recognizes and values the diverse talents and perspectives that employees bring to the organization. Employment decisions at Sagility are based strictly on merit and qualifications, ensuring that individuals are treated fairly regardless of factors such as age, race, colour, nationality, religion, caste, gender, sexual orientation, or disability. The Company also maintains a strict stance against any form of harassment, discrimination, or inequitable treatment in the workplace.

In addition, Sagility complies with all relevant labor and employment regulations and explicitly prohibits practices such as child labour, forced labour, or bonded labour. The Company has established a detailed Policy for Diversity Equity and Inclusion, which is accessible to employees through the Sagility Group HR portal, although it is not currently published in the public domain.

Policy For Diversity Equity and Inclusion

5. **Return to work and Retention rates of permanent employees and workers that took parental leave.**

Gender	Permanent employees		Permanent workers	
	Return to work rate	Retention rate	Return to work rate	Retention rate
Male	86.0%	90.0%	Not Applicable	
Female	83.0%	68.0%		
Others	0.0%	0.0%		
Total	**84.0%**	**73.0%**		

6. Is there a mechanism available to receive and redress grievances for the following categories of employees and workers? If yes, give details of the mechanism in brief.

Particular	Yes/No	If yes, Provide Details
Permanent Workers Other than Permanent Workers Permanent Employees Other than Permanent Employees	Yes	Yes. Sagility has implemented a structured, multi-channel grievance redressal framework accessible to all employees and workers across its global operations. Employees and workers may raise workplace concerns, including HR, supervisory, and ethical matters, through immediate supervisors, designated HR representatives (including vendor-level HR), or field managers. In India, an Internal Complaints Committee (ICC) is constituted in accordance with the POSH Act to address cases of sexual harassment. Similar grievance mechanisms are implemented across other geographies in line with local regulatory requirements. In the Philippines and Jamaica, concerns may be reported through the SagiLife incident reporting platform or HR Business Partners. In Colombia, grievance handling is facilitated through Human Resources and the Occupational Health and Safety Management System (SG-SST), with access to formal grievance and whistleblower channels, including the SagiLife helpdesk. In the USA, formal grievance and whistleblower mechanisms are in place as per applicable policies, with BroadPath employees having access to the HR Department email channel and the Lighthouse anonymous reporting hotline. These mechanisms are designed to ensure that concerns are addressed in a fair, confidential, and timely manner, reinforcing Sagility's commitment to a safe and responsive work environment.

7. Membership of employees and worker in association(s) or Unions recognized by the listed entity:

Category	FY 2026			FY 2025		
	Total employees / workers in respective category (A)	No. of employees / workers in respective category, who are part of association(s) or Union (B)	% Covered (B / A)	Total employees / workers in respective category (C)	No. of employees / workers in respective category, who are part of association(s) or Union (D)	% Covered (D / C)
Total Permanent Employees	Not applicable, as there are no employee or worker associations or unions recognized within Sagility's operations.					
Male						
Female						
Total Permanent Workers						
Male						
Female						

8. Details of training given to employees and workers:

Category	FY 2026					FY 2025				
	Total (A)	On Health and safety measures		On Skill Upgradation		Total (D)	On Health and safety measures		On Skill Upgradation	
		No. (B)	% (B/A)	No. (C)	% (C/A)		No. (E)	% (E/D)	No. (F)	% (F/D)
Employees										
Male	18,125	16,749	92.4%	10,973	60.5%	14,921	4,193	28.1%	4,062	27.2%
Female	28,693	23,816	83.0%	15,675	54.6%	23,395	7,537	32.2%	5,450	23.3%
Others	42	11	26.2%	20	47.6%	-	-	-	-	-
Total	**46,860**	**40,576**	**86.6%**	**26,668**	**56.9%**	**38,316**	**11,730**	**30.6%**	**9,512**	**24.8%**

Category	FY 2026					FY 2025				
	Total (A)	On Health and safety measures		On Skill Upgradation		Total (D)	On Health and safety measures		On Skill Upgradation	
		No. (B)	% (B/A)	No. (C)	% (C/A)		No. (E)	% (E/D)	No. (F)	% (F/D)
Workers										
Male	262	262	100%	262	100%	258	258	100%	65	25.2%
Female	193	193	100%	193	100%	170	170	100%	43	25.3%
Others	0	0	0.0%	0	0.0%	-	-	-	-	-
Total	**455**	**455**	**100%**	**455**	**100%**	**428**	**428**	**100%**	**108**	**25.2%**

9. Details of performance and career development reviews of employees and worker:

Category	FY 2026			FY 2025		
	Total (A)	No. (B)	% (B/A)	Total (C)	No. (D)	% (D/C)
Employees						
Male	18,125	16,763	92.4%	14,921	13,791	92.4%
Female	28,693	26,534	92.4%	23,395	21,158	90.4%
Others	42	33	78.6%	-	-	-
Total	**46,860**	**43,330**	**92.4%**	**38,316**	**34,949**	**91.2%**
Workers						
Male	262	262	100%	258	65	25.2%
Female	193	193	100%	170	43	25.3%
Others	0	0	0.0%	-	-	-
Total	**455**	**455**	**100%**	**428**	**108**	**25.2%**

Note: The calculated percentage reflects total headcount as of the reporting date. However, 100% of employees eligible during the performance cycle were covered. Employees who joined after the defined eligibility cut-off date were not included in the performance and career development process for the reporting period.

10. Health and safety management system:

a. Whether an occupational health and safety management system has been implemented by the entity? (Yes/ No). If yes, the coverage of such a system?

Yes. In India, Sagility has implemented an Occupational Health and Safety (OHS) management system covering 100% of employees across its operations. The system is aligned with ISO 45001 standards and ensures adherence to internal safety protocols as well as applicable legal and regulatory requirements.

At a global level, Sagility has established structured OHS frameworks across its key operating geographies. In the Philippines, safety is governed through the Occupational Safety and Health (OSH) Committee and Emergency Brigade Committee, with processes such as hazard identification, risk assessment and control (HIRAC), regulatory compliance, and regular safety training programs. In Colombia, the Occupational Health and Safety Management System (SG-SST) is implemented across all operational sites, including contractors where applicable. In the USA, structured safety practices are in place across key locations, supported by processes such as hazard identification, incident reporting, and corrective action tracking. In Jamaica, a Hazard Identification and Risk Assessment (HIRA) framework is in place to manage occupational hazards and mitigate associated risks. While formal OHS management systems are implemented across most operations, BroadPath follows applicable regulatory requirements (i.e OSHA compliance) but do not currently have a formally certified OHS management system in place.

Overall, Sagility's OHS approach is designed to promote a safe working environment through proactive risk management, compliance, and continuous monitoring.

b. What are the processes used to identify work-related hazards and assess risks on a routine and non-routine basis by the entity?

Sagility follows a structured and geography-specific approach to identify and assess work-related hazards on both routine and non-routine bases. In India, regular workplace inspections, risk assessments, and the maintenance of a Hazard

Identification and Risk Assessment (HIRA) register are carried out by HR and Admin teams, along with periodic review of emergency preparedness plans.

Across global operations, similar frameworks are implemented. In the Philippines, the HIRAC (Hazard Identification, Risk Assessment, and Control) framework is followed. In Colombia, hazard identification and risk assessment are managed through the SG-SST framework, including risk matrices, periodic inspections, critical task analysis, incident investigations, and employee consultation. For non-routine activities, task-based risk assessments (e.g., JSA/TRA) and permit-to-work systems are applied to identify and mitigate risks. In the USA and Jamaica, Facilities and Admin teams conduct periodic site inspections and walkthroughs, with findings documented through HIRA reports and tracked for closure. In certain locations (e.g., BroadPath sites), hazard identification is conducted through site-level inspections and walkthroughs, with issues addressed in coordination with relevant stakeholders.

These processes enable timely identification, evaluation, and mitigation of workplace hazards. Risk assessments are regularly updated based on operational changes, incident trends, and site-specific learnings, ensuring a proactive and compliant approach to occupational health and safety across operations.

c. Whether you have processes for workers to report the work-related hazards and to remove themselves from such risks. (Y/N)

Yes. Sagility has established processes that enable employees and workers to report work-related hazards through defined reporting channels, including supervisors, HR representatives, and designated safety mechanisms. Reported concerns are reviewed, investigated, and addressed through appropriate escalation protocols.

d. Do the employees/ worker of the entity have access to non-occupational medical and healthcare services? (Yes/ No)

Yes. Employees and workers across Sagility's operations have access to non-occupational medical and healthcare services.

Across other geographies, employees are provided access to medical and healthcare services through company-sponsored health insurance plans, covering routine care, preventive services, and treatment for non-work-related conditions. In addition, employees have access to Employee Assistance Programs (EAPs), which offer confidential support services, including mental health counseling, wellness resources, and referrals to healthcare providers. These provisions support employees' overall health and well-being beyond workplace-related injuries or illnesses.

11. Details of safety related incidents, in the following format:

Safety Incident/Number	Category	FY 2026	FY 2025
Lost Time Injury Frequency Rate (LTIFR) (per one million-person hours worked)	Employees	0.073	0.067
	Workers	0	0
Total recordable work-related injuries	Employees	5	6
	Workers	0	0
No. of fatalities	Employees	0	0
	Workers	0	0
High consequence work-related injury or ill-health (excluding fatalities)	Employees	2	1
	Workers	0	0

12. Describe the measures taken by the entity to ensure a safe and healthy workplace.

Sagility has implemented a structured, multi-geography approach to ensure a safe and healthy workplace, tailored to the operational context of each location. In India, these measures are implemented through a comprehensive Occupational Health and Safety (OHS) framework aligned with applicable regulatory requirements.

Key elements of Sagility's workplace safety practices include:

- Workplace Safety Policies: Defined health and safety policies are established and periodically reviewed across operations to guide safe practices and risk prevention.
- Training and Awareness: Employees undergo mandatory training on safety procedures, emergency response protocols, and reporting mechanisms, with content adapted to local regulations and risk profiles.
- Hazard Identification and Risk Management: Structured processes such as HIRA/HIRAC and risk matrices are used to identify, assess, and mitigate workplace hazards, supported by regular inspections and monitoring.

- Incident Reporting and Corrective Actions: Mechanisms are in place to report, investigate, and track incidents (including near misses), with corrective and preventive actions implemented to avoid recurrence.
- Emergency Preparedness: Emergency response plans are established and tested through periodic drills, supported by necessary infrastructure and safety systems.
- Health and Well-being Initiatives: Employee well-being is supported through initiatives such as mental health programs, Employee Assistance Programs (EAPs), health campaigns, and awareness sessions.
- Facilities Maintenance and Preventive Controls: Regular maintenance of infrastructure, safety signage, and utilities is ensured, along with timely corrective actions and vendor coordination.

Across geographies, these measures are implemented through locally compliant frameworks (e.g., SG-SST in Colombia, OSH committees in the Philippines), with additional focus on employee participation, training, and continuous monitoring. These initiatives reflect Sagility's commitment to fostering a safe, compliant, and health-focused work environment through proactive risk management and continuous improvement.

13. Number of Complaints on the following made by employees and workers:

Category	FY 2026			FY 2025		
	Filed during the year	Pending resolution at the end of year	Remarks	Filed during the year	Pending resolution at the end of year	Remarks
Working Conditions	NIL	NIL	-	NIL	NIL	-
Health & Safety	4	NIL	-	187	NIL	Complaints primarily related to discomfort due to low temperatures from AC units and food quality.

14. Assessments for the year:

Category	% of your plants and offices that were assessed (by entity or statutory authorities or third parties)
Health and Safety Practices	100%
Working Conditions	100%

15. Provide details of any corrective action taken or underway to address safety-related incidents (if any) and on significant risks / concerns arising from assessments of health & safety practices and working conditions.

No significant safety-related incidents were reported across Sagility's operations during FY26. As part of its ongoing health and safety practices, any identified risks or minor incidents are addressed through defined corrective and preventive actions, including training and awareness initiatives.

Leadership Indicators

1. Does the entity extend any life insurance or any compensatory package in the event of death of (A) Employees (Y/N) (B) Workers (Y/N)?

Yes. Sagility extends life insurance or a compensatory package in the event of death to all its employees across geographies. The organization continues to review its benefits framework to strengthen coverage for workers.

2. Provide the measures undertaken by the entity to ensure that statutory dues have been deducted and deposited by the value chain partners.

Sagility undertakes regular monitoring to ensure its value chain partners comply with applicable statutory requirements. For contract personnel engaged through vendors across functions such as security, housekeeping, transport, administration, and electrical maintenance the Company collects and reviews key compliance documents on a monthly basis. These include ESIC contribution records, PF challans, and detailed wage sheets. This structured review process helps ensure that statutory deductions and payments are made accurately and in line with regulatory obligations.

3. **Provide the number of employees / workers having suffered high consequence work related injury / ill-health / fatalities (as reported in Q11 of Essential Indicators above), who have been rehabilitated and placed in suitable employment or whose family members have been placed in suitable employment:**

Category	Total no. of affected employees/workers		No. of employees/workers that are rehabilitated and placed in suitable employment or whose family members have been placed in suitable employment	
	FY 2026	FY 2025	FY 2026	FY 2025
Employees	NIL	NIL	NIL	NIL
Workers	NIL	NIL	NIL	NIL

4. **Does the entity provide transition assistance programs to facilitate continued employability and the management of career endings resulting from retirement or termination of employment? (Yes/ No)**

Yes. Sagility supports continued employability and career transitions through structured internal initiatives across its operations. The organization enables career growth through targeted training programs and promotes internal mobility via Internal Job Postings (IJPs), particularly for lower and mid-level roles. In cases such as business line ramp-downs, Sagility undertakes proactive redeployment of impacted employees to other business units, helping minimize disruption and support continued employment within the organization. While formal transition assistance programs such as retirement-specific outplacement are not uniformly implemented across all geographies, the organization continues to strengthen its approach to employee transitions through internal mobility and redeployment mechanisms.

5. **Details on assessment of value chain partners:**

Category	% of value chain partners (by value of business done with such partners) that were assessed
Health and Safety Practices	17%*
Working Conditions	

**During FY 2026, a risk assessment was initiated with 135 top suppliers, constituted on the basis of 75% of total business spend.*

6. **Provide details of any corrective actions taken or underway to address significant risks / concerns arising from assessments of health and safety practices and working conditions of value chain partners.**

Not applicable at present, as a comprehensive value chain assessment has not yet been undertaken.

Principle 4: Businesses should respect the interests of and be responsive to all its stakeholders

Essential Indicators

1. **Describe the processes for identifying key stakeholder groups of the entity.**

Sagility's stakeholder engagement process focuses on identifying and prioritizing key stakeholder groups by applying both inside-out and outside-in approaches. Stakeholders are identified based on their relevance, influence, and impact on the organization's sustainability strategy. Internal stakeholders include business leaders and members of the Sustainability Council, who provide critical insights into operational priorities. External stakeholders comprise clients, client representatives, investors, regulatory and standards bodies (such as SASB, MSCI, and DJSI), and local communities impacted by Sagility's operations.

The engagement process includes the use of rating-based surveys to gather structured feedback on the importance of material topics. These inputs help define Sagility's sustainability direction and align with its OGSM (Objectives, Goals, Strategies, and Measures) commitments. Although feedback was not directly collected from broader society or communities, Sagility continues to contribute through Corporate Social Responsibility (CSR) initiatives aimed at uplifting economically and socially vulnerable groups. Stakeholder engagement at Sagility is an ongoing process that informs strategic decisions and ensures alignment with stakeholder expectations.

2. **List stakeholder groups identified as key for your entity and the frequency of engagement with each stakeholder group.**

Stakeholder Group	Whether identified as Vulnerable & Marginalized Group (Yes/No)	Channels of Communication (Email, SMS, Newspaper, Pamphlets, Advertisement, Community, Meetings, Notice Board, Website), Other	Frequency of Engagement (Annually/ Half Yearly/ Quarterly / Others – Please Specify)	Purpose and scope of engagement including key topics and concerns raised during such engagement
Employees	No	Email, Internal Portal, Notice Boards, Townhalls, Surveys, HR Connect Sessions	Regularly	Sharing updates on business direction, workplace policies, employee well-being, skill development, feedback on work environment, and employee engagement initiatives
Clients	No	Email, Business Reviews, Service Review Meetings	Regularly	Understanding business needs, performance feedback, service delivery improvements, compliance expectations, and relationship management.
Investors	No	Email, Investor Calls, Reports, Regulatory Disclosures, Website	Quarterly / As needed	Sharing financial results, strategic updates, ESG disclosures, and responding to investor queries or concerns.
Community	Yes	CSR Collaborations, Field Visits, NGO Partnerships, Volunteering	Periodically / As part of CSR initiatives	Supporting social impact programs focused on inclusion, education, health, and livelihoods; engaging with women-owned businesses and LGBTQ+ communities.
Regulatory Bodies	No	Online Portal, Filings	As per statutory timelines	Compliance with legal and regulatory requirements, timely submissions of disclosures, and addressing regulatory directives.

Leadership Indicators

1. **Provide the processes for consultation between stakeholders and the Board on economic, environmental, and social topics or if consultation is delegated, how is feedback from such consultations provided to the Board**

   The Company has established a structured approach for engaging with its key stakeholder groups, including employees, customers, suppliers, regulatory bodies, and the broader community. Engagements are carried out through various channels such as surveys, feedback mechanisms, performance reviews, and regular meetings. These engagements help identify and understand stakeholder concerns on economic, environmental, and social matters and provide valuable insights into the Company's operational and sustainability priorities.

   Feedback from these stakeholder consultations is systematically consolidated and shared with relevant internal functions. These functions, in turn, present key observations, emerging concerns, and strategic recommendations to the senior leadership and the Board through periodic reviews and governance forums. This ensures that the Board remains informed and involved in addressing stakeholder expectations and incorporating them into the Company's strategic direction, risk management, and ESG initiatives.

2. **Whether stakeholder consultation is used to support the identification and management of environmental, and social topics (Yes / No). If so, provide details of instances as to how the input received from stakeholders on these topics were incorporated into policies and activities of the entity.**

   Yes, Sagility uses stakeholder consultation to support the identification and management of environmental and social topics. Through regular consultation and materiality assessments, we identify how our operations influence the environment, society, and broader economic systems, including aspects related to human rights. In our ongoing journey towards sustainable growth, we have recently revisited our material topics to better align with the evolving expectations of our stakeholders and the ESG landscape. Insights from these consultations are carefully integrated into our policies and day-to-day practices. This approach has guided the evolution of several key initiatives, including our global climate awareness programs, community-focused healthcare efforts, and our deepening commitment to Diversity, Equity, and Inclusion (DEI), all of which reflect our dedication to creating a responsible and inclusive business.

3. **Provide details of instances of engagement with, and actions taken to, address the concerns of vulnerable/ marginalized stakeholder groups.**

Sagility engages with vulnerable and marginalized groups through its supplier practices and CSR initiatives. The organization actively includes women-owned businesses in its procurement processes, thereby supporting economic inclusion and encouraging equitable business opportunities.

Through its CSR programs, Sagility addresses the needs of underserved communities with a focus on women and other underrepresented groups. The Company also ensures the involvement of LGBTQ+ individuals in its workplace and community engagement efforts, reinforcing its commitment to diversity, respect, and equal opportunity across all areas of operation.

Principle 5:Businesses should respect and promote human rights

Essential Indicators

1. **Employees and workers who have been provided training on human rights issues and policy(ies) of the entity, in the following format:**

Category	FY 2026			FY 2025		
	Total (A)	No. of employees / workers covered (B)	% (B/A)	Total (C)	No. of employees / workers covered (D)	% (D/C)
Employees						
Permanent	46,860	45,092	96.2%	38,316	25499	66.5%
Other than Permanent	0	0	0.0%	0	0	0.0%
Total	**46,860**	**45,092**	**96.2%**	**38,316**	**25,499**	**66.5%**
Workers						
Permanent						
Other than Permanent			Not Available			
Total						

2. **Details of minimum wages paid to employees and workers:**

Category	FY 2026					FY 2025				
	Total (A)	Equal to Minimum Wage		More than Minimum Wage		Total (D)	Equal to Minimum Wage		More than Minimum Wage	
		No. (B)	% (B/A)	No. (C)	% (C/A)		No. (E)	% (E/D)	No. (F)	% (F/D)
Employees										
Permanent	**46,860**	**3,792**	**8.1%**	**43,068**	**91.9%**	**38,316**	**1395**	**3.6%**	**36921**	**96.4%**
Male	18,125	1,835	10.1%	16,290	89.9%	14,921	623	4.2%	14,298	95.8%
Female	28,693	1,956	6.8%	26,737	93.2%	23,395	772	3.3%	22,623	96.7%
Others	42	1	2.4%	41	97.6%	-	-	-	-	-
Other than Permanent										
Male										
Female					Not Applicable					
Others										
Workers										
Permanent										
Male										
Female					Not Applicable					
Others										
Other than permanent	**455**	**455**	**100%**	**0**	**0.0%**	**428**	**428**	**100%**	**0**	**0.0%**
Male	262	262	100%	0	0.0%	258	258	100%	0	0.0%
Female	193	193	100%	0	0.0%	170	170	100%	0	0.0%
Others	0	0	0.0%	0	0.0%	-	-	-	-	-

3. Details of remuneration/salary/wages

a. Median remuneration / wages

Employee Category	Male		Female		Others	
	Number	Median remuneration/ salary/ wages of respective category	Number	Median remuneration/ salary/ wages of respective category	Number	Median remuneration/ salary/ wages of respective category
Board of Directors*	4	₹ 1,76,98,635	2	₹ 1,76,98,635	0	NA
Key Managerial Personnel[&]	3	₹ 97,73,713	0	NA	0	NA
Employees other than BoD and KMP	18,122	₹ 3,75,720	28,693	₹ 3,85,522	42	₹ 30,37,008
Workers	Not Available[#]					

** Median remuneration has been calculated based on directors who received remuneration during the reporting period. Directors with nil remuneration have been excluded from the calculation.*

[&] Median remuneration for KMP is calculated based on full-time KMPs only.

[#] Information for workers is not available as workers are engaged through third-party contractors, and related remuneration data is maintained by the respective contractors.

3b. Gross wages paid to females as % of total wages paid by the entity, in the following format:

	FY 2026	FY 2025
Gross Wages paid to Females as % of Total Wages	63.7%	60.9%

4. Do you have a focal point (Individual/ Committee) responsible for addressing human rights impacts or issues caused or contributed to by the business? (Yes/No)

Yes. Sagility has designated focal points across its operations to address human rights impacts and related concerns. In India, this is managed through a dedicated Single Point of Contact (SPOC), ensuring timely and appropriate resolution of employee grievances and human rights-related issues.

Across other geographies, similar responsibilities are undertaken through structured mechanisms such as HR teams, grievance redressal channels, and site-level committees. For instance, in the Philippines, committees addressing workplace conduct and harassment support grievance handling, while in the USA, HR teams are responsible for reviewing and investigating concerns related to discrimination, harassment, and fair treatment.

Additionally, Sagility conducts regular awareness sessions on employee rights and statutory provisions, and shares relevant regulatory updates to promote transparency and awareness.

5. Describe the internal mechanisms in place to redress grievances related to human rights issues.

Sagility has established multiple internal mechanisms to address grievances related to human rights, ensuring accessible, confidential, and non-retaliatory reporting and resolution processes across its operations. Employees can raise concerns through various channels, including HR representatives, managers, dedicated reporting platforms (e.g., Workday), email-based reporting, and formal grievance systems such as SagiLife.

All grievances are reviewed, investigated, and addressed in a fair and timely manner, with defined escalation protocols and involvement of HR, Legal, or relevant committees. Where required, third-party support may be engaged to ensure objectivity in investigations.

In India, grievance redressal is supported by well-defined human rights and anti-discrimination policies, confidentiality safeguards, and periodic reporting to senior leadership. Across other geographies, similar mechanisms are implemented through HR-led processes and site-level committees. For instance, in the Philippines, concerns may be raised through SagiLife or HR Business Partners, while in the USA, cases are managed through Workday and HR-led investigations. In Jamaica, whistleblower protections are in place to safeguard the identity and rights of complainants.

Awareness of these mechanisms is reinforced through employee onboarding, regular training and communication, and visible dissemination of policies and reporting channels across workplaces, ensuring employees are well-informed of their rights and available redressal channels.

6. Number of complaints on the following made by employees and workers:

Category	FY 2026			FY 2025		
	Filed during the year	Pending resolution at the end of year	Remarks	Filed during the year	Pending resolution at the end of year	Remarks
Anti-Harassment	56	4	-	30	6	-
Discrimination at Workplace	4	1	-	2	0	-
Child Labour	0	0	-	0	0	-
Forced Labour/Involuntary Labour	0	0	-	0	0	-
Wages	0	0	-	1	0	-
Other human rights related issues	19	0	-	0	0	-

7. Complaints filed under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and redressal) Act, 2013, in the following format:

	FY 2026	FY 2025
Total Complaints reported under Sexual Harassment on of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 (POSH)	20	13
Complaints on POSH as a % of Female Employees/Workers	0.20%	0.15%
Complaints on POSH Upheld	9	8

**The above cases are pertaining to only India.*

8. Mechanism to prevent adverse consequences to the complainant in discrimination and harassment cases.

Sagility has established mechanisms to protect complainants in cases of discrimination and harassment, ensuring they are not subjected to retaliation or adverse consequences. Reporting and investigation processes are designed to be confidential, fair, and non-retaliatory, with clear accountability for addressing any violations.

In India, interim relief measures such as changes in reporting structure, team allocation, shift timings, work location, or provision of paid leave may be extended during the course of an investigation. Complainants are also supported in pursuing legal recourse, if required. Retaliation is treated as misconduct and addressed in line with HR policies. Across other geographies, similar safeguards are implemented through non-retaliation provisions in codes of conduct and harassment policies, structured investigation processes, and confidentiality protocols.

These measures ensure that complainants are protected throughout the grievance process while maintaining fairness and due process for all parties involved.

9. Do human rights requirements form part of your business agreements and contracts? (Yes/No)

Yes, Sagility integrates human rights requirements into its supplier agreements as a core part of the contracting process. These agreements include specific clauses that reinforce the organization's commitment to ethical business practices, regulatory compliance, and the protection of human rights across its value chain.

10. Assessments for the year

	% of your plants and offices that were assessed (by entity or statutory authorities or third parties)
Child Labour	100%
Forced/Involuntary Labour	100%
Sexual Harassment	100%
Discrimination at Workplace	100%
Wages	100%

11. Provide details of any corrective actions taken or underway to address significant risks / concerns arising from the assessments at Question 9 above.

No significant human rights risks or concerns were identified across Sagility's operations during the reporting period. The organization continues to strengthen its preventive approach through regular employee training on anti-harassment and non-retaliation, along with periodic compliance reviews, including minimum wage assessments in applicable geographies.

Leadership Indicators

1. Details of a business process being modified / introduced as a result of addressing human rights grievances/ complaints.

As part of addressing human rights-related considerations, Sagility has introduced and strengthened specific internal processes. For instance, a structured HR audit cadence has been implemented to enhance visibility into compliance practices and enable early identification and resolution of potential concerns.

Additionally, in certain geographies, operational controls such as formal approval mechanisms for extended workdays have been introduced, requiring both managerial approval and employee consent to safeguard against involuntary or excessive working hours.

2. Details of the scope and coverage of any Human rights due diligence conducted.

The Company undertakes human rights due diligence across its operations through periodic reviews and compliance monitoring led by the HR Compliance Point of Contact (POC). The scope of this due diligence covers key areas including recruitment and hiring practices, terms and conditions of employment (wages, benefits, and working hours), workplace conduct, non-discrimination and inclusivity, occupational health and safety, data privacy, and prohibition of child labor.

The process applies to all employees across geographies and extends to workplace-related activities, including remote work and company-led engagements. Due diligence is carried out through a combination of policy reviews, compliance checks, workplace inspections, grievance and incident analysis, employee feedback mechanisms, and targeted training programs.

Any gaps identified are addressed through corrective actions and continuous monitoring to ensure alignment with applicable laws and internal standards.

3. Is the premise/office of the entity accessible to differently abled visitors, as per the requirements of the Rights of Persons with Disabilities Act, 2016?

Sagility ensures that its office premises are designed to be accessible to visitors with disabilities, in line with the provisions of the Rights of Persons with Disabilities Act, 2016. The facilities are equipped with accessibility features such as entrance and basement ramps, wheelchair-friendly elevators, and PWD-accessible washrooms to support ease of movement within the premises. Additionally, security personnel are trained and sensitized to assist visitors with disabilities upon arrival, helping create a supportive, inclusive, and welcoming environment for all.

4. Details on assessment of value chain partners:

	% of value chain partners (by value of business done with such partners) that were assessed*
Sexual Harassment	17%
Discrimination at workplace	
Child Labour	
Forced Labour/Involuntary Labour	
Wages	
Others - please specify	

During FY 2026, a Risk Assessment was initiated with 135 top suppliers, constituted on the basis of 75% of total business spend.

5. Provide details of any corrective actions taken or underway to address significant risks / concerns arising from the assessments at Question 4 above.

No significant risks were identified during the assessments.

Principle 6: Businesses should respect and make efforts to protect and restore the environment

Essential Indicators

1. **Details of total energy consumption (in Joules or multiples) and energy intensity, in the following format:**

Electricity constitutes the primary source of energy consumption for Sagility's operations. As part of its efforts to increase the share of renewable energy in its energy mix, the Company procures Energy Attribute Certificates (EACs) across its operating geographies. During the reporting period, EACs equivalent to 36% of total electricity consumption were procured. While these contribute to Sagility's market-based renewable energy claims, the energy consumption data presented below reflects only physically consumed energy.

Parameter	FY 2026	FY 2025
From renewable sources (GJ)		
Total electricity consumption (A)	0.0	0.0
Total fuel consumption (B)	0.0	0.0
Energy consumption through other sources (C)	0.0	0.0
Total energy consumed from renewable sources (A+B+C)	0.0	0.0
From non- renewable sources (GJ)		
Total electricity consumption (D)	90,222.1	91,350.2
Total fuel consumption (E)	921.7	1838.6
Energy consumption through other sources (F)	0.0	0.0
Total energy consumed from non–renewable sources (D+E+F)	91,143.8	93,188.8
Total energy consumed (A+B+C+D+E+F) (GJ)	**91,143.8**	**93,188.8**
Energy intensity per rupee of turnover (GJ/ Million ₹) (Total energy consumed/ Revenue from operations)	1.27	1.67
Energy intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP) (GJ/Million US$) (Total energy consumed / Revenue from operations adjusted for PPP)^	25.77	33.60

^The revenue from operations has been adjusted for PPP using the latest conversion factor for India, as published on the IMF's website. PPP conversion factor of 20.34 has been applied for FY 2026.

Note: If any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency: Yes, the independent assurance has been carried out by DNV Business Assurance India Private Limited.

2. **Does the entity have any sites/facilities identified as designated consumers (DCs) under the Performance, Achieve and Trade (PAT) Scheme of the Government of India? (Y/N) If yes, disclose whether targets set under the PAT scheme have been achieved. In case targets have not been achieved, provide the remedial action taken, if any.**

Not applicable, as Sagility is a technology-enabled services company and does not operate any facilities classified as Designated Consumers under the PAT Scheme.

3. **Provide details of the following disclosures related to water:**

Parameter	FY 2026#	FY 2025*
Water withdrawal by source (in kiloliters)		
(i) Surface water	0.0	0.0
(ii) Groundwater	0.0	0.0
(iii) Third-party water	1,59,329.2	99,463.5
(iv) Seawater / desalinated water	0.0	0.0
(v) Others	0.0	0.0
Total volume of water withdrawal (in kiloliters) (i + ii + iii + iv + v)	**1,59,329.2**	**99,463.5**
Total volume of water consumption (in kiloliters)	**1,59,329.2**	**99,463.5**
Water intensity per rupee of turnover (Total water consumption / Revenue from operations **KL/Million ₹**)	2.22	1.79

Parameter	FY 2026#	FY 2025*
Water intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP)^ (Total water consumption / Revenue from operations adjusted for PPP **KL/Million US$**)	45.06	35.86

#In FY 2026, water tracking has been expanded to cover all sites. Actual utility bill data has been used where available; for remaining sites, consumption has been estimated at 45 litres per person per day as per CGWA guidelines. ^The revenue from operations has been adjusted for PPP using the latest conversion factor for India, as published on the IMF's website. PPP conversion factor of 20.34 has been applied for FY 2026.

**In FY 2025, Water consumption data for India reflects reporting from the Purva, Surya Wave, and Chamundi Tower sites; data for other India locations was not available for FY 2025. Data for all other geographies has been fully captured.*

Note: If any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency: Yes, the independent assurance has been carried out by DNV Business Assurance India Private Limited.

4. Provide the following details related to water discharge:

Parameter	FY 2026#	FY 2025*
Water discharge by destination and level of treatment (in kiloliters)		
To Surface Water		
- No treatment	0.0	0.0
- With treatment – please specify the level of treatment	0.0	0.0
To Groundwater		
- No treatment	0.0	0.0
- With treatment – please specify the level of treatment	0.0	0.0
To Seawater		
- No treatment	0.0	0.0
- With treatment – please specify the level of treatment	0.0	0.0
Sent to third parties		
- No treatment		
- With treatment – please specify the level of treatment	0.0	0.0
Others	0.0	0.0
- No treatment		
- With treatment – please specify the level of treatment	13,355.1	79,570.8
Total water discharged (in kiloliters)	**13,355.1**	**79,570.8**

Note: Indicate if any independent assessment/evaluation/assurance has been carried out by an external agency? (Y/N) if yes, name of the external agency:

#In FY 2026, sites in India, Philippines, and Colombia located within managed office parks equipped with Sewage Treatment Plants (STPs) have been reported as zero discharge, as wastewater is treated on-premises. For sites in the USA and Jamaica, discharge has been estimated at 80% of water consumed.

**Water discharge for FY 2025 has been estimated at 80% of total water consumed, in the absence of site-level discharge tracking.*

5. Has the entity implmented a mechanism for Zero Liquid Discharge? If yes, provide details of its coverage and implementation.

Not applicable, as Sagility's operations do not generate industrial effluents requiring Zero Liquid Discharge systems.

6. Please provide details of air emissions (other than GHG emissions) by the entity.

Parameter*	Please specify unit	FY 2026	FY 2025
NOx	Tonnes	Not applicable, as Sagility is a technology-enabled services company with no industrial processes generating air emissions.	
SOx	Tonnes		
Particulate matter (PM)	Tonnes		
Persistent organic pollutants (POP)	Tonnes		
Volatile organic compounds (VOC)	Tonnes		
Hazardous air pollutants (HAP)	Tonnes		
Others-please specify	Tonnes		

Note: If any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency: *Not Applicable.*

7. Provide details of greenhouse gas emissions (Scope 1 and Scope 2 emissions) & its intensity:

Parameter	Unit	FY 2026	FY 2025
Total Scope 1 emissions (Break-up of the GHG into CO_2, CH4, N_2O, HFCs, PFCs, SF_6, NF_3, if available)	Metric tonnes of CO_2 equivalent	715.6	1,048.0
Total Scope 2 emissions (Break-up of the GHG into CO_2, CH4, N_2O, HFCs, PFCs, SF_6, NF_3, if available)	Metric tonnes of CO_2 equivalent	17,653.8	17,024.0
Total Scope 1 and Scope 2 emission per rupee of turnover (Total Scope 1 and Scope 2 GHG emissions/Revenue from operations)	Tonnes of CO_2e /Million ₹	0.26	0.32
Total Scope 1 and Scope 2 emission intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP) (Total Scope 1 and Scope 2 GHG emissions/Revenue from operations adjusted for PPP) ^	tonnes of CO_2e/Million US$	5.19	6.52

^The revenue from operations has been adjusted for PPP using the latest conversion factor for India, as published on the IMF's website. PPP conversion factor of 20.34 has been applied for FY 2026.

Note: If any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency: Yes, the independent assurance has been carried out by DNV Business Assurance India Private Limited.

8. Does the entity have any project related to reducing Green House Gas emissions? If yes, then provide details.

Sr. No.	Initiative undertaken	Details of the initiative (Web-link, if any, may be provided along with summary)	Outcome of the initiative
1.	Energy-Efficient Lighting and HVAC Upgrades	Implementation of energy-efficient lighting solutions (LEDs and occupancy sensors) along with advanced HVAC systems (VRF technology and demand-responsive indoor units) across leased facilities in a phased manner to enhance energy performance and reduce emissions.	Reduction in Scope 2 emissions; enhanced energy efficiency across office locations.
2.	Auto Shut-Off Software for PCs	Reduction in Scope 2 emissions; enhanced energy efficiency across office locations.	Decrease in electricity consumption from office equipment during non-working hours.
3.	Deployment of Renewable Energy	Transitioned towards renewable energy through the procurement and retirement of Energy Attribute Certificates (EACs), supporting market-based renewable energy claims across its operations.	Reduction in Scope 2 emissions.

Sr. No.	Initiative undertaken	Details of the initiative (Web-link, if any, may be provided along with summary)	Outcome of the initiative
4.	Electric Vehicle (EV) Fleet Expansion	Promoted employee EV commuting through a fleet of 30 electric vehicles aligned with government e-mobility initiatives.	Lowered Scope 1 emissions and promoted clean transportation alternatives.
5.	Stakeholder Engagement on Energy Efficiency	Ongoing communication initiatives under "Sustainability@Sagility" to raise awareness among employees and stakeholders on energy-saving practices, including switching off PCs and air conditioning systems when not in use.	Behavioural changes leading to energy conservation across leased office spaces.
6.	Green Business Operations Redesign	Adoption of digital and flexible working models (such as remote work and flexi-scheduling), along with redesign of business operations to reduce commuting-related emissions and improve process efficiency.	Lower commuting-related emissions

9. Provide details related to waste management by the entity, in the following format:

Parameter	FY 2026	FY 2025
Total Waste generated (in metric tonnes)		
Plastic Waste ***(A)***	48.1	31.1
E-waste ***(B)***	11.1	15.9
Bio-medical Waste ***(C)***	0.0	0.0
Construction and Demolition Waste ***(D)***	0.0	0.0
Battery Waste ***(E)***	5.6	11.1
Radioactive Waste ***(F)***	0.0	0.0
Other Hazardous Waste. *Please specify, if any.* ***(G)***	0.0	0.0
Other Non-hazardousWwaste generated ***(H).*** *Please specify, if any. (Break-up by composition i.e. by materials relevant to the sector)*	366.4	278.6
Total (A+B + C + D + E + F + G + H)	**431.2**	**336.7**
Waste intensity per rupee of turnover (tonnes/Million ₹) (Total waste generated / Revenue from operations)	0.006	0.006
Waste intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP) (tonnes/Million US$)^ (Total waste generated/Revenue from operations adjusted for PPP)	0.12	0.12
For each category of waste generated, total waste recovered through recycling, re-using or other recovery operations (in metric tonnes)		
Category of Waste		
(i) Recycled	53.5	85.3
(ii) Re-used	0.0	0.0
(iii) Other recovery operations *(Composting)*	109.4	55.0
Total	**162.9**	**140.3**
For each category of waste generated, total waste disposed by nature of disposal method (in metric tonnes)		
Category of Waste		
(i) Incineration	0.0	0.0
(ii) Landfilling	268.3	196.3
(iii) Other disposal operations	0.0	0.0
Total	**268.3**	**196.3**

^The revenue from operations has been adjusted for PPP using the latest conversion factor for India, as published on the IMF's website. PPP conversion factor of 20.34 has been applied for FY 2026.

Note: If any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency: Yes, the independent assurance has been carried out by DNV Business Assurance India Private Limited.

10. Briefly describe the waste management practices adopted in your establishments. Describe the strategy adopted by your Company to reduce the usage of hazardous and toxic chemicals in your products and processes and the practices adopted to manage such waste.

Sagility manages waste through a structured and environmentally conscious approach, tailored to its operations within leased office spaces. The Company emphasizes minimizing its environmental footprint by applying circular principles such as reduction at source, reuse of materials, recycling of waste streams, and recovery wherever feasible. These practices address key waste categories including e-waste, plastics, packaging, and food waste.

To operationalize this approach, Sagility collaborates with authorized vendors to ensure compliant collection, handling, and disposal of waste. Employee engagement plays a key role, with initiatives encouraging the use of reusable alternatives to limit single-use plastics, supported by ongoing awareness campaigns that promote responsible consumption habits. Electronic waste is channelled through certified recyclers, while in certain cases, retired IT equipment such as desktops is repurposed through donation to extend its lifecycle.

Given the nature of service-oriented business model, Sagility's operations do not involve the use or generation of hazardous or toxic substances. The Company adheres to applicable environmental and safety regulations and continues to identify opportunities to further strengthen waste minimization practices across its facilities.

11. If the entity has operations/offices in/around ecologically sensitive areas (such as national parks, wildlife sanctuaries, biosphere reserves, wetlands, biodiversity hotspots, forests, coastal regulation zones etc.) where environmental approvals/clearances are required, please specify details in the following format:

Sr. No.	Location of operations/offices	Type of operations	Whether the conditions of environmental approval/clearance are being complied with? (Y/N) If no, the reasons thereof and corrective action taken, if any
Not Applicable as Sagility does not have operations around ecologically sensitive areas.			

12. Details of environmental impact assessments of projects undertaken by the entity based on applicable laws, in the current financial year:

Name and brief details of the project	EIA Notification No.	Date	Whether conducted by an independent external agency (Yes / No)	Results communicated in the public domain (Yes / No)	Relevant weblink
Not applicable, as Sagility's operations do not fall under the scope of activities requiring Environmental Impact Assessments under applicable environmental laws.					

13. Is the entity compliant with the applicable environmental law/ regulations/ guidelines in India; such as the Water (Prevention and Control of Pollution) Act, Air (Prevention and Control of Pollution) Act, Environment Protection Act, and rules thereunder (Y/N). If not, provide details of all such non-compliances:

Sr. No.	Specify the law/regulation/ guidelines which was not complied with	Provide details of the non-compliance	Any fines/penalties/action taken by regulatory agencies such as pollution control boards or courts	Corrective action taken, if any
Given the nature of our business, the above question has limited applicability. The organization complies with all applicable environmental laws, regulations, and guidelines in the jurisdictions where it operates.				

Leadership Indicators

1. Water withdrawal, consumption and discharge in areas of water stress (in kilolitres):

For each facility/ plant located in areas of water stress, provide the following information:

(i) Name of the area - Operations in India, Philippines and USA

(ii) Nature of operations - Leased Office Spaces for BPM Services

(iii) Water withdrawal, consumption and discharge in the following format:

Parameter	FY 2026	FY 2025
Water withdrawal by source (in kiloliters)		
(i) Surface water	0.0	0.0
(ii) Groundwater	0.0	0.0
(iii) Third-party water	1,14,340.7	89,550.4
(iv) Seawater / desalinated water	0.0	0.0
(v) Others	0.0	0.0
Total volume of water withdrawal (in kiloliters)	**1,14,340.7**	**89,550.4**
Total volume of water consumption (in kiloliters)	**1,14,340.7**	**89,550.4**
Water intensity per rupee of turnover (KL/million ₹) (Water consumed / turnover)	**1.59**	**1.61**
Water discharge by destination and level of treatment (in kiloliters)		
(i) Into Surface water		
- No treatment	0.0	0.0
- With treatment – please specify the level of treatment	0.0	0.0
(ii) Into Groundwater		
- No treatment	0.0	0.0
- With treatment – please specify the level of treatment	0.0	0.0
(iii) Into Seawater		
- No treatment	0.0	0.0
- With treatment – please specify the level of treatment	0.0	0.0
(iv) Sent to third parties		
- No treatment	0.0	0.0
- With treatment – please specify the level of treatment	0.0	0.0
(v) Others		
- No treatment	0.0	0.0
- With treatment – please specify the level of treatment	202.6	71,640.3
Total water discharged (in kiloliters)	**202.6**	**71,640.3**

 # In FY 2025-26, water tracking has been expanded to cover all sites. Actual utility bill data has been used where available; for remaining sites, consumption has been estimated at 45 litres per person per day as per CGWA guidelines. In FY 2025–26, sites in India, Philippines, and Colombia located within managed office parks equipped with Sewage Treatment Plants (STPs) have been reported at zero discharge, as wastewater is treated on-premises. For sites in the USA and Jamaica, discharge has been estimated at 80% of water consumed.

** In FY 2024-25, Water consumption data for India reflects reporting from the Purva, Surya Wave, and Chamundi Tower sites; data for other India locations was not available for FY 2024–25. Data for all other geographies has been fully captured. Water discharge for FY 2024–25 has been estimated at 80% of total water consumed, in the absence of site-level discharge tracking.*

Note: If any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency: Not Applicable

2. Please provide details of total Scope 3 emissions & its intensity, in the following format:

Parameter		FY 2026	FY 2025
Total Scope 3 emissions (Break-up of the GHG into CO_2, CH_4, N_2O, HFCs, PFCs, SF_6, NF_3, if available)	Metric tonnes of CO_2 equivalent	33,966.8	33,165.0
Total Scope 3 emissions per rupee of turnover	tonnes of CO_2e/Million ₹	0.47	0.60

Note: If any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency: Not Applicable

3. With respect to the ecologically sensitive areas reported in Question 10 of the essential indicators above, provide details of the significant direct & indirect impact of the entity on biodiversity in such areas along with prevention and remediation activities.

Not Applicable as Sagility does not have operations around ecologically sensitive areas.

4. **If the entity has undertaken any specific initiative or used innovative technology or solutions to improve resource efficiency, or reduce impact due to emissions/effluent discharge/waste generated, please provide details of the same as well as the outcome of such initiatives:**

Sr. No.	Initiative undertaken	Details of the initiative (Web-link, if any, may be provided along with summary)	Outcome of the initiative

Sagility has not undertaken any specific initiatives or deployed innovative technologies in the current reporting period. However, we recognize the importance of integrating such measures into our operations and intend to evaluate relevant opportunities and potential interventions in the next reporting cycle.

5. **Does the entity have a business continuity and disaster management plan? Give details in 100 words/ web link.**

Yes. Sagility has instituted a comprehensive Business Continuity Management System (BCMS) aligned with ISO 22301:2019 and the Plan–Do–Check–Act framework to ensure operational resilience during crises. The program covers planning, implementing, monitoring, reviewing, and improving business continuity measures, supported by necessary resources, infrastructure, and trained personnel. A dedicated BCM organization oversees the maintenance and testing of Business Continuity and Crisis Management Plans, with defined roles at global, country, and site levels, including steering committees and recovery teams. BCMS elements are reviewed at least annually or upon significant changes, ensuring preparedness to meet stakeholder commitments during any disruption.

6. **Disclose any significant adverse impact to the environment, arising from the value chain of the entity. What mitigation or adaptation measures have been taken by the entity in this regard.**

Not applicable at present, as a comprehensive value chain assessment has not yet been undertaken.

7. **Percentage of value chain partners (by value of business done with such partners) that were assessed for environmental impacts.**

Sagility integrates environmental considerations into its supplier engagement and sourcing processes, with a focus on emissions reduction and climate-aligned practices. As part of this approach, the Company actively engages with suppliers demonstrating strong environmental stewardship and has identified approximately 131 suppliers aligned with the Science Based Targets initiative (SBTi). The SBTi-focused suppliers contributed to ~23.9 % of Sagility's total spend during the financial year, representing a significant share of sustainably sourced inputs.

8. **How many Green Credits have been generated or procured:**

   a. **By the listed entity**

   Sagility and its key value chain partners have not yet participated in Green Credit mechanisms; however, the Company is monitoring regulatory developments and exploring future participation.

   b. **By the top ten (in terms of value of purchases and sales, respectively) value chain partners**

   NIL.

Principle 7: Businesses, when engaging in influencing public and regulatory policy, should do so in a manner that is responsible and transparent

Essential Indicators

1 a. **Number of affiliations with trade and industry chambers/ associations.**

17

1 b. **List the top 10 trade and industry chambers/ associations (determined based on the total members of such body) the entity is a member of/ affiliated to.**

S. No.	Name of the trade and industry chambers/ associations	Reach of trade and industry chambers/ associations (State/National)	Geography
1	NASSCOM (National Association of Software and Service Companies)	National	IND
2	IT and Business Process Association of the Philippines	National	PH
3	Contact Center Association of the Philippines	National	PH
4	Healthcare Information Management Association of the Philippines	National	PH
5	People Management Association of the Philippines	National	PH
6	Health Plan Alliance	National	USA

S. No.	Name of the trade and industry chambers/ associations	Reach of trade and industry chambers/ associations (State/National)	Geography
7	America's Health Insurance Plans	National	USA
8	Healthcare Financial Management Association (HFMA)	National	USA
9	National Health Care Anti-Fraud Association (NHCAA)	National	USA
10	Nashville Healthcare Council	State and National	USA

2. Provide details of corrective action taken or underway on any issues related to anti-competitive conduct by the entity, based on adverse orders from regulatory authorities.

Name of authority	Brief of the case	Corrective action taken
No instances of anti-competitive conduct have been reported; hence, no corrective actions have been required or undertaken.		

Leadership Indicators

1. Details of public policy positions advocated by the entity:

S. No.	Public policy advocated	Method resorted for such advocacy	Whether information available in public domain? (Yes/No)	Frequency of Review by Board (Annually/ Half yearly/ Quarterly / Others – please specify)	Web Link, if available
1	National Association of Software and Service Companies (NASSCOM)	Through its memberships in various industry associations across India, the Philippines, and Jamaica, KMPs actively participate in events, conferences, webinars, and social media platforms intended for senior stakeholders. These platforms enable the Company to share industry insights and contribute to discussions that help shape the broader direction and future of the industry.	Not Available		
2	Contact Center Association of the Philippines (CCAP)				
3	IT and Business Process Association of the Philippines (IBPAP)				
4	Global Services Association of Jamaica (GSAJ)				

Principle 8: Businesses should promote inclusive growth and equitable development

Essential Indicators

1. Details of Social Impact Assessments (SIA) of projects undertaken by the entity based on applicable laws, in the current financial year.

Name and brief details of project	SIA Notification No.	Date of notification	Whether conducted by independent external agency (Yes / No)	Results communicated in public domain (Yes / No)	Relevant Web link
No projects requiring Social Impact Assessments (SIA) under applicable laws were undertaken by the entity during the current financial year.					

2. **Provide information on project(s) for which ongoing Rehabilitation and Resettlement (R&R) is being undertaken by your entity.**

S. No.	Name of Project for which R&R is ongoing	State	District	No. of Project Affected Families (PAFs)	% of PAFs covered by R&R	Amounts paid to PAFs in the FY (In ₹)
Not Applicable, as Sagility has not undertaken any projects involving Rehabilitation and Resettlement (R&R) during the reporting period.						

3. **Describe the mechanisms to receive and redress grievances of the community.**

Sagility has established a formal grievance redressal mechanism through its "Speak Up: Report a Concern" platform, accessible to community beneficiaries, NGO partners, employees, vendors, and other stakeholders. Concerns can be raised through multiple channels including a 24/7 online portal, regional helpline numbers, QR code access, and a dedicated escalation email, ensuring ease of access across geographies. All grievances received are reviewed confidentially by the Special Investigation Unit (SIU) and the Global Compliance & Privacy Office, with appropriate investigation and resolution processes in place.

4. **Percentage of input material (inputs to total inputs by value) sourced from suppliers:**

	FY 2026	FY 2025
Directly sourced from MSMEs/Small Producers (Global)	11.5%	13.0%
Directly from within India (Indian Operations)	98.6%	99.9%

5. **Job creation in smaller towns – Disclose wages paid to persons employed (including employees or workers employed on a permanent or non-permanent / on contract basis) in the following locations, as % of total wage cost.**

Location	FY 2026	FY 2025
Rural	0.0%	0.0%
Semi-urban	0.6%	1.0%
Urban	14.3%	16.0%
Metropolitan	85.1%	83.0%

Leadership Indicators

1. **Provide details of actions taken to mitigate any negative social impacts identified in the Social Impact Assessments.**

Details of negative social impact identified	Corrective action taken
Not applicable, as no Social Impact Assessments identifying negative social impacts were conducted during the reporting period.	

2. **Provide the following information on CSR projects undertaken by your entity in designated aspirational districts as identified by government bodies.**

S. No.	State	Aspirational District	Amount spent (In ₹)
1	Karnataka	Yadgir	4,38,846

3. (a) **Do you have a preferential procurement policy where you give preference to purchase from suppliers comprising marginalized /vulnerable groups? (Yes/No)**

Yes, the Company has established a procurement policy that promotes inclusive sourcing by encouraging participation from marginalized and vulnerable groups. The policy aims to provide equitable access to business opportunities for underrepresented suppliers, with preference accorded to such vendors when they are comparable to others across key evaluation criteria

(b) **From which marginalized /vulnerable groups do you procure?**

We actively engage with a diverse range of suppliers, including minority-owned, women-owned, disability-owned, veteran and disabled veteran-owned, LGBTQIA+-owned businesses, as well as small, medium, and micro enterprises (SMMEs). To ensure authenticity, relevant certifications are periodically reviewed and verified.

(c) **What percentage of total procurement (by value) does it constitute?**

In FY 2026, 13 % of total procurement spend was directed toward businesses owned by or representing marginalised and vulnerable groups, including LGBTQ-owned businesses, MSMEs, small businesses, and women-owned enterprises.

4. **Details of the benefits derived and shared from the intellectual properties owned or acquired by your entity (in the current financial year), based on traditional knowledge.**

S. No.	Intellectual Property based on traditional knowledge	Owned/ Acquired (Yes/No)	Benefit shared (Yes / No)	Basis of calculating benefit share
Not applicable, as Sagility does not own or acquire any intellectual property based on traditional knowledge.				

5. **Details of corrective actions taken or underway, based on any adverse order in intellectual property related disputes wherein usage of traditional knowledge is involved.**

Name of authority	Brief of the Case	Corrective action taken
Not applicable, as Sagility does not own or acquire any intellectual property based on traditional knowledge.		

6. **Details of beneficiaries of CSR Projects:**

Sr. No.	CSR Project	No. of persons benefitted from CSR Projects	% of beneficiaries from vulnerable and marginalized groups
1	Association of People with Disability - To train marginalized and economically disadvantaged youth with disabilities in skills development, provide support, and create opportunities for wage employment.	296	100%
2	"Unnati Foundation - To train and empower youth at for 35 days with a total of 300 hours training curriculum and guarantee jobs at the end of the training.	500	100%
3	Desai Foundation - To train women through vocational skills, entrepreneurship development, and financial literacy programs to enable assured income generation	541	100%
4	Nudge Foundation - Project InSight - Screen and correct Presbyopia among working-age adults to enhance productivity and quality of life	19,798	100%
5	Sports for Change - A) 'Sports for Change' Program – Engage children in government schools to build their health, fitness, and social-emotional skills, ensuring holistic development through sports and play. B) 'Sports Excellence Program' – Identify talented children in select sports (Kho Kho and Kabaddi) and provide them with structured training and competitive exposure at the mandal, district, state, and national levels.	3,200	100%
6	Saytrees Environment Trust - Urban Afforestation by creating Miyawaki forest by planting 5000 saplings	10,000	100%
7	Nirmaan Foundation - Support for ICU infrastructure + CPR training sessions at Victoria Hospital, Bengaluru.	4,430	100%

Principle 9: Businesses should engage with and provide value to their consumers in a responsible manner

Essential Indicators

1. **Describe the mechanisms in place to receive and respond to consumer complaints and feedback.**

Sagility has established structured mechanisms to receive and respond to consumer complaints and feedback as part of its commitment to client satisfaction and service excellence. The Company typically employs multiple channels such as dedicated customer service representatives dedicated to each client who receive and respond to client concerns, customer service helplines, email support, web portals, and feedback forms to ensure accessibility and responsiveness. Complaint incidents are logged into a centralized case management system, where they are categorized, tracked, and assigned to relevant teams for resolution and investigation. A well-defined escalation matrix ensures timely intervention at various levels, depending on the complexity or urgency of the issue. Additionally, Sagility emphasizes quality assurance and continuous improvement by regularly analysing complaint trends and feedback data to identify root causes and implement corrective actions, thereby enhancing overall service delivery.

2. Turnover of products and/ services as a percentage of turnover from all products/service that carry information about:

Category	As a percentage to total turnover
Environmental and social parameters relevant to the product	Not applicable, as we are a technology-enabled service provider.
Safe and responsible usage	
Recycling and/or safe disposal	

3. Number of consumer complaints in respect of the following:

	FY 2026			FY 2025		
	Received during the year	Pending resolution at the end of year	Remarks	Received during the year	Pending resolution at the end of year	Remarks
Data Privacy	NIL	NIL	-	NIL	NIL	-
Advertising	NIL	NIL	-	NIL	NIL	-
Cyber-Security	NIL	NIL	-	NIL	NIL	-
Delivery of Essential Services	NIL	NIL	-	NIL	NIL	-
Restrictive Trade Practices	NIL	NIL	-	NIL	NIL	-
Unfair Trade Practices	NIL	NIL	-	NIL	NIL	-

4. Details of instances of product recalls on account of safety issues:

	Number	Reasons for recall
Voluntary Recalls	Not applicable, as Sagility does not offer physical products.	
Forced Recalls		

5. Does the entity have a framework/ policy on cyber security and risks related to data privacy? (Yes/No) If available, provide a web-link of the policy.

Sagility has implemented a robust framework to manage cybersecurity risks and protect personal data. The Company's Global Privacy Policy reflects its commitment to safeguarding the personal information of clients, employees, and other stakeholders, and outlines the principles governing how data is collected, processed, stored, and shared in compliance with applicable data protection regulations.

These efforts are reinforced through a range of internal controls, structured incident response procedures, and risk management mechanisms that help identify potential threats early and respond effectively. Together, these measures support the protection of sensitive information while ensuring operational resilience and business continuity. Weblink- Global Privacy Policy

6. Provide details of any corrective actions taken or underway on issues relating to advertising, and delivery of essential services; cyber security and data privacy of customers; re-occurrence of instances of product recalls; penalty / action taken by regulatory authorities on safety of products / services.

During the reporting period, there were no penalties or Regulatory actions that were imposed. As part of its commitment to maintaining a strong security posture, Sagility has implemented industry-leading technologies and regularly reviews and enhances its cybersecurity processes and controls in line with global best practices. Supported by the Company's World Class Compliance Program (WCCP), Sagility has also established mechanisms for continuous monitoring and oversight to ensure compliance with regulatory and statutory requirements issued by CMS, as well as state and federal healthcare authorities.

7. Provide the following information relating to data breaches:

a.	Number of instances of data breaches	0
b.	Percentage of data breaches involving personally identifiable information of customers	0
c.	Impact, if any, of the data breaches	Not applicable, as there were no instances of data breaches

Leadership Indicators

1. **Channels / platforms where information on products and services of the entity can be accessed (provide web link, if available).**

   The information pertaining to our services is available on the corporate webpage, https://sagility.com/. In addition, we also use various digital and social media platforms for disseminating information related to our products and services.

2. **Steps taken to inform and educate consumers about safe and responsible usage of products and/or services**

   Not applicable, as Sagility provides backend technology-enabled services with no direct consumer-facing products requiring usage-related communication.

3. **Mechanisms in place to inform consumers of any risk of disruption/discontinuation of essential services.**

   As a backend technology-enabled business process management company, Sagility does not directly interface with end consumers and accordingly does not provide essential services requiring consumer-facing disruption communication. However, Sagility has established a structured Business Impact Analysis (BIA) process to assess and address potential risks of service disruption or discontinuation. The BIA identifies key accounts, lines of business, critical processes, and associated timeframes, evaluating the potential regulatory, reputational, strategic, customer, financial, and operational impacts. It also determines recovery and continuity objectives, applicable legal and contractual requirements, and dependencies across IT, data, facilities, people, infrastructure, and third parties. Impact levels are assessed from minor to critical, with defined outage tolerances and recovery objectives. This systematic approach ensures timely identification, assessment, and communication of risks to relevant stakeholders.

4. a) **Does the entity display product information on the product over and above what is mandated as per local laws? (Yes/No/Not Applicable) If yes, provide details in brief.**

   Not applicable, as Sagility does not offer physical products.

   b) **Did your entity carry out any survey with regard to consumer satisfaction relating to the major products / services of the entity, significant locations of operation of the entity or the entity as a whole? (Yes/No)**

   Yes. As a B2B healthcare business process management company, Sagility's consumers are institutional clients - payers, providers, and their partners rather than individual end consumers. Sagility conducts regular Customer Satisfaction (CSAT) surveys to assess client experience and service quality across its operations. These surveys are administered post-service delivery and cover key parameters such as satisfaction with issue resolution, communication clarity, and responsiveness.

   In FY 2026, the CSAT surveys were conducted through structured feedback mechanisms, allowing clients to rate their experience on a standardized satisfaction scale. In addition to quantitative scores, the surveys also included open-ended questions to capture specific feedback and identify areas for improvement.

   The insights gathered from these surveys are systematically reviewed by leadership teams to identify strengths, close service gaps, and drive continuous improvement across service lines and geographies. Sagility remains committed to enhancing client satisfaction and using these findings to inform strategic actions.

DNV

INDEPENDENT ASSURANCE STATEMENT

to the Management of Sagility Limited

Sagility Limited (Corporate Identity Number U72900KA2021PLC150054, hereafter referred to as 'Sagility' or 'the Company') commissioned DNV Business Assurance India Private Limited ('DNV', 'us' or 'we') to undertake an independent assurance of the Company's disclosures in Business Responsibility and Sustainability Report (hereafter referred as 'BRSR'). The disclosures include BRSR Core as per Annexure 17A of SEBI's Master Circular for BRSR (Master Circular No. HO/49/14/14(7)2025-CFD-POD2/I/3762/2026, dated January 30, 2026).

Our Conclusion:

On the basis of the assessment undertaken, nothing has come to our attention to suggest the BRSR Core Key Performance Indicators (KPIs) under 9 ESG attributes (as listed in Annexure I of this statement) do not properly adhere to the reporting requirements outlined in the Industry Standard on Reporting of BRSR Core.

Scope of Work and Boundary

The scope of our engagement includes independent assurance of 'BRSR Core' attributes for limited level of assurance for the Financial Year (FY) 2025-26.

Boundary covers the performance of Sagility operations that fall under the direct operational control of the Company's Legal structure. Based on the agreed scope with the Company, the boundary of limited assurance covers the operations of Sagility Limited across 9 locations in India and 14 International locations.

Reporting Criteria and Standards

The disclosures have been prepared by Sagility with reference to:

- Industry Standard on Reporting of BRSR Core, Circular No.: SEBI/HO/CFD/CFD-PoD-1/P/CIR/2024/177 dated Dec 20, 2024.
- BRSR Core (Annexure 17A) as per Master Circular No. HO/49/14/14(7)2025-CFD-POD2/I/3762/2026, "Master circular for compliance with the provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 by listed entities", dated January 30, 2026.
- Greenhouse Gas Protocol: A Corporate Accounting and Reporting Standard.

Assurance Methodology/Standard

This assurance engagement has been carried out in accordance with DNV's VeriSustain™ protocol, V6.0, which is based on our professional experience and international assurance practice, and the international standard in Assurance Engagements, ISAE 3000 (revised) - Assurance Engagements other than Audits or Reviews of Historical Financial Information. DNV's VeriSustain™ Protocol, V6.0 has been developed in accordance with the most widely accepted reporting and assurance standards. Apart from DNV's VeriSustain™ protocol (V6.0), DNV team has also followed ISO 14064-3 - Specification with guidance for the verification and validation of greenhouse gas statements to evaluate disclosures with respect to Greenhouse gases disclosures.

Basis of our conclusion

As part of our independent assurance engagement, we have evaluated the reported environmental, social, and governance (ESG) information against the agreed criteria. Throughout the engagement, we exercised professional judgment and maintained professional skepticism to support our assessment and the conclusions reached based on the limited assurance procedures performed.

As part of the assurance process, a multi-disciplinary team of assurance specialists performed assurance work for selected sites of Sagility. We carried out the following activities:

- Reviewed the disclosures under BRSR Core, encompassing the framework for assurance consisting of a set of Key Performance Indicators (KPIs) under 9 ESG attributes.
- Our focus included disclosures, management processes, and key ESG metrics specified under the BRSR Core. The Industry Standard on Reporting of BRSR Core used a basis of limited level of assurance.
- Understanding the key systems, processes and controls for collecting, managing and reporting the Key Performance Indicators (KPIs) of BRSR Core. Understand and test, on a sample basis to evaluate adherence to the reporting principles.
- Collect and evaluate documentary evidence and management representations supporting adherence to the reporting principles. We adopted a risk-based approach, that is, we concentrated our assurance efforts on the issues of high material relevance to the Company's

Our competence and Independence

DNV applies its own management standards and compliance policies for quality control, which are based on the principles enclosed within ISO/IEC 17029:2019- Conformity Assessment – General principles and requirements for validation and verification bodies and accordingly maintains a comprehensive system of quality control including documented policies and procedures regarding compliance with ethical requirements, professional standards, and applicable legal and regulatory requirements. DNV has complied with the Code of Conduct during the assurance engagement. DNV's established policies and procedures are designed to ensure that DNV, its personnel and, where applicable, others are subject to independence requirements (including personnel of other entities of DNV) and maintain independence where required by relevant ethical requirements.

This engagement work was carried out by an independent team of sustainability assurance professionals. During the reporting period i.e. FY 2025-26, DNV, to the best of its knowledge, was not involved in any non-audit/non-assurance work with the Company and its Group entities which could lead to any Conflict of Interest. DNV was not involved in the preparation of any statements or data included in the Report except for this Assurance Statement. DNV maintains complete impartiality toward stakeholders interviewed during the assurance process.

DNV

business and its key stakeholders.

- DNV audit team conducted on-site and remote audit for corporate office and sites. Sample based assessment of site-specific data disclosures was carried out. We were free to choose sites for conducting our assessment. Please refer to annexure II for more details.
- Verification of the consolidated reported performance disclosures in context to the Principle of Completeness as per VeriSustain™ Protocol, V6.0 for limited level of assurance for the disclosures.

Inherent Limitations

DNV's assurance engagement assume that the data and information provided by the Company to us as part of our review have been provided in good faith, is true, complete, sufficient, and authentic, and is free from material misstatements. The assurance scope has the following limitations:

- The assurance engagement considers an uncertainty of ±5% based on materiality threshold for estimation/measurement errors and omissions.
- DNV has not been involved in evaluation or assessment of any financial data/performance of the company. DNV's opinion on specific BRSR Core Attribute 8 on "Number of days of accounts payable", Attribute 9 "Open-ness of business" and all sections of BRSR core indicators where currency or INR has been applied relies on the third party audited financial reports of the Company. DNV does not take any responsibility of the financial data reported in the audited financial reports of the Company.
- The assessment is limited to data and information within the defined Reporting Period. Any data outside this period is not considered within the scope of assurance.
- Data outside the operations specified in the assurance boundary is excluded from the assurance, unless explicitly mentioned otherwise in this statement.
- The assurance does not cover the Company's statements that express opinions, claims, beliefs, aspirations, expectations, aims, or future intentions. Additionally, assertions related to Intellectual Property Rights and other competitive issues are beyond the scope of this assurance.
- The assessment does not include a review of the Company's strategy or other related linkages expressed in the Report. These aspects are not within the scope of the assurance engagement.
- The assurance does not extend to mapping the Report with reporting frameworks other than those specifically mentioned. Any assessments or comparisons with frameworks beyond the specified ones are not considered in this engagement.
- Aspects of the Report that fall outside the mentioned scope and boundary are not subject to assurance. The assessment is limited to the defined parameters.
- The assurance engagement does not include a review of legal compliances. Compliance with legal requirements is not within the scope of this assurance, and the Company is responsible for ensuring adherence to relevant laws.

Responsibility of the Company

Sagility has the sole responsibility for the preparation of the BRSR Report and is responsible for all information disclosed for BRSR Core 9 ESG attributes in BRSR Report. The company is responsible for maintaining processes and procedures for collecting, analyzing and reporting the information and also, ensuring the quality and consistency of the information presented in the Report. Sagility is also responsible for ensuring the maintenance and integrity of its website and any referenced BRSR disclosures on their website.

DNV's Responsibility

In performing this assurance work, DNV's responsibility is to the Management of the Company; however, this statement represents our independent opinion and is intended to inform the outcome of the assurance to the stakeholders of the Company. DNV disclaims any liability or co-responsibility for any decision a person or entity would make based on this assurance statement.

Use and distribution of Assurance Statement

This assurance statement, including our conclusion has been prepared solely for the exclusive use and benefit of management of the company and solely for the purpose for which it is provided. To the fullest extent permitted by law, DNV does not assume responsibility to anyone other than company for DNV's work or this assurance statement. We have not performed any work, and do not express any conclusion, on any other information that may be published outside of the Report and/or on Company's website for the current reporting period.

The use of this assurance statement shall be governed by the terms and conditions of the contract between DNV and the company. DNV does not accept any liability if this assurance statement is used for any purpose other than its intended use, nor does it accept liability to any third party in respect of this assurance statement.

For DNV Business Assurance India Private Limited,	
Sarkar, Chandan — Digitally signed by Sarkar, Chandan Date: 2026.07.17 18:29:08 +05'30'	Sharma, Anjana — Digitally signed by Sharma, Anjana Date: 2026.07.17 19:05:59 +05'30'
Chandan Sarkar Lead Verifier	**Anjana Sharma** Assurance Reviewer
Assurance Team: Mohanakrishnan R, Shilpa Swarnim, Poornachander Maratha, Suraiya Rahman, Sudharshan K	

17/07/2026, Bengaluru, India.

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Annexure I – BRSR Core Verified Data

Stipulated as per BRSR Core provided by the company

Sr. No.	Attribute	Parameter	Unit of Measures	Verified Value for FY 2025-26
1	**Green-house gas (GHG) footprint**	Total Scope 1 emissions (Break-up of the GHG into CO_2e, CH4, N2O, HFCs, PFCs, SF6, NF3, if available)	Total emissions (tCO_2e)	715.6
		Total Scope 2 emissions (Break-up of the GHG (CO_2e) into CO2, CH4, N2O, HFCs, PFCs, SF6, NF3, if available)- *Location Based*	Total emissions (tCO_2e) *Location Based*	17,653.8
		Total Scope 1 and Scope 2 emission intensity per rupee of turnover	tCO_2e/Total Revenue from Operations in Million INR	0.26
		Total Scope 1 and Scope 2 emission intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP)	tCO_2e / Total Revenue from Operations adjusted for PPP in Million USD	5.19
2	**Water footprint**	Total water consumption	kL	1,59,329.2[1]
		Water consumption intensity	KL / Total Revenue from Operations in Million INR	2.22
			kL / Total Revenue from Operations adjusted for PPP in Million USD	45.06
		Water Discharge by destination and levels of Treatment	kL	13,355.1[2]
3	**Energy footprint**	Total energy consumed	Giga Joules (GJ)	91143.8
		% of energy consumed from renewable sources	In % terms	0
		Energy intensity	GJ/ Total Revenue from Operations in Million INR	1.27
			GJ/ Total Revenue from Operations adjusted for PPP in Million USD	25.77
4	**Embracing circularity - details related to waste management by the entity**	Plastic waste (A)	MT	48.1
		E-waste (B)	MT	11.1
		Bio-medical waste (C)	MT	0
		Construction and demolition waste (D)	MT	0
		Battery waste (E)	MT	5.6
		Radioactive waste (F)	MT	0
		Other Hazardous waste (G)	MT	0
		Total Non-Hazardous Waste (H)	MT	366.4
		Total (A+B + C + D + E + F + G+ H)	MT	431.2[3]
		Waste intensity per rupee of turnover from operations	Metric tonnes /Total Revenue from Operations in Million INR	0.006
		Waste intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP)	Total waste generated in MT/ Revenue from operations adjusted for PPP in Million USD	0.12
		For each category of waste generated, total waste recovered through recycling, re-using or other recovery operations		
		(i) Recycled	MT	53.5
		(ii) Re-used	MT	0
		(iii) other recovery operations	MT	109.4
		Total waste in recovered	MT	162.9
		For each category of waste generated, total waste disposed of by nature of disposal method		
		(i) Incineration	MT	0
		(ii) Landfilling	MT	268.3
		(iii) Other disposal options	MT	0
		Total waste in disposed	MT	268.3

1 Sagility reports its water consumption data based on actual utility consumption records wherever it was available; and for those locations without site-specific consumption data, water use was estimated by Sagility based on a consumption factor of 45 litres per person per day, in line with Central Ground Water Authority (CGWA) guidelines.
2 Sagility has reported zero liquid discharge for facilities located in India, Philippines, and Colombia that operate within managed office parks equipped with Sewage Treatment Plants (STPs), where wastewater is treated on-site. For facilities in the USA and Jamaica, in the absence of site-level monitoring and discharge measurement data, water discharge has been estimated by applying an assumption that 80% of water consumed is discharged as wastewater.
3 Sagility reports its Waste generation & waste disposal is limited only for locations India, Philippines and Columbia

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Page **4** of **4**

5	**Enhancing Employee Wellbeing and Safety**	Spending on measures towards well-being of employees and workers – cost incurred as a % of total revenue of the company	In % terms	2.3
		Details of safety related incidents for employees and workers (including contract-workforce e.g. workers in the company's sites)	Number of Permanent Disabilities	Employees - 0 Workers - 0
			Lost Time Injury Frequency Rate (LTIFR) (per one million-person hours worked)	Employees - 0.073 Workers - 0
			No. of fatalities	Employees - 0 Workers - 0
6	**Enabling Gender Diversity in Business**	Gross wages paid to females as % of wages paid	In % terms	63.7
		Complaints on POSH	Total Complaints on Sexual Harassment (POSH) reported	20
			Complaints on POSH as a % of female employees / workers	0.2
			Complaints on POSH upheld	9
7	**Enabling Inclusive Development**	Input material sourced from following sources as % of total purchases –and from within India	Directly sourced from MSMEs/ small producers (In % terms – As % of total purchases by value)	11.5
			Sourced directly from within India	98.6
		Job creation in smaller towns – Wages paid to persons employed in smaller towns (permanent or non-permanent /on contract) as % of total wage cost	**Location**	
			Rural	0
			Semi-urban	0.6
			Urban	14.3
			Metropolitan	85.1
8	**Fairness in Engaging with Customers and Suppliers**	Instances involving loss / breach of data of customers as a percentage of total data breaches or cyber security events	In % terms	0
		Number of days of accounts payable	(Accounts payable *365) / Cost of goods/services procured	71.31
9	**Open-ness of business**	Concentration of purchases & sales done with trading houses, dealers, and related parties Loans and advances & investments with related parties	Purchases from trading houses as % of total purchases	NA[4]
			Number of trading houses where purchases are made from	
			Purchases from top 10 trading houses as % of total purchases from trading houses	
			Sales to dealers / distributors as % of total sales	
			Number of dealers / distributors to whom sales are made	
			Sales to top 10 dealers / distributors as % of total sales to dealers / distributors	
			Share of RPTs (as %) in	
			Purchases	1.43
			Sales	NIL
			Loans & advances	NIL
			Investments	NIL

Annexure II – Sites selected for audits

S.no	Site	Location
1.	Corporate Office (onsite audit)	Bangalore (Corporate Office - AMR Tech Park 1 & 2A)
2.	Site Location (onsite audit)	Hyderabad (Purva); Coimbatore (KCT Tech Park), Philippines (Plaza E, Zeta and Giga tower); Bangalore (Global City, Surya Wave)
3.	Site Location (remote audit)	Jamaica (Angles , Constant Spring 2)

4 Not applicable, as Sagility does not engage with trading houses or dealers for purchases, sales, loans, or investments

Independent Auditor's Report

To
The Members of
Sagility Limited
(formerly known as Sagility India Limited and prior to that, Sagility India Private Limited)

Report on the Audit of the Standalone Financial Statements

OPINION

We have audited the standalone financial statements of Sagility Limited (formerly known as Sagility India Limited and prior to that, Sagility India Private Limited) (the "Company") which comprise the standalone balance sheet as at 31 March 2026, and the standalone statement of profit and loss (including other comprehensive income), standalone statement of changes in equity and standalone statement of cash flows for the year then ended, and notes to the standalone financial statements, including material accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Companies Act, 2013 ("Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31 March 2026, and its profit and other comprehensive loss, changes in equity and its cash flows for the year ended on that date.

BASIS FOR OPINION

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

KEY AUDIT MATTER(S)

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

Taxation in India

Refer to material accounting policies Note 3.12 and Note 35 and 43 in the standalone financial statements

The key audit matter	How the matter was addressed in our audit
Tax laws in India are subject to interpretation. While estimating the tax expenses, the Company exercises significant judgment in taxation matters by evaluating: • the most likely outcome of uncertain tax positions; • transfer pricing implications for transactions with related parties; and • the impact of demand orders / notices received from the respective tax authorities. These taxation matters have a significant impact on the accounting and disclosures in the standalone financial statements. Considering the significant judgement and estimation involved in determining the likelihood and timing of cash outflows and interpretations of tax legislations, this is considered to be a key audit matter.	In view of the significance of the matter, we performed the following audit procedures in this area, amongst others, to obtain sufficient appropriate audit evidence: • Evaluated the key tax litigations / demands, uncertain tax positions and the potential tax exposures • Tested the design, implementation and operating effectiveness of the internal controls relating to the Company's assessment of the most likely outcome of uncertain tax positions and tax litigations / demands, evaluation of arms' length pricing for related party transactions and accounting / disclosures in the standalone financial statements. • We, along with our internal tax experts : i. analysed key correspondences and consultations carried out by the Company including with their external tax experts for key tax litigations / demands, uncertain tax positions and arms' length pricing for related party transactions;

The key audit matter	How the matter was addressed in our audit
	ii. inquired with the designated management personnel and external tax experts to evaluate key assumptions in estimating the most likely outcome of the uncertain tax positions and other tax litigations / demands; iii. evaluated the status of the recent tax assessments / inquiries, results of previous tax assessments, legal precedence/ judicial rulings and changes in the tax environment. This is performed to assess and challenge the Company's estimate of the most likely outcome of the key tax litigations / demands and uncertain tax positions; and iv. evaluated the transfer pricing documentation basis which the related party transactions were concluded to be at arms' length and in compliance with the applicable transfer pricing regulations. • Evaluated the competence, capabilities and objectivity of the independent external specialist engaged by the Company. • Verified the presentation and disclosures in the standalone financial statements in compliance with the applicable accounting standards.

OTHER INFORMATION

The Company's Management and Board of Directors are responsible for the other information. The other information comprises the information included in the Company's annual report, but does not include the financial statements and auditor's report thereon. The Company's annual report is expected to be made available to us after the date of this auditor's report.

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

In connection with our audit of the standalone financial statements, our responsibility is to read the other information identified above when it becomes available and, in doing so, consider whether the other information is materially inconsistent with the standalone financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated.

When we read the annual report, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance and take necessary actions, as applicable under the relevant laws and regulations.

MANAGEMENT'S AND BOARD OF DIRECTORS' RESPONSIBILITIES FOR THE STANDALONE FINANCIAL STATEMENTS

The Company's Management and Board of Directors are responsible for the matters stated in Section 134(5) of the Act with respect to the preparation of these standalone financial statements that give a true and fair view of the state of affairs, profit/ loss and other comprehensive income, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under Section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

The Board of Directors is also responsible for overseeing the Company's financial reporting process.

AUDITOR'S RESPONSIBILITIES FOR THE AUDIT OF THE STANDALONE FINANCIAL STATEMENTS

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

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

- Identify and assess the risks of material misstatement of the standalone financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Management and Board of Directors.
- Conclude on the appropriateness of the Management and Board of Directors use of the going concern basis of accounting in preparation of standalone financial statements 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 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 standalone financial statements, including the disclosures, and whether the standalone financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

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

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

REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order") issued by the Central Government of India in terms of Section 143(11) of the Act, we give in the "Annexure A" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

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

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

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

   c. The standalone balance sheet, the standalone statement of profit and loss (including other comprehensive income), the standalone statement of changes in equity and the standalone statement of cash flows dealt with by this Report are in agreement with the books of account.

d. In our opinion, the aforesaid standalone financial statements comply with the Ind AS specified under Section 133 of the Act.

e. On the basis of the written representations received from the directors as on 1 April 2026 taken on record by the Board of Directors, none of the directors is disqualified as on 31 March 2026 from being appointed as a director in terms of Section 164(2) of the Act.

f. The modification relating to the maintenance of accounts and other matters connected therewith are as stated in paragraph 2(A)(b) above on reporting under Section 143(3)(b) of the Act and paragraph 2B(f) below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014.

g. With respect to the adequacy of the internal financial controls with reference to financial statements of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B".

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

a. The Company has disclosed the impact of pending litigations as at 31 March 2026 on its financial position in its standalone financial statements - Refer Note 43 to the standalone financial statements.

b. The Company has made provision, as required under the applicable law or accounting standards, for material foreseeable losses, if any, on long-term contracts including derivative contracts – Refer Note 22 and 25 to the standalone financial statements.

c. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company during the year ended 31 March 2026.

d. (i) The management of the Company has represented to us that, to the best of their knowledge and belief, as disclosed in Note 47 to the standalone financial statements, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other persons or entities, including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall:

- directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or
- provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(ii) The management of the Company has represented to us that, to the best of their knowledge and belief, as disclosed in Note 47 to the standalone financial statements, no funds have been received by the Company from any persons or entities, including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall:

- directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Parties ("Ultimate Beneficiaries"); or
- provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

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

e. The interim dividend declared and paid by the Company during the year and until the date of this audit report is in accordance with Section 123 of the Act.

As stated in Note 50 to the standalone financial statements, the Board of Directors of the Company have proposed final dividend for the year which is subject to the approval of the members at the ensuing Annual General Meeting. The dividend declared is in accordance with Section 123 of the Act to the extent it applies to declaration of dividend.

f. Based on our examination which included test checks, except for the instance mentioned below, the Company has used accounting softwares for maintaining its books of account, which have a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the respective software:

– The Company uses an accounting software for revenue recognition purposes. During the period from 1 May 2025 to 3 November 2025, the feature of recording audit trail (edit log) facility was not enabled in such accounting software at the database layer.

Further, where audit trail (edit log) facility was enabled and operated throughout the year for the respective accounting software, we did not come across any instance of the audit trail feature being tampered with.

Additionally, where audit trail (edit log) facility was enabled during the previous years, the audit trail has been preserved by the Company as per the statutory requirements for record retention.

A. With respect to the matter to be included in the Auditor's Report under Section 197(16) of the Act:

In our opinion and according to the information and explanations given to us, the remuneration paid during the current year by the Company to its directors is in accordance with the provisions of Section 197 of the Act. The remuneration paid to any director by the Company is not in excess of the limits laid down under Section 197 of the Act. The Ministry of Corporate Affairs has not prescribed other details under Section 197(16) of the Act which are required to be commented upon by us.

For **B S R & Co. LLP**
Chartered Accountants
Firm's Registration No.: 101248W/W-100022

Hemanth Bhasin
Partner
Membership No.: 235040
ICAI UDIN: 26235040ECFTAN5589

Place: Bangalore
Date: 12 May 2026

Annexure A to the Independent Auditor's Report

on the Standalone Financial Statements of Sagility Limited (formerly known as Sagility India Limited and prior to that, Sagility India Private Limited) for the year ended 31 March 2026

(REFERRED TO IN PARAGRAPH 1 UNDER 'REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS' SECTION OF OUR REPORT OF EVEN DATE)

(i) (a) (A) The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment and relevant details of Right of Use assets.

(B) The Company has maintained proper records showing full particulars of intangible assets.

(b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has a regular program of physical verification of its Property, Plant and Equipment and Right of Use assets by which all the assets are verified in a phased manner over a period of three years. In accordance with this program, certain property, plant and equipment and right of use assets were verified during the year. In our opinion, this periodicity of physical verification is reasonable having regard to the size of the Company and the nature of its assets. No material discrepancies were noticed on such verification.

(c) The Company does not have any immovable property (other than immovable properties where the Company is the lessee and the lease agreements are duly executed in favour of the lessee). Accordingly, clause 3(i)(c) of the Order is not applicable.

(d) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not revalued its Property, Plant and Equipment (including Right of Use assets) or intangible assets or both during the year.

(e) According to the information and explanations given to us and on the basis of our examination of the records of the Company, there are no proceedings initiated or pending against the Company for holding any benami property under the Prohibition of Benami Property Transactions Act, 1988 and rules made thereunder.

(ii) (a) The Company is a service company, primarily rendering business process management related services. Accordingly, it does not hold any physical inventories. Accordingly, clause 3(ii)(a) of the Order is not applicable.

(b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has been sanctioned working capital limits in excess of five crore rupees, in aggregate, from banks or financial institutions on the basis of security of current assets. In our opinion, the quarterly returns or statements filed by the Company with such banks or financial institutions are in agreement with the books of account of the Company.

(iii) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not provided guarantee or security or granted any loans, secured or unsecured to companies, firms, limited liability partnerships or any other parties during the year. The Company has made investments in other parties during the year, in respect of which the requisite information is as below. The Company has not made any investments in any companies, firms and limited liability partnerships during the year. The Company has granted unsecured advances in the nature of loans to other parties during the year, in respect of which the requisite information is as below. The Company has not granted any secured advances in the nature of loans to other parties during the year. The Company has not granted advances in the nature of loans, secured or unsecured to any companies, firms and limited liability partnerships during the year.

(a) A. Based on the audit procedures carried on by us and as per the information and explanations given to us, the Company has not given any loans or advances in the nature of loans or stood guarantee or provided security to subsidiaries. The Company does not hold any investment in any joint ventures or associates.

B. Based on the audit procedures carried on by us and as per the information and explanations given to us, the Company has granted unsecured advances in the nature of loans to parties other than subsidiaries as listed below.

(Rs. in millions)

Particulars	Guarantees	Security	Loans	Advances in nature of loans (Employee advances)
Aggregate amount during the year Subsidiaries*	-	-	-	-
Others	-	-	-	23.67
Balance outstanding as at balance sheet date Subsidiaries*	-	-	-	-
Others	-	-	-	19.25

*As defined under Companies Act, 2013

(b) According to the information and explanations given to us and based on the audit procedures conducted by us, in our opinion the investments made during the year and the terms and conditions of the advances in the nature of loans granted during the year are not prejudicial to the interests of the Company.

(c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, in the case of interest free advances in the nature of loans given, the repayment of principal has been stipulated and the repayments or receipts have been regular.

(d) According to the information and explanations given to us and on the basis of our examination of the records of the Company, there is no overdue amount for more than ninety days in respect of advances in the nature of loans given.

(e) According to the information and explanations given to us and on the basis of our examination of the records of the Company, there is no advance in the nature of loan granted falling due during the year, which has been renewed or extended or fresh loans granted to settle the overdues of existing loans given to same parties.

(f) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not granted any advances in the nature of loans either repayable on demand or without specifying any terms or period of repayment.

(iv) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not given any loans, or provided any guarantee or security as specified under Section 185 and 186 of the Companies Act, 2013 ("the Act"). In respect of the investments made by the Company, in our opinion the provisions of Section 186 of the Act have been complied with.

(v) The Company has not accepted any deposits or amounts which are deemed to be deposits from the public. Accordingly, clause 3(v) of the Order is not applicable.

(vi) According to the information and explanations given to us, the Central Government has not prescribed the maintenance of cost records under Section 148(1) of the Act for the services rendered by it. Accordingly, clause 3(vi) of the Order is not applicable.

(vii) (a) The Company does not have liability in respect of Service tax, Duty of excise, Sales tax and Value added tax during the year since effective 1 July 2017, these statutory dues has been subsumed into GST.

According to the information and explanations given to us and on the basis of our examination of the records of the Company, in our opinion, the undisputed statutory dues including Goods and Service Tax, Provident Fund, Employees State Insurance, Income-Tax, Duty of Customs or Cess or other statutory dues have generally been regularly deposited by the Company with the appropriate authorities.

According to the information and explanations given to us and on the basis of our examination of the records of the Company, no undisputed amounts payable in respect of Goods and Service Tax, Provident Fund, Employees State Insurance, Income-Tax, Duty of Customs or Cess or other statutory dues were in arrears as at 31 March 2026 for a period of more than six months from the date they became payable.

(b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, statutory dues relating to Goods and Service Tax, Provident Fund, Employees State Insurance, Income-Tax, Duty of Customs or Cess or other statutory dues which have not been deposited on account of any dispute are as follows:

Name of the statute	Nature of the dues	Amount* (Rs. in millions)	Period to which the amount relates (Financial Year)	Forum where dispute is pending
Income Tax Act, 1961	Income tax	281.04	2021-22	Income Tax Appellate Tribunal
Income Tax Act, 1961	Income tax	476.94	2022-23	Commissioner of Income Tax (Appeals)
Goods and Services Tax Act, 2017	Goods and Service Tax	49.60	2022-23	Deputy Commissioner of Commercial Taxes (Audit)

** Net of amounts paid under protest amounting to Rs. 70.26 million.*

(viii) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not surrendered or disclosed any transactions, previously unrecorded as income in the books of account, in the tax assessments under the Income Tax Act, 1961 as income during the year.

(ix) (a) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not defaulted in repayment of loans and borrowing or in the payment of interest thereon to any lender.

(b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not been declared a wilful defaulter by any bank or financial institution or government or government authority.

(c) In our opinion and according to the information and explanations given to us by the management, the Company has not obtained any term loans during the year and the term loans obtained in the previous periods were fully utilised in the respective periods. Accordingly, clause 3(ix)(c) of the Order is not applicable.

(d) According to the information and explanations given to us and on an overall examination of the standalone financial statements of the Company, we report that no funds raised on short-term basis have been used for long-term purposes by the Company.

(e) According to the information and explanations given to us and on an overall examination of the standalone financial statements of the Company, we report that the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries as defined under the Act.

(f) According to the information and explanations given to us and procedures performed by us, we report that the Company has not raised loans during the year on the pledge of securities held in its subsidiaries (as defined under the Act).

(x) (a) The Company has not raised any moneys by way of initial public offer or further public offer (including debt instruments). Accordingly, clause 3(x)(a) of the Order is not applicable.

(b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year. Accordingly, clause 3(x)(b) of the Order is not applicable.

(xi) (a) During the course of our examination of the books and records of the Company and according to the information and explanations given to us, no fraud by the Company or on the Company has been noticed or reported during the year.

(b) According to the information and explanations given to us, no report under sub-section (12) of Section 143 of the Act has been filed by the auditors in Form ADT-4 as prescribed under Rule 13 of the Companies (Audit and Auditors) Rules, 2014 with the Central Government.

(c) We have taken into consideration the whistle blower complaints received by the Company during the year while determining the nature, timing and extent of our audit procedures.

(xii) According to the information and explanations given to us, the Company is not a Nidhi Company. Accordingly, clause 3(xii) of the Order is not applicable.

(xiii) In our opinion and according to the information and explanations given to us, the transactions with related parties are in compliance with Section 177 and 188 of the Act, where applicable, and the details of the related party transactions have been disclosed in the standalone financial statements as required by the applicable accounting standards.

(xiv) (a) Based on information and explanations provided to us and our audit procedures, in our opinion, the Company has an internal audit system commensurate with the size and nature of its business.

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

(xv) In our opinion and according to the information and explanations given to us, the Company has not entered into any non-cash transactions with its directors or persons connected to its directors and hence, provisions of Section 192 of the Act are not applicable to the Company.

(xvi) (a) The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, clause 3(xvi)(a) of the Order is not applicable.

(b) The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, clause 3(xvi)(b) of the Order is not applicable.

(c) The Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India. Accordingly, clause 3(xvi)(c) of the Order is not applicable.

(d) The Company is not part of any group to which the provisions of the Core Investment Companies (Reserve Bank) Directions, 2016 as amended, are applicable. Accordingly, the requirements of clause 3(xvi)(d) are not applicable.

(xvii) The Company has not incurred cash losses in the current and in the immediately preceding financial year.

(xviii) There has been no resignation of the statutory auditors during the year. Accordingly, clause 3(xviii) of the Order is not applicable.

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

(xx) In our opinion and according to the information and explanations given to us, there is no unspent amount under sub-section (5) of Section 135 of the Act pursuant to any project. Accordingly, clauses 3(xx)(a) and 3(xx)(b) of the Order are not applicable.

For **B S R & Co. LLP**
Chartered Accountants
Firm's Registration No.:101248W/W-100022

Hemanth Bhasin
Partner
Membership No.: 235040
ICAI UDIN:26235040ECFTAN5589

Place: Bangalore
Date: 12 May 2026

Annexure B to the Independent Auditor's Report

on the standalone financial statements of Sagility Limited (formerly known as Sagility India Limited and prior to that, Sagility India Private Limited) for the year ended 31 March 2026

REPORT ON THE INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO THE AFORESAID STANDALONE FINANCIAL STATEMENTS UNDER CLAUSE (I) OF SUB-SECTION 3 OF SECTION 143 OF THE ACT

(Referred to in paragraph 2(A)(g) under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

Opinion

We have audited the internal financial controls with reference to financial statements of Sagility Limited (formerly known as Sagility India Limited and prior to that, Sagility India Private Limited) ("the Company") as of 31 March 2026 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

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

Management's and Board of Directors' Responsibilities for Internal Financial Controls

The Company's Management and the Board of Directors are responsible for establishing and maintaining internal financial controls based on the internal financial controls with reference to financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

Auditor's Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls with reference to financial statements based on our audit. We conducted our audit in accordance with the Guidance Note and the Standards on Auditing, prescribed under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls with reference to financial statements. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to financial statements were established and maintained and if such controls operated effectively in all material respects.

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

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

Meaning of Internal Financial Controls with Reference to Financial Statements

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

Inherent Limitations of Internal Financial Controls with Reference to Financial Statements

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

For **B S R & Co. LLP**
Chartered Accountants
Firm's Registration No.: 101248W/W-100022

Hemanth Bhasin
Partner
Membership No.: 235040
ICAI UDIN: 26235040ECFTAN5589

Place: Bangalore
Date: 12 May 2026

Standalone Balance Sheet

as at 31st March 2026

(All amounts are in Indian Rupees millions, unless otherwise stated)

Particulars	Notes	As at 31st March 2026	As at 31st March 2025
ASSETS			
Non-current assets			
Property, plant and equipment	4	1,339.34	1,085.36
Capital-work-in-progress	4	0.00	0.07
Right-of-use assets	5	1,923.42	2,091.30
Goodwill	6	20,993.22	20,993.22
Other intangible assets	7	7.34	16.53
Intangible assets under development	7	36.74	-
Financial assets			
- Investments	8	78,129.74	78,129.74
- Other financial assets	9	353.71	314.81
Deferred tax assets (net)	33	1,207.04	982.44
Other tax assets (net)	10	107.51	7.69
Other non-current assets	11	81.06	75.93
Total Non-current assets		**1,04,179.12**	**1,03,697.09**
Current assets			
Financial assets			
- Investments	12	3,073.38	-
- Trade receivables	13	5,093.26	8,895.97
- Cash and cash equivalents	14	893.43	899.44
- Bank balances other than cash and cash equivalents	15	2,100.00	-
- Other financial assets	16	156.51	236.39
Other current assets	17	938.20	950.41
Total Current assets		**12,254.78**	**10,982.21**
Total Assets		**1,16,433.90**	**1,14,679.30**
EQUITY AND LIABILITIES			
Equity			
Equity share capital	18	46,792.74	46,792.74
Other equity			
a) Securities premium	19	50,523.71	50,523.71
b) Other components of equity	19	6,939.18	4,380.92
Total Equity		**1,04,255.63**	**1,01,697.37**
Liabilities			
Non-current liabilities			
Financial liabilities			
- Borrowings	20	-	5,670.42
- Lease liabilities	21	1,580.36	1,770.98
- Other financial liabilities	22	101.31	4.46
Provision for employee benefit obligations	23	857.18	413.70
Total Non-current liabilities		**2,538.85**	**7,859.56**
Current liabilities			
Financial liabilities			
- Borrowings	20	5,775.73	2,499.14
- Lease liabilities	21	513.98	420.89
- Trade payables	24		
Total outstanding dues to micro enterprises and small enterprises;		242.65	135.14
Total outstanding dues to creditors other than micro enterprises and small enterprises		517.79	601.26
- Other financial liabilities	25	1,790.29	787.44
Other current liabilities	26	202.31	220.76
Provision for employee benefit obligations	27	596.54	454.04
Current tax liabilities (net)	28	0.13	3.70
Total Current liabilities		**9,639.42**	**5,122.37**
Total Liabilities		**12,178.27**	**12,981.93**
Total Equity and Liabilities		**1,16,433.90**	**1,14,679.30**

The accompanying notes are an integral part of these standalone financial statements.
Summary of material accounting policy information 3

As per our report of even date

for B S R & Co. LLP
Chartered Accountants
Firm registration number: 101248W/W-100022

Hemanth Bhasin
Partner
Membership No: 235040

Place: Bengaluru
Date : 12th May 2026

for and on behalf of the Board of Directors of
Sagility Limited
(formerly known as Sagility India Limited and prior to that Sagility India Private Limited)

Anil Kumar Chanana
Director
DIN-00466197
Place: Gurugram

Ramesh Gopalan
Managing Director and Group Chief Executive Officer
DIN-00636524
Place: Bengaluru

Srinivas Rathnam Mattapalli
Group Chief Financial Officer

Place: Bengaluru
Date : 12th May 2026

Satishkumar Sakharayapattana Seetharamaiah
Company Secretary and Compliance Officer
ACS16008
Place: Bengaluru

Standalone Statement of Profit and Loss

for the year ended 31st March 2026

(All amounts are in Indian Rupees millions, unless otherwise stated)

Particulars	Notes	For the year ended 31st March 2026	For the year ended 31st March 2025
Income			
Revenue from operations	29	19,708.94	17,166.85
Other income	30	712.62	505.03
Total income		**20,421.56**	**17,671.88**
Expenses			
Employee benefits expense	31	10,456.01	9,358.39
Other expenses	34	3,466.42	2,689.48
Total expenses		**13,922.43**	**12,047.87**
Earnings before interest expense, taxes, depreciation and amortisation		**6,499.13**	**5,624.01**
Finance costs	32	728.61	932.76
Depreciation and amortisation expense	33	862.53	991.75
		1,591.14	**1,924.51**
Profit before exceptional items		**4,907.99**	**3,699.50**
Less: Exceptional Item	49	328.23	-
Profit before tax		**4,579.76**	**3,699.50**
Tax expense:	35		
Current tax		1,030.07	827.56
Deferred tax		41.77	157.12
Total tax expense		**1,071.84**	**984.68**
Profit for the year		**3,507.92**	**2,714.82**
Other Comprehensive Income (OCI)			
Items that will not be reclassified subsequently to the statement of profit and loss			
Re-measurements gains/ (losses) on defined employee benefit plans		(102.11)	(50.13)
Income tax effect of the above		25.70	12.62
Items that will be reclassified subsequently to the statement of profit and loss			
Change in fair value of derivatives designated as cash flow hedges (net) (A)		(952.05)	(91.74)
Income tax effect on (A) above		240.66	22.19
Other comprehensive income /(loss) for the year, net of tax		**(787.80)**	**(107.06)**
Total comprehensive income for the year		**2,720.12**	**2,607.76**
Earnings per equity share (par value ₹ 10 per share) for the year	36		
- Basic (₹)		0.75	0.59
- Diluted (₹)		0.75	0.59

The accompanying notes are an integral part of these standalone financial statements.

Summary of material accounting policy information 3

As per our report of even date

for B S R & Co. LLP
Chartered Accountants
Firm registration number: 101248W/W-100022

Hemanth Bhasin
Partner
Membership No: 235040

Place: Bengaluru
Date : 12th May 2026

for and on behalf of the Board of Directors of
Sagility Limited
(formerly known as Sagility India Limited and prior to that Sagility India Private Limited)

Anil Kumar Chanana
Director
DIN-00466197
Place: Gurugram

Ramesh Gopalan
Managing Director and Group Chief Executive Officer
DIN-00636524
Place: Bengaluru

Srinivas Rathnam Mattapalli
Group Chief Financial Officer

Place: Bengaluru
Date : 12th May 2026

Satishkumar Sakharayapattana Seetharamaiah
Company Secretary and Compliance Officer
ACS16008
Place: Bengaluru

Standalone Statement of Changes in Equity

for the year ended 31st March 2026

(All amounts are in Indian Rupees millions, unless otherwise stated)

A. Equity share capital

Equity shares of ₹ 10 each, subscribed and fully paid-up *	No. of shares	Amount
Balance As at 01st April 2025	4,68,13,28,413	46,792.74
Changes in equity share capital due to prior period error	-	-
Changes in equity share capital during the year	-	-
Balance As at 31st March 2026	**4,68,13,28,413**	**46,792.74**
Balance As at 01st April 2024	4,28,73,36,495	42,852.82
Changes in equity share capital due to prior period error	-	-
Changes in equity share capital during the year	39,39,91,918	3,939.92
Balance As at 31st March 2025	**4,68,13,28,413**	**46,792.74**

* Refer note 18 for detailed information.

B. Other equity

Particulars	Note	Reserves and surplus			Items of Other comprehensive income	Total
		Share based payment reserve	Retained earnings	Securities premium	Effective portion of cashflow hedge	
Balance As at 01st April 2025		**719.35**	**3,699.63**	**50,523.71**	**(38.06)**	**54,904.63**
Profit for the year		-	3,507.92	-	-	3,507.92
Other comprehensive income / (loss), net of tax		-	(76.41)	-	(711.39)	(787.80)
Total comprehensive income / (loss) for the year		**-**	**3,431.51**	**-**	**(711.39)**	**2,720.12**
Expenses relating to share based payment awards		72.21	-	-	-	72.21
Transactions with owners in their capacity as owners:						
Dividends	19		(234.07)	-	-	(234.07)
Balance As at 31st March 2026		**791.56**	**6,897.07**	**50,523.71**	**(749.45)**	**57,462.89**

Standalone Statement of Changes in Equity

for the year ended 31st March 2026

(All amounts are in Indian Rupees millions, unless otherwise stated)

Particulars	Note	Reserves and surplus			Items of Other comprehensive income	Total
		Share based payment reserve	Retained earnings	Securities premium	Effective portion of cashflow hedge	
Balance As at 01st April 2024		**-**	**1,022.32**	**43,241.01**	**31.49**	**44,294.82**
Profit for the year		-	2,714.82	-	-	2,714.82
Other comprehensive income / (loss), net of tax		-	(37.51)	-	(69.55)	(107.06)
Total comprehensive income for the year		**-**	**2,677.31**	**-**	**(69.55)**	**2,607.76**
Impact of modification of share based payments	46	562.82	-	-	-	562.82
Expenses relating to share based payment awards	46	156.53	-			156.53
Transactions with owners in their capacity as owners:						
Issue of equity shares during the year for consideration other than cash	18 & 19	-	-	7,210.72		7,210.72
Share issue expenses reimbursed *		-	-	71.98	-	71.98
Balance As at 31st March 2025		**719.35**	**3,699.63**	**50,523.71**	**(38.06)**	**54,904.63**

(Loss) net of taxes amounting to ₹ (76.41) Million (31st March 2025 :₹ (37.52) Million) on re-measurement of defined employee benefit plans is recognized as part of retained earnings.

** During the year ended 31st March 2024 the Company had incurred share issue expenses amounting to ₹ 71.98 Million and such amounts were debited to the securities premium account . During the previous current year, the Company has received reimbursement of such expenses from its promoter and holding company i.e. Sagility B.V. Accordingly, such reimbursements received were credited back to securities premium account.*

The accompanying notes are an integral part of these standalone financial statements.

Summary of material accounting policy information 3

As per our report of even date

for B S R & Co. LLP
Chartered Accountants
Firm registration number: 101248W/W-100022

Hemanth Bhasin
Partner
Membership No: 235040

Place: Bengaluru
Date : 12th May 2026

for and on behalf of the Board of Directors of
Sagility Limited
(formerly known as Sagility India Limited and prior to that Sagility India Private Limited)

Anil Kumar Chanana
Director
DIN-00466197
Place: Gurugram

Ramesh Gopalan
Managing Director and Group Chief Executive Officer
DIN-00636524
Place: Bengaluru

Srinivas Rathnam Mattapalli
Group Chief Financial Officer

Place: Bengaluru
Date : 12th May 2026

Satishkumar Sakharayapattana Seetharamaiah
Company Secretary and Compliance Officer
ACS16008
Place: Bengaluru

Standalone Statement of Cash Flows

for the year ended 31st March 2026

(All amounts are in Indian Rupees millions, unless otherwise stated)

Particulars	For the year ended 31st March 2026	For the year ended 31st March 2025
Cash flows from operating activities		
Profit before tax for the year	4,579.76	3,699.50
Adjustments for:		
Depreciation and amortization expense	862.53	991.75
Finance costs	728.61	932.76
Interest income	(84.46)	(96.01)
Loss on sale or disposal of Property, plant and equipment	1.36	3.71
Gain on modification of leases	-	(107.85)
Expense relating to Share based payment awards	72.21	646.70
Gain on investments measured through FVTPL	(68.56)	-
Unrealised foreign exchange loss/(gain), net	(112.93)	38.10
Operating profit before working capital adjustments	**5,978.52**	**6,108.66**
Working capital adjustments:		
Trade receivables	3,914.46	(590.09)
Non-current financial assets	(29.36)	(56.93)
Other non-current assets	(20.53)	(50.08)
Current financial assets	96.04	(130.80)
Other current assets	12.21	25.93
Trade payables	24.50	(374.44)
Provision for employee benefit obligations	483.87	109.72
Other current financial liabilities	113.66	286.64
Other current liabilities	(18.45)	15.10
Cash flows generated from operating activities	**10,554.92**	**5,343.71**
Income taxes paid (net of refunds)	(1,134.38)	(362.64)
Net cash flows generated from operating activities (A)	**9,420.54**	**4,981.06**
Cash flows from investing activities		
Acquisition of property, plant and equipment and other intangible assets	(562.32)	(518.60)
Proceeds from sale of property, plant and equipment and other intangible assets	4.23	13.27
Investments in fixed deposits	(2,700.00)	-
Proceeds from maturity of fixed deposits	600.00	-
Investments in mutual funds	(10,609.78)	-
Proceeds from sale of mutual funds	7,604.97	-
Proceeds from maturity of derivative assets/liabilities, (net)	-	3.37
Interest received	35.96	11.68
Net cash flows used in investing activities (B)	**(5,626.94)**	**(490.28)**
Cash flows from financing activities		
Share issue expenses reimbursed	-	71.98
Dividends	(233.89)	-
Repayment of borrowings	(2,350.00)	(2,489.58)
Repayment of lease liabilities	(443.28)	(401.26)
Interest on repayment of lease liabilities	(185.52)	(182.00)
Interest paid on borrowings	(586.92)	(799.81)
Net cash flows used in financing activities (C)	**(3,799.61)**	**(3,800.67)**
Net decrease in cash and cash equivalents (A+B+C)	(6.01)	690.13

Standalone Statement of Cash Flows

for the year ended 31st March 2026

(All amounts are in Indian Rupees millions, unless otherwise stated)

Particulars	For the year ended 31st March 2026	For the year ended 31st March 2025
Cash and cash equivalents at the beginning of the year	899.44	209.31
Cash and cash equivalents at the end of the year	**893.43**	**899.44**
Cash and cash equivalents comprises of:		
Cash and bank balances (refer note 14)	893.43	899.44
	893.43	**899.44**

Refer note 20 for supplementary information on cash flow movements.

Note:

The above Standalone statement of cash flow has been prepared under the indirect method as set out in Ind AS 7 - "Statement of Cash Flows" notified under section 133 of the Companies Act, 2013 ('the Act') read with Rule 4 of the Companies (Indian Accounting Standards) Rules 2015 (as amended) and the relevant provisions of the Act.

The accompanying notes are an integral part of these standalone financial statements.

Summary of material accounting policy information 3

As per our report of even date

for B S R & Co. LLP
Chartered Accountants
Firm registration number: 101248W/W-100022

Hemanth Bhasin
Partner
Membership No: 235040

Place: Bengaluru
Date : 12th May 2026

for and on behalf of the Board of Directors of
Sagility Limited
(formerly known as Sagility India Limited and prior to that Sagility India Private Limited)

Anil Kumar Chanana
Director
DIN-00466197
Place: Gurugram

Ramesh Gopalan
Managing Director and Group Chief Executive Officer
DIN-00636524
Place: Bengaluru

Srinivas Rathnam Mattapalli
Group Chief Financial Officer

Place: Bengaluru
Date : 12th May 2026

Satishkumar Sakharayapattana Seetharamaiah
Company Secretary and Compliance Officer
ACS16008
Place: Bengaluru

Basis of Preparation and Material Accounting Policies

for the year ended 31st March 2026

(All amounts are in Indian Rupees millions, unless otherwise stated)

1 CORPORATE INFORMATION

Sagility Limited "SL"(formerly known as Sagility India Limited "SIL"and prior to that Sagility India Private Limited "SIPL") domiciled in Bangalore, India was incorporated on 28th July 2021 under the provisions of the Companies Act, 2013 ('the Act') as a private limited company. SL is engaged in rendering voice and non-voice business process management and back-office transaction processing related services to customers . SL exclusively renders services to its wholly owned subsidiaries only. SL has its registered office at No.23 & 24 AMR Tech Park, Building 2A, First Floor, Hongasandara Village, Off Hosur Road, Bommanahalli, Bangalore Karnataka, India, 560 068.

SIPL was converted into a public limited company w.e.f 20th June 2024. Consequent to the conversion, the name of the Company has been changed to "Sagility India Limited" ('SIL'). Subsequently, effective 18th August 2025, the name of the Company has been changed to Sagility Limited ('the Company').

During the year ended 31st March 2025, the Company had completed an Initial Public Offer of 702,199,262 equity shares having a face value of ₹ 10 each, at an issue price of ₹ 30 each. The entire issue comprised of an offer for sale by the Company's Promoter and immediate Holding Company - Sagility B.V. The Company's equity shares were listed on the BSE and NSE on 12th November 2024.

The holding company of SL is Sagility B.V. (formerly known as Betaine B.V). incorporated in Amsterdam, Netherlands under Dutch laws on 08th June 2020. The ultimate holding company of SL is EQT AB incorporated in Sweden.

2 BASIS OF PREPARATION

2.1 Statement of Compliance

These standalone financial statements comply in all material aspects with Ind AS notified under Section 133 of the Act, Companies (Indian Accounting Standards) Rules, 2015, as amended from time to time and other relevant provisions of the Act including the presentation requirements of Division II of Schedule III to the Act.

These standalone financial statements of the Company for the year ended 31 March 2026 were approved by the Board of Directors and authorized for issue on 12th May 2026.

Basis of measurement

These standalone financial statements have been prepared on a historical cost convention on an accrual basis of accounting, except for certain financial assets and financial liabilities which are measured at fair value.

(i) Derivative financial instruments;

(ii) Fair value of plan assets less present value of defined benefit obligations; and

(iii) Investments classified as Fair Value Through Profit or Loss ('FVTPL')

Historical cost is generally based on the fair value of the consideration given in exchange for goods and services. 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.

The Company has consistently applied the following accounting policies throughout the periods presented in these standalone financial statements.

Measurement of Earnings before interest expense, tax, depreciation and amortization (EBITDA)

As permitted by the Guidance Note on Division II - Ind AS Schedule III to the Companies Act, 2013, the Company has elected to present Earnings before interest expense, tax, depreciation and amortization (EBITDA) as a separate line item on the face of the standalone statement of profit and loss. In its measurement of EBITDA, the Company includes other income but does not include depreciation and amortization expense, finance costs and tax expenses/ (credit), net.

Statement of Cash Flows

The statement of cash flows has been prepared under the indirect method, whereby profit or loss 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 items of income or expense associated with investing or financing cash flows.The cash flows from operating, investing and financing activities of the Company are segregated.

2.2 Functional and presentation currency

These standalone financial statements are presented in Indian Rupees, which is the Company's functional and presentation currency. All the amounts have been rounded off to the nearest Millions, unless otherwise indicated.

2.3 Use of estimates and judgements

The preparation of the standalone financial statements in conformity with Ind AS requires management to make estimates, judgements and assumptions. These estimates, judgements and assumptions affect the application of accounting policies and the reported amounts of assets and liabilities, the disclosures of contingent assets and liabilities as at the date of the standalone financial

Basis of Preparation and Material Accounting Policies

for the year ended 31st March 2026

(All amounts are in Indian Rupees millions, unless otherwise stated)

statements and reported amounts of revenues and expenses during the year. Accounting estimates could change from period to period. Actual results could differ from those estimates. Appropriate changes in estimates are made as management becomes aware of changes in circumstances surrounding the estimates. Changes in estimates are reflected in the standalone financial statements in the period in which changes are made and, if material, their effects are disclosed in the notes to the standalone financial statements.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized prospectively.

Judgements:

Information about judgements made in applying accounting policies that have the most significant effects on the amounts recognized in the standalone financial statements is included in the notes as below:

Note 3.3, leases: assessment of whether or not an arrangement contains a lease, whether or not the Company is reasonably certain to exercise extension options

Note 3.7 Identification of cash generating unit to which goodwill should be allocated for the purpose of impairment testing (Refer Note 6)

Note 3.10, revenue recognition: determination of transaction price; identification of performance obligations and allocation of transaction price; recognition of revenue from performance obligations over time or at a point in time;

Assumptions and estimation uncertainties:

Information about estimates and estimation uncertainties at the end of the reporting period, that have a significant risk of resulting in a material adjustment to the carrying amounts of assets and liabilities within the next financial year.

Note 3.1 : useful life of property, plant and equipment and other intangible assets;

Note 3.5: unobservable sources for inputs to determine the fair value

Note 3.7 impairment test of intangible assets and goodwill; key assumptions underlying the recoverable amounts and the weighted average cost of capital used to compute the present value (Refer Note 6)

Note 3.8: measurement of defined benefit obligations and key actuarial assumptions (Refer Note 37);

Note 3.12: estimating the most likely outcome of uncertain tax positions;

Note 3.12: recognition of deferred tax assets: availability of future taxable income against which deductible temporary differences can be utilized (Refer Note 33)

Note 3.9: estimating the magnitude and likelihood of outflow of resources for contingent liabilities (Refer Note 43);

2.4 Operating Cycle

Operating cycle is the time between the acquisition of assets for processing and their realization in cash or cash equivalents. The Company has ascertained its operating cycle being a period of 12 months for the purpose of classification of assets and liabilities into current and non-current. Accordingly, current assets do not include elements which are not expected to be realized within 12 months and current liabilities do not include items where the Company does not have an unconditional right to defer settlement beyond a period of 12 months, the period of 12 months being reckoned from the reporting date.

2.5 Recent accounting pronouncements

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 31st March 2026, MCA has notified following:

i) IND AS 21 -The Effects of Changes in Foreign Exchange Rates :MCA notified amendments to Ind AS 21 applicable w.e.f. 01st April, 2025.The Company has reviewed and based on its evaluation has determined that it does not have any significant impact in its standalone financial statements.

ii) Ind AS 1, Presentation of Financial Statements : MCA notified amendments to Ind AS 1 applicable w.e.f. 01st April, 2025.The amendment relates to classification of liabilities as current or non-current and non-current liabilities with covenants. It removes the requirement of existence of a right to defer settlement for at least 12 months after the reporting date, and instead requires that the said right should exist on the reporting date and have substance.

The Company has no impact of these amendments in its classification criteria of current and non-current liabilities.

iii) Ind AS 7, Statement of Cash Flows and Ind AS 107, Financial Instruments: MCA notified amendments to Ind AS 7 and Ind AS 107 applicable w.e.f. 01st April, 2025.

Basis of Preparation and Material Accounting Policies

for the year ended 31st March 2026

(All amounts are in Indian Rupees millions, unless otherwise stated)

The amendment in Ind AS 7 requires to inform users of financial statements of the existence of supplier finance arrangements and explain the nature of the arrangements, the carrying amount of liabilities and the range of payment due dates.

Ind AS 107 has been amended to add supplier finance arrangements as a factor that may cause concentration of liquidity risk.

The Company has reviewed the amendment and based on its evaluation has determined that it does not have any significant impact in its standalone financial statements.

iv) Ind AS 12, International Tax Reform (Pillar Two Model Rules) -The Pillar Two legislations are not applicable to the Company. However, the Company is continuing to monitor the applicability of Pillar Two in subsequent years.

3 MATERIAL ACCOUNTING POLICY INFORMATION

This note provides a list of the material accounting policies adopted in the preparation of these standalone financial statements.

3.1 Property, plant and equipment

Recognition and measurement

Property, plant and equipment are stated at historical cost less accumulated depreciation and accumulated impairment losses. Historical cost includes expenditure that is directly attributable to the acquisition of the items and comprises its purchase price, including import duties and non-refundable taxes or levies and any directly attributable cost of the bringing the asset to its working condition for its intended use; any trade discounts and rebates are deducted in arriving at the purchase price.

The cost of an item of property, plant and equipment shall be recognized as an asset if , and only if it is probable that future economic benefits associated with the item will flow to the company and the cost of the item can be measured reliably.

When parts of an item of plant and equipment have different useful lives, they are accounted for as separate items (major components) of plant and equipment.

Subsequent costs

The cost of replacing a component of an item of plant and equipment is recognized in the carrying amount of the item if it is probable that the future economic benefits embodied within the component will flow to the Company, and its cost can be measured reliably. The carrying amount of the replaced component is de-recognized. The costs of the day-to-day servicing of plant and equipment are recognized in standalone statement of profit and loss as incurred.

Depreciation methods, estimated useful lives and residual values

Depreciation is based on the cost of an asset less its residual value. Significant components of individual assets are assessed and if a component has a useful life that is different from the remainder of that asset, that component is depreciated separately.

Depreciation is recognized as an expense in the standalone statement of profit and loss on a straight-line basis over the estimated useful lives of each component of an item of plant and equipment, unless it is included in the carrying amount of another asset.

Depreciation is recognized from the date that the plant and equipment are installed and are ready for use, or in respect of internally constructed assets, from the date that the asset is completed and ready for use.

The estimated useful lives for the current and comparative year are as follows:

(in years)

Asset category	Useful life as per Companies Act, 2013	Useful Life estimated by the management
Office equipment	5	5
Computers*	3	6
Furniture and fixtures	10	10
Vehicles	8	8

*For these class of assets, based on internal assessment and technical evaluation carried out, the management believes that the useful lives as given above best represent the period over which management expects to use these assets. Hence, the useful lives for these assets are different from the useful lives as prescribed under Part C of the Schedule II to the Companies Act, 2013.

Leasehold improvements are depreciated over the shorter of their useful live or the lease term, unless the Company expects to use the assets beyond the lease term.

Depreciation methods, useful lives and residual values are reviewed at the end of each reporting period and adjusted if appropriate. Changes in the expected useful life or the expected pattern of consumption of future economic benefits embodied in the asset are considered to modify the amortization period or method, as appropriate, and are treated as changes in accounting estimates.

Basis of Preparation and Material Accounting Policies

for the year ended 31st March 2026

(All amounts are in Indian Rupees millions, unless otherwise stated)

An asset's carrying amount is written down immediately to its recoverable amount if the asset's carrying amount is greater than its estimated recoverable amount.

Derecognition

The gain or loss on disposal of an item of plant and equipment (calculated as the difference between the net proceeds from disposal and the carrying amount of the item) is recognized in the standalone statement of profit and loss.

3.2 Intangible assets

Intangible assets purchased or acquired in business combination, are measured at cost or fair value as of the date of acquisition, as applicable, less accumulated amortization and accumulated impairment, if any. The amortization period and the amortization method are reviewed at least at each financial year end.

For internally generated intangible assets, expenses incurred during the research phase are expensed as incurred. Development and product enhancements are capitalized as an intangible asset when the following criteria are met:

- Technical feasibility of completing the intangible asset so that the asset will be available for use or sale
- Intention to complete and its ability and intention to use or sell the asset
- Ability to generate future economic benefits
- the availability of resources to complete the asset
- the ability to measure reliably the expenditure during development

Intangible assets have a finite useful life and are subsequently carried at cost less accumulated amortization and impairment losses, if any.

Amortization methods and periods

Amortization is calculated based on the cost of the asset, less its residual value. Amortization is recognized in the standalone statement of profit and loss on a straight-line basis over the estimated useful lives of the intangible assets, other than goodwill, from the date that they are available for use.

Amortization methods, useful lives and residual values are reviewed at the end of each reporting period and adjusted if appropriate.

The Company amortizes intangible assets with a finite useful life over the following periods:

Asset category	Useful Life (in years)
Computer Software	6 years

Subsequent Measurement

Subsequent expenditure is capitalized only when it increases the future economic benefits embodied in the specific asset to which it relates and the cost of asset can be measured reliably. All other expenditure, including expenditure on internally generated goodwill and brands, is recognized in standalone statement of profit and loss as incurred.

Derecognition

Gains or losses arising from de-recognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognized in the standalone statement of profit and loss when the asset is derecognized.

3.3 Leases

At inception of a contract, the Company assesses whether a contract is, or contains, a lease. 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 evaluates whether:

(i) the contract involves the use of an identified asset;

(ii) the Company has the right to obtain substantially all the economic benefits from use of the asset throughout the period of use; and

(iii) the Company has the right to direct the use of the asset.

As a lessee

At inception or on reassessment of a contract that contains a lease component, the Company allocates the consideration in the contract to each lease component on the basis of the relative stand-alone prices of the lease components and the aggregate stand-alone price of the non-lease components.

The Company recognizes a right-of-use asset and a lease liability at the lease commencement date. The right-of-use asset is initially measured at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or before the commencement date, plus any initial direct costs incurred and an estimate of costs to dismantle and remove the underlying asset or to restore the underlying asset or the site on which it is located, less any lease incentives received.

Basis of Preparation and Material Accounting Policies

for the year ended 31st March 2026

(All amounts are in Indian Rupees millions, unless otherwise stated)

The right-of-use asset is subsequently depreciated using the straight-line method from the commencement date to the end of the lease term, unless the lease transfers ownership of the underlying asset to the Company by the end of the lease term or the cost of the right-of-use asset reflects that the Company will exercise a purchase option. In that case the right-of-use asset will be depreciated over the useful life of the underlying asset, which is determined on the same basis as those of property, plant and equipment. In addition, the right-of-use asset is periodically reduced by impairment losses, if any, and adjusted for certain remeasurements of the lease liability.

The Company recognizes lease liability at the present value of the future lease payments discounted using the interest rate implicit in the lease or, if that rate cannot be readily determined, the Company's incremental borrowing rate. Generally, the Company uses its incremental borrowing rate as the discount rate.

The Company determines its incremental borrowing rate by obtaining interest rates from various external financing sources and makes certain adjustments to reflect the terms of the lease and type of the asset leased.

Lease payments included in the measurement of the lease liability comprise the following:

(i) fixed payments, including in-substance fixed payments;

(ii) variable lease payments that depend on an index or a rate, initially measured using the index or rate as at the commencement date;

(iii) amounts expected to be payable under a residual value guarantee;

(iv) the exercise price under a purchase option that the Company is reasonably certain to exercise, and

(v) lease payments in an optional renewal period if the Company is reasonably certain to exercise an extension option, and penalties for early termination of a lease unless the Company is reasonably certain not to terminate early.

The lease liability is measured at amortized cost using the effective interest method. It is remeasured when there is a change in future lease payments arising from a change in an index or rate, if there is a change in the Company's estimate of the amount expected to be payable under a residual value guarantee, if the Company changes its assessment of whether it will exercise a purchase, extension or termination option or if there is a revision in in-substance fixed lease payments.

When the lease liability is remeasured in this way, a corresponding adjustment is made to the carrying amount of the right-of-use asset, or is recorded in the standalone statement of profit and loss if the carrying amount of the right-of-use asset has been reduced to zero.

The Company presents right-of-use assets that do not meet the definition of investment property as right-of-use assets and lease liabilities in the standalone financial statements.

Short-term leases and leases of low-value assets

The Company has elected not to recognize right-of-use assets and lease liabilities for leases of low- value assets and short-term leases. The Company recognizes the lease payments associated with these leases as an expense on a straight-line basis over the lease term.

3.4 Foreign currency translation

Transactions and balances

Foreign currency transactions are recorded at exchange rates prevailing on the date of the transaction. Foreign currency denominated monetary assets and liabilities are restated into the functional currency using exchange rates prevailing on the reporting date.

Gains and losses arising on restatement of foreign currency denominated monetary assets and liabilities are included in the standalone statement of profit and loss. Non-monetary assets and liabilities denominated in a foreign currency and measured at historical cost are translated at an exchange rate that approximates the rate prevalent on the date of the transaction.

Transaction gains or losses realized upon settlement of foreign currency transactions are included in determining net profit for the period in which the transaction is settled. Revenue, expense and cash-flow items denominated in foreign currencies are translated into the relevant functional currencies using the exchange rate in effect on the date of the transaction.

3.5 Financial instruments

(i) Recognition and initial measurement

Non-derivative financial assets and financial liabilities

Non-derivative financial instruments consist of the following:

(i) financial assets, which include cash and cash equivalents, trade receivables, security deposits, investments and eligible current and non-current assets;

Basis of Preparation and Material Accounting Policies

for the year ended 31st March 2026

(All amounts are in Indian Rupees millions, unless otherwise stated)

(ii) financial liabilities, which include loans and borrowings, finance lease liabilities, trade payables and eligible current and non-current liabilities.

Non-derivative financial instruments are recognized when the Company becomes a party to the contract that gives rise to financial assets and liabilities. Financial assets (excluding trade receivables) and liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit and loss) are added to or deducted from the fair value measured on initial recognition of financial asset or financial liability. Trade receivables that do not contain a significant financing component are measured at transaction price. Trade receivables that contain a significant financing component are measured at their present value with interest thereon being accreted over the period to the receivables becoming due for collection.

Financial assets – Business model assessment

The Company makes an assessment of the objective of the business model in which a financial asset is held at a portfolio level because this best reflects the way the business is managed and information is provided to management. The information considered includes:

- the stated policies and objectives for the portfolio and the operation of those policies in practice. These include whether management's strategy focuses on earning contractual interest income, maintaining a particular interest rate profile, matching the duration of the financial assets to the duration of any related liabilities or expected cash outflows or realizing cash flows through the sale of the assets;
- how the performance of the portfolio is evaluated and reported to the Company's management;
- the risks that affect the performance of the business model (and the financial assets held within that business model) and how those risks are managed;
- how managers of the business are compensated – e.g. whether compensation is based on the fair value of the assets managed or the contractual cash flows collected; and
- the frequency, volume and timing of sales of financial assets in prior periods, the reasons for such sales and expectations about future sales activity.

Financial assets that are held for trading or are managed and whose performance is evaluated on a fair value basis are measured at FVTPL.

Financial assets – Assessment whether contractual cash flows are solely payments of principal and interest

For the purposes of this assessment, 'principal' is defined as the fair value of the financial asset on initial recognition. 'Interest' is defined as consideration for the time value of money and for the credit risk associated with the principal amount outstanding during a particular period of time and for other basic lending risks and costs (e.g. liquidity risk and administrative costs), as well as a profit margin.

In assessing whether the contractual cash flows are solely payments of principal and interest, the Company considers the contractual terms of the instrument. This includes assessing whether the financial asset contains a contractual term that could change the timing or amount of contractual cash flows such that it would not meet this condition. In making this assessment, the Company considers:

- contingent events that would change the amount or timing of cash flows;
- terms that may adjust the contractual coupon rate, including variable-rate features;
- prepayment and extension features; and
- terms that limit the Company's claim to cash flows from specified assets (e.g. non-recourse features).

A prepayment feature is consistent with the solely payments of principal and interest criterion if the prepayment amount substantially represents unpaid amounts of principal and interest on the principal amount outstanding, which may include reasonable compensation for early termination of the contract. Additionally, for a financial asset acquired at a discount or premium to its contractual par amount, a feature that permits or requires prepayment at an amount that substantially represents the contractual par amount plus accrued (but unpaid)

Basis of Preparation and Material Accounting Policies

for the year ended 31st March 2026

(All amounts are in Indian Rupees millions, unless otherwise stated)

contractual interest (which may also include reasonable compensation for early termination) is treated as consistent with this criterion if the fair value of the prepayment feature is insignificant at initial recognition.

Subsequent to initial recognition, non-derivative financial instruments are measured as described below.

(ii) Classification and subsequent measurement

Non-derivative financial assets

The Company classifies its financial assets in the following measurement categories:

- those to be measured subsequently at fair value (either through other comprehensive income, or through profit and loss), and
- those to be measured at amortized cost.

The classification depends on the Company's business model for managing the financial assets and the contractual terms of the cash flows.

For assets measured at fair value, gains and losses will either be recorded in the standalone statement of profit and loss or other comprehensive income.

Financial assets are not reclassified subsequent to their initial recognition unless the Company changes its business model for managing financial assets, in which case all affected financial assets are reclassified on the first day of the first reporting period following the change in the business model.

Measurement:

At initial recognition, the Company measures a financial asset (unless it is a trade receivable without a significant financing component) or financial liability at fair value plus, for an item not at fair value through profit and loss ("FVTPL"), transaction costs that are directly attributable to its acquisition or issue. A trade receivable without a significant financing component is initially measured at the transaction price. Transaction costs of financial assets carried at fair value through profit and loss are expensed in standalone statements of profit and loss.

Debt instruments

Subsequent measurement of debt instruments depends on the Company's business model for managing the asset and the cash flow characteristics of the asset. There are three measurement categories into which the Company classifies its debt instruments:

- Amortized cost: Assets that are held for collection of contractual cash flows where those cash flows represent solely payments of principal and interest are measured at amortized cost. Interest income from these financial assets is included in Other Income using the effective interest rate method. Any gain or loss arising on derecognition is recognized directly in standalone statement of profit and loss and presented in other gains/(losses). Impairment losses are presented as separate line item in the standalone statement of profit and loss.
- Fair value through other comprehensive income (FVOCI): Assets that are held for collection of contractual cash flows and for selling the financial assets, where the assets' cash flows represent solely payments of principal and interest, are measured at FVOCI. Movements in the carrying amount are taken through OCI, except for the recognition of impairment gains or losses, interest income and foreign exchange gains and losses which are recognized in standalone statement of profit and loss. When the financial asset is derecognized, the cumulative gain or loss previously recognized in OCI is reclassified from equity to standalone statement of profit and loss and recognized in other gains/(losses). Interest income from these financial assets is included in other income using the effective interest rate method. Foreign exchange gains and losses are presented in other gains/(losses) and impairment expenses are presented as separate line item in standalone statement of profit and loss.
- Fair value through profit and loss: Assets that do not meet the criteria for amortized cost or FVOCI are measured at fair value through profit and loss. A gain or loss on a debt instrument that is subsequently measured at fair value through profit and loss is recognized in standalone statement of profit and loss and presented net within other gains/(losses) in the period in which it arises. Interest income from these financial assets is included in other income.

Basis of Preparation and Material Accounting Policies

for the year ended 31st March 2026

(All amounts are in Indian Rupees millions, unless otherwise stated)

Changes in the fair value of financial assets at fair value through profit and loss are recognized in other gains/ (losses) in the standalone statement of profit and loss.

A financial asset is measured at amortized cost if it meets both of the following conditions and is not designated as at FVTPL:

- it is held within a business model whose objective is to hold assets to collect contractual cash flows; and
- its contractual terms give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding

Non-derivative financial liabilities: Classification, subsequent measurement and gains and losses

Financial liabilities are classified as measured at amortized cost.

These financial liabilities are initially measured at fair value less directly attributable transaction costs. They are subsequently measured at amortized cost using the effective interest method. Interest expense and foreign exchange gains and losses are recognized in standalone statement of profit and loss. These financial liabilities comprises of trade and other payables, borrowings and lease liabilities. For trade and other payables maturing within one year from the reporting date, the carrying amounts approximate fair value due to the short maturity of these instruments.

Derivatives financial instruments

The Company is exposed to foreign currency fluctuations on foreign currency assets and liabilities. The Company holds derivative financial instruments such as foreign exchange forward contracts to mitigate the risk of changes in exchange rates on foreign currency exposures on highly forecasted future revenue of the Company. The counterparty for these contracts is generally a bank.

Derivatives are initially recognized at fair value on the date a derivative contract is entered into and are subsequently re-measured to their fair value at the end of each reporting period. The accounting for subsequent changes in fair value depends on whether the derivative is designated as a hedging instrument, and if so, the nature of the item being hedged and the type of hedge relationship designated. The Company designates their derivatives as hedges of foreign exchange risk associated with the cash flows of highly probable forecast transactions. The Company documents at the inception of the hedging transaction the economic relationship between hedging instruments and hedged items including whether the hedging instrument is expected to offset changes in cash flows of hedged items. The Company documents its risk management objective and strategy for undertaking various hedge transactions at the inception of each hedge relationship. The full fair value of a hedging derivative is classified as a non-current asset or liability when the remaining maturity of the hedged item is more than 12 months; it is classified as a current asset or liability when the remaining maturity of the hedged item is less than 12 months.

Cash flow hedges that qualify for hedge accounting

The effective portion of changes in the fair value of derivatives that are designated and qualify as cash flow hedges is recognized in the other comprehensive income in cash flow hedging reserve within equity. The gain or loss relating to the ineffective portion is recognized immediately in standalone statement of profit and loss, within other income. When a hedging instrument expires, or is sold or terminated, or when a hedge no longer meets the criteria for hedge accounting, any cumulative deferred gain or loss and deferred costs of hedging in equity at that time remains in equity until the forecast transaction occurs. When the forecast transaction is no longer expected to occur, the cumulative gain or loss and deferred costs of hedging that were reported in equity are immediately reclassified to standalone statement of profit and loss within other income.

Others

Changes in fair value of foreign currency derivative instruments not designated as cash flow hedges are recognized in the standalone statement of profit and loss and reported within foreign exchange gains, net.

(iii) Derecognition

Financial assets

The Company derecognizes a financial asset when the contractual rights to the cash flows from the financial asset expire, or it transfers the rights to receive the contractual cash flows in a transaction in which either substantially all of the risks and rewards

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of ownership of the financial asset are transferred or in which the Company neither transfers nor retains substantially all of the risks and rewards of ownership and it does not retain control of the financial asset.

Financial liabilities

The Company derecognizes a financial liability when its contractual obligations are discharged or cancelled, or expire. The Company also derecognizes a financial liability when its terms are modified and the cash flows of the modified liability are substantially different, in which case a new financial liability based on the modified terms is recognized at fair value.

On derecognition of a financial liability, the difference between the carrying amount extinguished and the consideration paid (including any non-cash assets transferred or liabilities assumed) is recognized in standalone statement of profit and loss.

(iv) Offsetting

Financial assets and financial liabilities are offset and the net amount is presented in the standalone balance sheet when, and only when, the Company currently has a legally enforceable right to set off the amounts and it intends either to settle them on a net basis or to realize the asset and settle the liability simultaneously.

(v) Cash and cash equivalents

Cash and cash equivalents comprise cash balances and short-term deposits with original maturities of three months or less from the date of acquisition that are subject to an insignificant risk of changes in their fair value, and are used by the Company in the management of its short-term commitments. For the purpose of the statement of cash flows, bank overdrafts and cash credits that are repayable on demand and that form an integral part of the Company's cash management are included in cash and cash equivalents.

Fair value of financial instruments

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 in the principal or, in its absence, the most advantageous market to which the Company has access at that date. The fair value of a liability reflects its non-performance risk.

A number of the Company's accounting policies and disclosures require the measurement of fair values, for both financial and non-financial assets and liabilities.

When a quote is available, the Company measures the fair value of an instrument using the quoted price in an active market for that instrument. A market is regarded as 'active' if transactions for the asset or liability take place with sufficient frequency and volume to provide pricing information on an ongoing basis.

If there is no quoted price in an active market, then the Company uses valuation techniques that maximize the use of relevant observable inputs and minimize the use of unobservable inputs. The chosen valuation technique incorporates all of the factors that market participants would take into account in pricing a transaction.

In determining the fair value of its financial instruments, the Company uses following hierarchy and assumptions that are based on market conditions and risks existing at each reporting date.

Fair value hierarchy

All assets and liabilities for which fair value is measured or disclosed in the standalone financial statements are categorized within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

Level 1 — Inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities.

Level 2 — Inputs are 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).

For assets and liabilities that are recognized in the standalone financial statements on a recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorization (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period

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Extinguishment of liabilities

In cases where terms of a financial liability are re-negotiated such that it results in issuance of equity instruments to the creditor to extinguish all or part of the financial liability i.e debt to equity swap, then the fair value of the equity instruments issued are considered to be reflective of the consideration paid to extinguish the liability. Any gain/loss on extinguishment is recognized in the standalone statement of profit and loss. A gain or loss is calculated as the difference between the carrying amount of a financial liability (or part of a financial liability) extinguished and the consideration paid by way of issue of equity shares. However, if the transaction is with a shareholder, the Company assesses and concludes if the extinguishment was carried out with the other party in their capacity as a shareholder or a lender. In cases where the Company concludes the transaction was carried out in capacity as a shareholder, the entire transaction is considered a capital transaction and recognized in equity with no gain/loss recognized in the standalone statement of profit and loss.

3.6 Share capital

Equity shares

Equity shares are classified as equity. Incremental costs directly attributable to the issue of equity shares are recognized as a deduction from equity, net of any tax effects. Consideration received in cash or kind against issue of shares, in excess of the face value of shares is recorded as securities premium, a component of other equity.

3.7 Impairment

(i) Non-derivative financial assets and contract assets

The Company recognizes expected credit loss allowances ('ECLs') on:

- financial assets measured at amortized costs; and
- contract assets (as defined in Ind AS 115).

Loss allowances of the Company are measured on either of the following bases:

- 12-month ECLs: these are ECLs that result from default events that are possible within the 12 months after the reporting date (or for a shorter period if the expected life of the instrument is less than 12 months); or
- Lifetime ECLs: these are ECLs that result from all possible default events over the expected life of a financial instrument or contract asset.

Simplified approach

The Company applies the simplified approach to provide for ECLs for all trade receivables and contract assets. The simplified approach requires the loss allowance to be measured at an amount equal to lifetime ECLs.

General approach

The Company applies the general approach to provide for ECLs on all other financial instruments. Under the general approach, the loss allowance is measured at an amount equal to 12-month ECL at initial recognition. At each reporting date, the Company assesses whether the credit risk of a financial instrument has increased significantly since initial recognition. When credit risk has increased significantly since initial recognition, loss allowance is measured at an amount equal to lifetime ECLs.

When determining whether the credit risk of a financial asset has increased significantly since initial recognition and when estimating ECLs, the Company considers reasonable and supportable information that is relevant and available without undue cost or effort. This includes both quantitative and qualitative information and analysis, based on the Company's historical experience and informed credit assessment and includes forward-looking information.

If credit risk has not increased significantly since initial recognition or if the credit quality of the financial instruments improves such that there is no longer a significant increase in credit risk since initial recognition, loss allowance is measured at an amount equal to 12-month ECLs.

The maximum period considered when estimating ECLs is the maximum contractual period over which the Company is exposed to credit risk.

Measurement of ECLs

ECLs are probability-weighted estimates of credit losses. Credit losses are measured at the present value of all cash shortfalls (i.e. the difference between the cash flows due to the entity in accordance with the contract and the cash flows that the Company expects to receive). ECLs are discounted at the effective interest rate of the financial asset.

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Credit-impaired financial assets

At each reporting date, the Company assesses whether financial assets carried at amortized cost are credit-impaired. A financial asset is 'credit-impaired' when one or more events that have a detrimental impact on the estimated future cash flows of the financial asset have occurred.

Evidence that a financial asset is credit-impaired includes the following observable data:

- significant financial difficulty of the borrower or issuer;
- a breach of contract such as a default;
- the restructuring of a loan or advance by the Company on terms that the Company would not consider otherwise;
- it is probable that the borrower will enter bankruptcy or other financial reorganization; or
- the disappearance of an active market for a security because of financial difficulties.

Presentation of allowance for ECLs

Loss allowances for financial assets measured at amortized cost and contract assets are deducted from the gross carrying amount of these assets.

Write-off

The gross carrying amount of a financial asset is written off (either partially or in full) to the extent that there is no realistic prospect of recovery. This is generally the case when the Company determines that the debtor does not have assets or sources of income that could generate sufficient cash flows to repay the amounts subject to the write-off. However, financial assets that are written off could still be subject to enforcement activities in order to comply with the Company's procedures for recovery of amounts due.

(ii) Non-financial assets

Property, plant and equipment and intangible assets with finite life are evaluated for recoverability whenever there is any indication that their carrying amounts may not be recoverable. If any such indication exists, the recoverable amount (i.e. higher of the fair value less cost to sell and the value-in-use) is determined on an individual asset basis unless the asset does not generate cash flows that are largely independent of those from other assets. In such cases, the recoverable amount is determined for the cash generating unit ('CGU') to which the asset belongs.

If the recoverable amount of an asset (or CGU) is estimated to be less than its carrying amount, the carrying amount of the asset (or CGU) is reduced to its recoverable amount. An impairment loss is recognized in the standalone statement of profit and loss.

Investment in subsidiaries

The Company assesses investments in subsidiaries for impairment whenever events or changes in circumstances indicate that the carrying amount of the investment may not be recoverable. If any such indication exists, the Company estimates the recoverable amount of the investment in subsidiary. The recoverable amount of such investment is the higher of its fair value less cost of disposal ("FVLCD") and its value-in-use ("VIU"). The VIU of the investment is calculated using projected future cash flows. If the recoverable amount of the investment is less than its carrying amount, the carrying amount is reduced to its recoverable amount. The reduction is treated as an impairment loss and is recognized in the standalone statement of profit and loss.

Goodwill

Goodwill is tested for impairment on an annual basis and more often, if there is an indication that goodwill may be impaired, relying on a number of factors including operating results, business plans and future cash flows. For the purpose of impairment testing, goodwill acquired in a business combination is allocated to the Company's cash generating units (CGU) expected to benefit from the synergies arising from the business combination. A CGU is the smallest identifiable Company of assets that generates cash inflows that are largely independent of the cash inflows from other assets or Company of assets. Impairment occurs when the carrying amount of a CGU including the goodwill, exceeds the estimated recoverable amount of the CGU. The recoverable amount of a CGU is the higher of its fair value less cost to sell and its value-in-use. Value-in-use is the present value of future cash flows expected to be derived from the CGU. The Company estimates the value in use of CGU's based on the future cash flows after considering current economic conditions and trends, estimated future operating results, growth rate and estimated future economic and regulatory conditions. The estimated

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cash flows are developed using internal forecasts. The discount rates used for the CGU's represents the weighted average cost of capital based on the historical market return of comparable companies.

If the recoverable amount of a CGU is less than its carrying amount, the impairment loss is allocated first to reduce the carrying amount of any goodwill allocated to the unit and then to the other assets of the unit pro-rata based on the carrying amount of each asset in the unit. Any impairment loss on goodwill is recognized in the standalone statement of profit and loss. Impairment losses relating to goodwill are not reversed in future periods.

3.8 Employee benefits

Defined contribution plans

A defined contribution plan is a post-employment benefit plan under which the Company pays fixed contributions into a separate entity and will have no legal or constructive obligation to pay further amounts. Obligations for contributions to defined contribution pension plans are recognized as an employee benefit expense in the standalone statement of profit and loss in the periods during which related services are rendered by employees.

Defined benefit plans

A defined benefit plan is a post-employment benefit plan other than a defined contribution plan. The Company's net obligation in respect of defined benefit plans is calculated separately for each plan by estimating the amount of future benefit that employees have earned in return for their service in the current and prior periods; that benefit is discounted to determine its present value. The fair value of any plan assets is deducted. The Company determines the net interest expense (income) on the net defined benefit liability (asset) for the period by applying the discount rate used to measure the defined benefit obligation at the beginning of the annual period to the net defined benefit liability (asset).

The discount rates used for determining the present value are based on the market yields on Government Securities as at the reporting date.

The calculation is performed annually by a qualified independent actuary using the projected unit credit method. When the calculation results in a benefit to the Company, the recognized asset is limited to the present value of economic benefits available in the form of any future refunds from the plan or reductions in future contributions to the plan. In order to calculate the present value of economic benefits, consideration is given to any minimum funding requirements that apply to any plan in the Company. An economic benefit is available to the Company if it is recognized during the life of the plan, or on settlement of the plan liabilities.

Remeasurements of the net defined benefit liability comprise actuarial gains and losses, the return on plan assets (excluding interest) and the effect of the asset ceiling (if any, excluding interest). The Company recognizes them immediately in OCI and all expenses related to defined benefit plans in employee benefits expense in standalone statement of profit and loss. When the benefits of a plan are changed, or when a plan is curtailed, the portion of the changed benefit related to past service by employees, or the gain or loss on curtailment, is recognized immediately in in standalone statement of profit and loss when the plan amendment or curtailment occurs.

The Company recognizes gains and losses on the settlement of a defined benefit plan when the settlement occurs. The gain or loss on settlement is the difference between the present value of the defined benefit obligation being settled as determined on the date of settlement and the settlement price, including any plan assets transferred and any payments made directly by the Company in connection with the settlement.

Short-term employee benefits

Short-term employee benefit obligations are measured on an undiscounted basis and are expensed as the related service is provided. A liability is recognized for the amount expected to be paid under short-term cash bonus or profit-sharing plans if the Company has a present legal or constructive obligation to pay this amount as a result of past service provided by the employee, and the obligation can be estimated reliably.

Compensated absences

The Company has a policy on compensated absences that is both accumulating and non-accumulating in nature. Non-accumulating compensated absences are measured on an undiscounted basis and are recognized in the period in which absences occur. The cost of short-term compensated absences are provided for based on estimates. The expected cost of accumulating compensated absences is determined by actuarial valuation at each reporting date measured based on the amounts expected to be paid / availed as a result of the unused entitlement that has accumulated at the reporting date. The Company treats accumulated leave expected to be carried forward beyond twelve months, as long-term employee benefits for measurement purposes. Such long-term compensated absences are provided for

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based on the actuarial valuation using the projected unit credit method at the year-end. Actuarial gains/losses are immediately taken to the standalone statement of profit and loss. The Company presents the entire obligation for compensated absences as a current liability, since it does not have an unconditional right to defer its settlement beyond 12 months from the reporting date.

3.9 Provisions and contingent liabilities

Provisions are recognized when the Company has a present legal or constructive obligation as a result of past events, it is probable that an outflow of resources will be required to settle the obligation and the amount can be reliably estimated. Provisions are not recognized for future operating losses.

Provisions are measured at the present value of management's best estimate of the expenditure required to settle the present obligation at the end of the reporting period. The discount rate used to determine the present value is a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. The increase in the provision due to the passage of time is recognized as interest expense.

A contract is considered onerous when the expected economic benefits to be derived by the Company from the contract are lower than the unavoidable cost of meeting its obligation under the contract. The provision for an onerous contract is measured at the lower of expected cost of terminating the contract and the expected net cost of continuing with the contract. Before a provision is established, the Company recognizes any impairment loss on the assets associated with that contract.

A contingent liability is a possible obligation that arises from a past event, with the resolution of the contingency dependent on uncertain future events, or a present obligation where no outflow is probable. Material contingent liabilities are disclosed in the standalone financial statements unless the possibility of an outflow of economic resources is remote.

3.10 Revenue recognition

Revenue from contracts with customers

The Company earns revenue from rendering business process management services to related parties.

Revenue is recognized upon transfer of control of promised products or services in an amount that reflects the transaction price (net of variable consideration) allocated to a particular performance obligation.

Nature of the services

The Company derives its Revenue from providing comprehensive business process management (BPM) services including tech enabled solutions across the payers and providers in the US Healthcare industry through its subsidiaries. The payer value chain comprises of claims management, payment integrity, clinical management, provider network operations, and front-office services, among others. The provider value chain includes end-to-end Revenue Cycle Management, integrating patient access, A/R management, and clinical services with licensed professionals.

The Company has revenue share arrangement with its subsidiaries present in United States, pursuant to which, it recognizes an agreed share on the total value of revenue from end client as its revenue.The Company's contractual right to revenue is based on the revenue from the end customer, net of all elements of variable consideration, to the extent accounted for by its subsidiaries.

Contract Asset and Liabilities

The Company classifies its right to consideration in exchange for deliverables as either a receivable or a contract asset.

A receivable is a right to consideration that is unconditional. A right to consideration is unconditional if only the passage of time is required before payment of that consideration is due. For example, the Company recognizes a receivable for revenues related to time and materials contracts or volume based contracts. The Company presents such receivables as part of trade receivables at their net estimated realizable value. The same is tested for impairment as per the guidance in Ind AS 109 using expected credit loss method.

Others

Any change in scope or price is considered as a contract modification. The Company accounts for modifications to existing contracts by assessing whether the services added are distinct and whether the pricing is at the stand-alone selling price. Services added that are not distinct are accounted for on a cumulative catch up basis, while those that are distinct are accounted for prospectively, either as a separate contract if the additional services are priced at the stand-alone selling price, or as a termination of the existing contract and creation of a new contract if not priced at the stand-alone selling price.

The Company recognizes an onerous contract provision when it is probable that the unavoidable costs of meeting

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the obligations under a contract exceed the economic benefits to be received.

The Company accounts for variable considerations like, volume discounts, rebates and pricing incentives to customers as reduction of revenue on a systematic and rational basis over the period of the contract.

The Company estimates an amount of such variable consideration using expected value method or the single most likely amount in a range of possible consideration depending on which method better predicts the amount of consideration to which the Company may be entitled.

Revenues are shown net of allowances/ returns, sales tax, value added tax, goods and services tax and applicable discounts and allowances.

Incremental costs that relate directly to a contract and incurred in securing a contract with a customer are recognized as an asset when the Company expects to recover these costs and amortized over the contract term.

The Company assesses the timing of the transfer of goods or services to the customer as compared to the timing of payments to determine whether a significant financing component exists. As a practical expedient, the Company does not assess the existence of a significant financing component when the difference between payment and transfer of deliverables is a year or less. If the difference in timing arises for reasons other than the provision of finance to either the customer or us, no financing component is deemed to exist.

Contract assets are recognized when there is excess of revenue earned over billings on contracts. Contract assets are classified as unbilled receivables (only act of invoicing is pending) when there is unconditional right to receive cash, and only passage of time is required, as per contractual terms. Unearned and deferred revenue ("contract liability") is recognized when there are billings in excess of revenues. The billing schedules agreed with customers could include periodic performance-based payments and/or milestone-based progress payments. Invoices are payable within contractually agreed credit period agreed with subsidiaries. Advances received for services are reported as liabilities until all conditions for revenue recognition are met.

Use of significant judgements in revenue recognition

The Company's contracts with customers could include promises to transfer multiple goods and services to a customer. The Company assesses the goods / services promised in a contract and identifies distinct performance obligations in the contract. Identification of distinct performance obligation involves judgement to determine the deliverables and the ability of the customer to benefit independently from such deliverables.

The Company has applied the practical expedient provided by Ind AS 115, whereby it does not adjust the transaction price for the effects of the time value of money where the period between when the control on goods and services transferred to the customer and when payment thereof is due, is one year or less. Any consideration payable to the customer is adjusted to the transaction price, unless it is a payment for a distinct good or service from the customer.

The Company uses judgement to determine an appropriate standalone selling price for a performance obligation. The Company allocates the transaction price to each performance obligation on the basis of the relative standalone selling price of each distinct good or service promised in the contract. Where standalone selling price is not observable, the Company uses the expected cost-plus margin approach to allocate the transaction price to each distinct performance obligation.

The Company exercises judgement in determining whether the performance obligation is satisfied at a point in time or over a period of time. The Company considers indicators such as how a customer consumes benefits as services are rendered or who controls the asset as it is being created or existence of enforceable right to payment for performance to date and alternate use of such good or service, transfer of significant risks and rewards to the customer, acceptance of delivery by the customer, etc.

The Company disaggregates revenue from contracts with customers by nature of services rendered, customer category and pattern of revenue recognition.

3.11 Earnings / (loss) per share

Basic earnings/ (loss) per share is computed by dividing the net profit for the year attributable to equity shareholders by the weighted average number of equity shares outstanding during the year. Partly paid equity shares are treated as a fraction of an equity share to the extent that they are entitled to participate in dividends relative to a fully paid equity share during the reporting year. The weighted average number of equity shares outstanding during the year is adjusted for events such as shares issued as consideration for common control transactions, bonus issue, amalgamations, bonus element in a rights issue, buyback, share split, and reverse share split (consolidation of shares) that have changed the number of equity shares outstanding, without a corresponding change in resources.

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The number of equity shares used in computing diluted earnings per share comprises the weighted average number of equity shares considered to derive the basic EPS, and also the weighted average number of equity shares that could have been issued on conversion of all the dilutive potential equity shares which are deemed converted at the beginning of reporting period, unless issued at a later date.

3.12 Tax expense

Tax expense comprises current and net change in the deferred tax asset or liability during the year. Current tax and deferred tax are recognized in standalone statement of profit and loss except to the extent that it relates to a business combination, or items recognized directly in equity or in other comprehensive income.

The Company has determined that interest and penalties related to income taxes do not meet the definition of income taxes, and therefore accounted for them as rates & taxes in the standalone statement of profit and loss.

Current tax is the expected tax payable or receivable on the taxable income or loss for the year, using tax rates enacted or substantively enacted at the reporting date, and any adjustment to tax payable in respect of previous years. The amount of tax payable or receivable is the best estimate of the tax amount expected to be paid or received that reflects uncertainty related to income taxes, if any.

Current tax assets and liabilities are offset only if it has a legally enforceable right to set off the recognized amounts and where it intends either to settle on a net basis, or to realize the asset and settle the liability simultaneously.

Deferred income tax assets and liabilities is recognized using the balance sheet approach. Deferred tax is recognized on temporary differences at the reporting date between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes, except when the deferred income tax arises from the initial recognition of goodwill or an asset or liability in a transaction that is not a business combination and affects neither accounting nor taxable profit and loss at the time of the transaction. The carrying amount of deferred income tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred income tax asset to be utilized.

The measurement of deferred taxes reflects the tax consequences that would follow the way the Company expects, at the reporting date, to recover or settle the carrying amount of its assets and liabilities. Deferred tax is measured at the tax rates that are expected to be applied to temporary differences when they reverse, based on the laws that have been enacted or substantively enacted by the reporting date.

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 realized simultaneously.

Deferred tax assets are recognized for unused tax losses, unused 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 used. Future taxable profits are determined based on the reversal of relevant taxable temporary differences. If the amount of taxable temporary differences is insufficient to recognize a deferred tax asset in full, then future taxable profits, adjusted for reversals of existing temporary differences, are considered, based on the business plans for individual subsidiaries in the Company. 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 realized; such reductions are reversed when the probability of future taxable profits improves.

Unrecognized deferred tax assets are reassessed at each reporting date and recognized to the extent that it has become probable that future taxable profits will be available against which they can be used.

In determining the amount of current and deferred tax, the Company takes into account the impact of uncertain tax positions and whether additional taxes and interest may be due. This assessment relies on estimates and assumptions and may involve a series of judgements about future events. New information may become available that causes the Company to change its judgement regarding the adequacy of existing tax liabilities; such changes to tax liabilities will impact tax expense in the period that such a determination is made.

3.13 Borrowing costs

Borrowing cost includes interest, amortization of ancillary costs incurred in connection with the arrangement of borrowings and exchange differences arising from foreign currency borrowings to the extent they are regarded as an adjustment to the interest cost.

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3.14 Other income

Interest income is recognized as it accrues in the standalone statement of profit and loss using effective interest rate method.

3.15 Share based payments arrangements

The Company measures compensation cost relating to share-based payments using the fair valuation method in accordance with Ind AS 102, Share-Based Payments. Compensation expense is amortized over the vesting period of the option on a graded basis. The options generally vest in a graded manner over the vesting period. The fair value determined at the grant date is expensed over the vesting period of the respective tranches of such options.

In Company share based payment arrangements, where the Company is either the settling entity for the share based awards or has an obligation to make payments to the parent company who is the sponsor of such awards, the awards are classified as cash settled in accordance with Ind AS. The cost of such cash-settled transactions is determined based on the fair value at the date when the grant is made and updated at each reporting date. The expected term of the awards is estimated based on the vesting term and contractual life of the award.

In Company share based payment arrangements, where the Company is neither the settling entity for the share based awards nor has an obligation to make payments to the parent company who is the sponsor of such awards, the awards are classified as equity settled in accordance with Ind AS. The cost of such equity-settled transactions is determined by the fair value at the date when the grant is made using the Black-Scholes valuation model. The expected term of the awards is estimated based on the vesting term and contractual life of the award.

The cost of cash settled transactions is recognized, together with a corresponding increase in the liability, over the period in which the performance and/or service conditions are fulfilled. The cumulative expense recognized for cash-settled transactions at each reporting date until the vesting date reflects the extent to which the vesting period has expired and the Company's best estimate of the number of equity instruments that will ultimately vest. Debit or credit in standalone statement of profit and loss for a period represents the movement in cumulative expense recognized as at the beginning and end of that period and is recognized in employee benefits expense.

When the terms and conditions of a cash-settled share-based payment transaction are modified with the result that it becomes an equity-settled share-based payment transaction, the transaction is accounted for as such from the date of the modification. Such modification has following impact on standalone financial statements :

(a) The equity-settled share-based payment transaction is measured by reference to the fair value of the equity instruments granted at the modification date. Therefore, the equity-settled share-based payment transaction is recognized in equity on the modification date to the extent to which services have been received.

(b) The liability recognized previously for the cash-settled share-based payment transaction as at the modification date is derecognized on modification date.

(c) Any difference between the carrying amount of the liability derecognized and the amount of equity recognized on the modification date is recognized immediately in profit or loss.

3.16 Investment in subsidiaries

Investment in equity instruments of subsidiaries are measured at cost less impairment, if any.

3.17 Cash dividend to the equity holders of the Company

The Company recognizes a liability to make cash distributions to equity holders of the Company when the distribution is authorized, and the distribution is no longer at the discretion of the Company. Final dividends on shares is recorded as a liability on the date of approval by the shareholders and interim dividends are recorded as a liability on the date of declaration by the Company's Board of Directors.

Notes to the Standalone Financial Statements

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4 PROPERTY, PLANT AND EQUIPMENT AND CAPITAL WORK-IN PROGRESS

Particulars	Leasehold improvements	Computers	Office equipment	Furniture and fixtures	Vehicles	Total	Capital-work-in -progress*
Cost							
Balance As at 01st April 2024	**292.07**	**854.63**	**38.80**	**38.67**	**7.70**	**1,231.87**	**47.28**
Additions	121.56	386.35	46.08	46.94	3.32	604.25	0.07
Capitalized during the year	-	-	-	-	-	-	(47.28)
Disposals	(228.08)	(77.14)	(10.79)	(19.97)	-	(335.98)	-
Balance As at 31st March 2025	**185.55**	**1,163.84**	**74.09**	**65.64**	**11.02**	**1,500.14**	**0.07**
Balance As at 01st April 2025	**185.55**	**1,163.84**	**74.09**	**65.64**	**11.02**	**1,500.14**	**0.07**
Additions	109.72	409.10	37.93	21.15	-	577.90	0.00
Capitalized during the year	-	-	-	-	-	-	(0.07)
Disposals	(2.62)	(27.37)	(3.28)	(8.61)	-	(41.88)	-
Balance As at 31st March 2026	**292.65**	**1,545.57**	**108.74**	**78.18**	**11.02**	**2,036.16**	**0.00**
Accumulated depreciation							
Balance As at 01st April 2024	**43.20**	**248.92**	**9.45**	**11.89**	**1.32**	**314.78**	**-**
Charge for the year	199.20	196.99	13.49	8.05	1.27	419.00	-
Disposals	(224.09)	(73.29)	(7.15)	(14.47)	-	(319.00)	-
Balance As at 31st March 2025	**18.31**	**372.62**	**15.79**	**5.47**	**2.59**	**414.78**	**-**
Balance As at 01st April 2025	**18.31**	**372.62**	**15.79**	**5.47**	**2.59**	**414.78**	**-**
Charge for the year	49.11	237.45	21.71	8.63	1.43	318.33	-
Disposals	(1.44)	(25.91)	(2.03)	(6.91)	-	(36.29)	-
Balance As at 31st March 2026	**65.98**	**584.16**	**35.47**	**7.19**	**4.02**	**696.82**	**-**
Net block as at 31st March 2025	**167.24**	**791.22**	**58.30**	**60.17**	**8.43**	**1,085.36**	**0.07**
Net block as at 31st March 2026	**226.67**	**961.41**	**73.27**	**70.99**	**7.00**	**1,339.34**	**0.00**

*Capital-work-in -progress (CWIP) ageing schedule

As at 31st March 2025

Particulars	Amount in CWIP for a period of				
	Less than 1 year	1-2 years	2-3 years	More than 3 year	Total
Project in progress	0.07	-	-	-	**0.07**
Projects temporarily suspended	-	-	-	-	-
Total	**0.07**	-	-	-	**0.07**

As at 31st March 2026

Particulars	Amount in CWIP for a period of				
	Less than 1 year	1-2 years	2-3 years	More than 3 year	Total
Project in progress	-	-	-	-	-
Projects temporarily suspended	-	-	-	-	-
Total	-	-	-	-	-

There are no projects for which completion is overdue compared to original plan and no costs exceeding budgeted cost as at 31st March 2026 and 31st March 2025.

Notes to the Standalone Financial Statements

for the year ended 31st March 2026

(All amounts are in Indian Rupees millions, unless otherwise stated)

5 RIGHT-OF-USE ASSETS

Particulars	Buildings* (Including leasehold improvements)
Cost	
Balance As at 01st April 2024	**3,051.94**
Additions	1,108.81
Adjustments on account of lease modification / early termination	(1,232.64)
Balance As at 31st March 2025	**2,928.11**
Balance As at 01st April 2025	**2,928.11**
Additions	367.12
Disposals on completion of lease term	(98.33)
Balance As at 31st March 2026	**3,196.90**
Accumulated depreciation	
Balance As at 01st April 2024	**888.02**
Charge for the year	559.08
Adjustments on account of lease modification / early termination	(610.29)
Balance As at 31st March 2025	**836.81**
Balance As at 01st April 2025	**836.81**
Charge for the year	535.00
Disposals on completion of lease term	(98.33)
Balance As at 31st March 2026	**1,273.48**
Net block as at 31st March 2025	**2,091.30**
Net block as at 31st March 2026	**1,923.42**

** Includes leasehold improvements at certain leased buildings. The Company considers such leasehold improvements taken on lease to be an integral part of the related building.*

Note:

1 *The Company leases buildings and leasehold improvements to conduct its business in the ordinary course. The leases typically are for a period of 2 to 10 years.*

2 *Amounts recognised in the standalone statement of profit and loss*

Particulars	For the year ended 31st March 2026	For the year ended 31st March 2025
(a) Depreciation charge of Right-of-use assets		
- Buildings (including leasehold improvements)	535.00	559.08
(b) Interest expense (included in finance costs)	185.52	182.00
(c) Expenses relating to short-term leases (included in other expenses)	62.54	55.63
	783.06	**796.71**

3 For the year ended 31st March 2026, the total cash outflows for leases,including short-term leases and low-value assets amounted to ₹ 691.34 Million (31st March 2025 : ₹ 638.90 Million).

Notes to the Standalone Financial Statements

for the year ended 31st March 2026

(All amounts are in Indian Rupees millions, unless otherwise stated)

6 GOODWILL

Particulars	As at 31st March 2026	As at 31st March 2025
Opening balance	20,993.22	20,993.22
Movement during the year	-	-
Closing balance	**20,993.22**	**20,993.22**

For the purpose of impairment testing, goodwill has been allocated to the Company's CGU's as follows:

Particulars	As at 31st March 2026	As at 31st March 2025
Provider business	2,099.32	2,099.32
Payer business	18,893.90	18,893.90
	20,993.22	**20,993.22**

Impairment test of Goodwill

Goodwill is tested for impairment at each reporting date.The recoverable amount of a CGU is the higher of its fair value less cost of disposal and its value-in-use.The recoverable amount of the CGUs was determined based on its value-in-use.The value-in-use is determined based on cash flow projections over a period of five years and terminal growth rate there after. The key assumptions used in the estimation of the value-in-use are set out below. The values assigned to revenue and EBITDA growth rates are based on management's assessment of future trends in the relevant businesses and are also based on historical data from both internal and external sources.Terminal growth rates (beyond 5 years) and the discount rate for goodwill impairment purposes have been estimated based on macroeconomic conditions and business factors prevelant in USA being the sole customer geography.

Following key assumptions were considered while performing impairment testing of Goodwill : -

Assumptions for Payer business

Particulars	As at 31st March 2026	As at 31st March 2025
Discount rate	14.00%	13.00%
Terminal growth rate	5.00%	5.00%
EBITDA margin (average of next five years)	26.52%	27.20%
Revenue growth rate (average of next five years)	14.10%	15.40%

Assumptions for Provider business

Particulars	As at 31st March 2026	As at 31st March 2025
Discount rate	14.00%	13.00%
Terminal growth rate	5.00%	5.00%
EBITDA margin (average of next five years)	26.52%	27.20%
Revenue growth rate (average of next five years)	14.10%	15.40%

The projections cover a period of five years, as management believes this to be the most appropriate timescale over which to review and consider annual performances, before applying a fixed terminal growth rate to the final year cash flows. The growth rates used to estimate future performance (revenue, cost of services, operating expenses, etc) are based on the reasonable estimates considering past performance.

The discount rate is a post tax measure and based on the Weighted Average Cost of Capital ('WACC') which represents the weighted average return attributable to all the assets of the CGU. These estimates are likely to differ from future actual results of operations and cash flows. Management believes that any reasonably possible changes in the key assumptions mentioned above would not cause the carrying amount to exceed the recoverable amount of the CGU's as at 31 March 2026 and 31 March 2025.

Notes to the Standalone Financial Statements

for the year ended 31st March 2026

(All amounts are in Indian Rupees millions, unless otherwise stated)

Recoverable amount of the CGU's exceeded their carrying amounts, and hence no impairment losses were recognized during the years ended 31st March 2026 and 31st March 2025.

7 OTHER INTANGIBLE ASSETS

Particulars	Software and Technology	Total	Intangible assets under development
Cost			
Balance As at 01st April 2024	**79.72**	**79.72**	**-**
Additions	0.46	0.46	-
Balance As at 31st March 2025	**80.18**	**80.18**	**-**
Balance As at 01st April 2025	**80.18**	**80.18**	**-**
Additions	-	-	36.74
Balance As at 31st March 2026	**80.18**	**80.18**	**36.74**
Accumulated amortization			
Balance As at 01st April 2024	**49.98**	**49.98**	**-**
Charge for the year	13.67	13.67	**-**
Balance As at 31st March 2025	**63.65**	**63.65**	**-**
Balance As at 01st April 2025	**63.65**	**63.65**	**-**
Charge for the year	9.20	9.20	-
Balance As at 31st March 2026	**72.84**	**72.84**	**-**
Net block as at 31st March 2025	**16.53**	**16.53**	**-**
Net block as at 31st March 2026	**7.34**	**7.34**	**36.74**

Remaining useful life of other intangible assets (in years)

Particulars	As at 31st March 2026	As at 31st March 2025
Software	1 - 4.75	2 - 5.75

There are no intangible assets under development whose completion is overdue or has exceeded is cost compared to its original plan as at 31st March 2026 and 31st March 2025.

8 OTHER FINANCIAL ASSETS (NON-CURRENT)

Particulars	As at 31st March 2026	As at 31st March 2025
Unquoted equity instruments		
Investments in subsidiaries carried at cost		
1,000,001 (31st March 2025 : 1,000,001) equity shares of US $1 each in Sagility Philippines B.V.	14,590.25	14,590.25
280,924.45 (31st March 2025 : 231,624.6) equity shares of US $ 0.001 each in Sagility (US) Holding Inc.	63,539.49	63,539.49
	78,129.74	**78,129.74**
Aggregate value of unquoted investments	78,129.74	78,129.74
Aggregate amount of impairment in value of investments	-	-

** For transactions with related parties - Refer note 38*

Notes to the Standalone Financial Statements

for the year ended 31st March 2026

(All amounts are in Indian Rupees millions, unless otherwise stated)

9 OTHER FINANCIAL ASSETS (NON-CURRENT)

Particulars	As at 31st March 2026	As at 31st March 2025
Unsecured, considered good		
Security deposits	353.71	314.81
	353.71	**314.81**

10 OTHER TAX ASSETS (NET)

Particulars	As at 31st March 2026	As at 31st March 2025
Advance tax, net of provision for tax	107.51	7.69
	107.51	**7.69**

11 OTHER ASSETS (NON-CURRENT)

Particulars	As at 31st March 2026	As at 31st March 2025
Unsecured, considered good		
Capital advance	-	15.40
Prepaid expenses	21.66	36.42
Balances with statutory / government authorities	59.40	24.11
	81.06	**75.93**

12 INVESTMESTS (CURRENT)

Particulars	As at 31st March 2026	As at 31st March 2025
Financial instruments at FVTPL		-
Short-term mutual funds	3,073.38	-
	3,073.38	**-**

Particulars	No of Units	NAV (₹)	As at 31st March 2026
Quoted Mututal Funds			
India			
ABSL Savings Fund-Direct Growth	3,43,705	585.00	201.07
ABSL Liquid Fund-Direct Growth	4,58,749	445.05	204.17
Axis Liquid Fund - Direct Growth	32,717	3,064.63	100.27
Axis Money Market Fund Direct Growth	1,32,655	1,512.20	200.60
HDFC Money Market Fund	33,120	6,102.51	202.11
HDFC Ultra Short Term Fund	37,207	5,409.88	201.28
ICICI Liqiuid fund- DP growth	4,96,162	407.68	202.28
ICICI Money market Fund-Direct Growth	3,76,772	402.02	151.47
Kotak Liquid Direct Growth	36,514	5,565.46	203.22
Kotak Money Market Direct Growth	42,810	4,744.66	203.12
Kotak Savings Funs-Direct plan-Growth	20,62,655	47.06	97.07
Nippon India Liquid Fund - Direct Plan Growth Plan	30,002	6,744.11	202.34
Nippon India Money Market Fund - Direct Growth Plan Growth Option	45,912	4,400.04	202.02

Notes to the Standalone Financial Statements

for the year ended 31st March 2026

(All amounts are in Indian Rupees millions, unless otherwise stated)

Particulars	No of Units	NAV (₹)	As at 31st March 2026
SBI Savings Fund- Direct Plan-Growth	43,04,897	46.51	200.21
SBI Liquid Fund Direct Growth	34,924	4,306.11	150.39
Tata Money Market Fund Direct Plan-Growth	39,867	5,039.13	200.88
Tata Liquid Fund Direct Plan-Growth	34,690	4,349.71	150.88
Total			**3,073.38**

13 TRADE RECEIVABLES

Particulars	As at 31st March 2026	As at 31st March 2025
Trade receivables from contracts with customers - billed	3,844.70	7,762.59
Trade receivables from contract with customers - unbilled^	1,248.56	1,133.38
	5,093.26	**8,895.97**

^The receivable is 'unbilled' as the Company has not yet issued an invoice; however, the balance has been included under trade receivables (as opposed to contract assets) as the Company has an unconditional right to consideration and only the act of invoicing is pending.

Particulars	As at 31st March 2026	As at 31st March 2025
Unsecured, considered good		
Trade receivables	5,093.26	8,895.97
Significant increase in credit risk		
Trade receivables	-	-
Allowance for doubtful receivables	-	-
	5,093.26	**8,895.97**

Ageing of trade receivables

As at 31st March 2026

Particulars	Unbilled receivables	Not due	Outstanding for following periods from due date of payment					
			Less than 6 months	6 months -1 year	1-2 years	2-3 years	More than 3 years	Total
(i) Undisputed Trade receivables - considered good	1,248.56	3,844.70	-	-	-	-	-	5,093.26
(ii) Undisputed Trade receivables - which have significant increase in credit risk	-	-	-	-	-	-	-	-
(iii) Undisputed Trade receivables - credit impaired	-	-	-	-	-	-	-	-
(iv) Disputed Trade receivables - considered good	-	-	-	-	-	-	-	-
(v) Disputed Trade receivables - which have significant increase in credit risk	-	-	-	-	-	-	-	-
(vi) Disputed Trade receivables - credit impaired	-	-	-	-	-	-	-	-
Total	**1,248.56**	**3,844.70**	**-**	**-**	**-**	**-**	**-**	**5,093.26**
Allowance for doubtful receivables								-
Total								**5,093.26**

Notes to the Standalone Financial Statements

for the year ended 31st March 2026

(All amounts are in Indian Rupees millions, unless otherwise stated)

As at 31st March 2025

Particulars	Unbilled receivables	Not due	Outstanding for following periods from due date of payment					
			Less than 6 months	6 months -1 year	1-2 years	2-3 years	More than 3 years	Total
(i) Undisputed Trade receivables - considered good	1,133.37	4,720.63	3,041.96	-	-	-	-	8,895.97
(ii) Undisputed Trade receivables - which have significant increase in credit risk	-	-	-	-	-	-	-	-
(iii) Undisputed Trade receivables - credit impaired	-	-	-	-	-	-	-	-
(iv) Disputed Trade receivables - considered good	-	-	-	-	-	-	-	-
(v) Disputed Trade receivables - which have significant increase in credit risk	-	-	-	-	-	-	-	-
(vi) Disputed Trade receivables - credit impaired	-	-	-	-	-	-	-	-
Total	**1,133.37**	**4,720.63**	**3,041.96**	**-**	**-**	**-**	**-**	**8,895.97**
Allowance for doubtful receivables								-
Total								**8,895.97**

14 CASH AND CASH EQUIVALENTS

Particulars	As at 31st March 2026	As at 31st March 2025
Balances with banks		
- in current accounts	533.31	191.66
- in Exchange Earners Foreign Currency ("EEFC") accounts	0.12	0.28
- in deposit accounts (original maturity within 3 months)	360.00	707.50
	893.43	**899.44**

15 BANK BALANCES OTHER THAN CASH AND CASH EQUIVALENTS

Particulars	As at 31st March 2026	As at 31st March 2025
Deposits with original maturity of more than three months but less than twelve months	2,100.00	-
	2,100.00	**-**

16 OTHER FINANCIAL ASSETS (CURRENT)

Particulars	As at 31st March 2026	As at 31st March 2025
Unsecured, considered good		
Security deposits	60.57	141.43
Other receivables*	58.46	92.89
Loan to employees	19.25	-
Derivative assets (refer note 40)	-	1.44
Accrued Interest		
- deposits	18.23	0.63
	156.51	**236.39**

** For transactions with related parties - Refer note 38*

Notes to the Standalone Financial Statements

for the year ended 31st March 2026

(All amounts are in Indian Rupees millions, unless otherwise stated)

17 OTHER ASSETS (CURRENT)

Particulars	As at 31st March 2026	As at 31st March 2025
Advances to suppliers	54.80	40.46
Advances to employees	-	28.33
Prepaid expenses	384.52	330.54
Balances with statutory / government authorities	498.88	551.08
	938.20	**950.41**

18 EQUITY SHARE CAPITAL

Particulars	As at 31st March 2026	As at 31st March 2025
Authorised		
10,000,000,000 (31st March 2025 : 10,000,000,000) equity shares of ₹ 10/- each	1,00,000.00	1,00,000.00
	1,00,000.00	**1,00,000.00**
Issued, subscribed and paid-up ^		
4,681,328,413 (31st March 2025 : 4,681,328,413) equity shares of ₹ 10/- each, fully paid	46,792.74	46,792.74
	46,792.74	**46,792.74**

^ During the year ended 31st March 2025, the Company has completed an Initial Public Offer of 702,199,262 equity shares having a face value of ₹ 10 each, at an issue price of ₹ 30 each. The entire issue comprised of an offer for sale by the Company's Promoter and immediate Holding Company - Sagility B.V.

Notes:

a) Reconciliation of the number of equity shares outstanding at the beginning and at the end of the reporting period:

Equity shares	No. of shares	Amount
Balance As at 01st April 2024	4,28,73,36,495	42,852.82
Changes in equity share capital due to prior period error	-	-
Changes in equity share capital during the year (refer note 18 e)	39,39,91,918	3,939.92
Balance As at 31st March 2025	**4,68,13,28,413**	**46,792.74**
Balance As at 01st April 2025	4,68,13,28,413	46,792.74
Changes in equity share capital during the year	-	-
Balance As at 31st March 2026	**4,68,13,28,413**	**46,792.74**

b) Shareholders holding more than 5% of equity shares of the Company:

Name of the shareholder	As at 31st March 2026		As at 31st March 2025	
	No. of shares	% holding	No. of shares	% holding
Equity shares				
Sagility B.V.	2,38,51,29,151	50.95%	3,85,71,29,152	82.39%

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

Notes to the Standalone Financial Statements

for the year ended 31st March 2026

(All amounts are in Indian Rupees millions, unless otherwise stated)

c) Details of shareholding of Promoters:

Name of the promoter	As at 31st March 2026			As at 31st March 2025		
	No. of shares	% holding	% change during the year	No. of shares	% holding	% change during the year
Sagility B.V. *	2,38,51,29,151	50.95%	(31.43%)	3,85,71,29,152	82.39%	(17.61%)
Sagility Philippines B.V.^	-	-	-	-	-	(0.01%)

^ 1 share was held by Sagility Philippines B.V. as nominee on behalf of Sagility B.V.

d) Terms/ rights attached to equity shares:

The Company has only one class of equity shares having a par value of ₹ 10 per share. Each holder of equity shares, as reflected in the records of the Company as of the date of the shareholders meeting, is entitled to one vote in respect of each share held for all matters submitted to vote in the shareholders meeting. The equity shares are entitled to receive dividend as declared from time to time subject to approval of the shareholders at the ensuing Annual General Meeting.

In the event of liquidation of the Company, the holders of equity shares will be entitled to receive remaining assets of the Company after distribution of all preferential amounts, if any. The distribution will be in the proportion to the number of equity shares held by the shareholders.

e) Aggregate number of shares issued for consideration other than cash:

The Company has not made any buy-back, nor there has been an issue of shares by way of bonus shares during the period from incorporation up to 31st March 2026. During the year ended 31st March 2025, the company had issued 393,991,918 shares of ₹10 each along with a premium of ₹ 18.3 each were issued for consideration other than cash.

f) No shares are reserved for issue under options.

19 OTHER EQUITY

Particulars	As at 31st March 2026	As at 31st March 2025
(i) Securities premium		
Balance at the beginning of the year	50,523.71	43,241.01
Add: movement during the year (refer note 18)	-	7,210.72
Add: Share issue expenses reimbursed	-	71.98
Balance at the end of the year - (A)	**50,523.71**	**50,523.71**
(ii) Effective portion of cashflow hedge		
Balance at the beginning of the year	(38.06)	31.49
Add: movement during the year (net)	(711.39)	(69.55)
Balance at the end of the year	**(749.45)**	**(38.06)**
(iii) Share based payments reserve		
Balance at the beginning of the year	719.35	-
Add: Impact of modification of share based payment awards	-	562.82
Add: Expenses relating to share based payment awards	72.21	156.53
Balance at the end of the year	**791.56**	**719.35**

Notes to the Standalone Financial Statements

for the year ended 31st March 2026

(All amounts are in Indian Rupees millions, unless otherwise stated)

Particulars	As at 31st March 2026	As at 31st March 2025
(vi) Retained earnings		
Balance at the beginning of the year	3,699.63	1,022.32
Add: Profit for the year	3,507.92	2,714.82
Add: Re-measurements gains/ (losses) on defined employee benefit plans (net of tax)	(76.41)	(37.51)
Less: Appropriations		
-Dividends*	(234.07)	-
Balance at the end of the year	**6,897.07**	**3,699.63**
Total Other components of the equity (sum of ii to iv) **- (B)**	**6,939.18**	**4,380.92**
Total (A+B)	**57,462.89**	**54,904.63**

**During the year, the Company's Board of Directors, at their meeting held on 29th October 2025, approved an interim dividend of ₹0.05/- per equity share . The interim dividend was paid on 26th November 2025. This has resulted in cash outflow of ₹233.89 Million.*

Pursuant to the requirements of Division II to Schedule III, below is the nature and purpose of each reserve:

Nature & purpose of reserves

(i) Securities premium

Securities premium is used to record the premium on issue of shares. The reserve is utilised in accordance with the provisions of Section 52 of the Companies Act, 2013.

(ii) Effective portion of cashflow hedge

Cumulative changes in the fair value of financial instruments designated and effective as a hedge are recognized in this reserve through OCI (net of taxes). Amounts recognized in the Effective portion of cashflow hedge are reclassified to the standalone statement of profit and loss when the underlying transaction occurs.

(iii) Share based payments reserve

Share based payments reserve is used to record the fair value of equity-settled share-based payment transactions. This represents a restricted reserve and is not available for dividend distributions.

(iv) Retained earnings

Retained earnings comprises of prior and current year undistributed earnings / (losses) after tax.

20 BORROWINGS

Particulars	As at 31st March 2026	As at 31st March 2025
Non-current		
Unsecured borrowings from related parties (Refer note 38)		
8% p.a 13,000 Non-convertible bonds of ₹ 1,000,000 each [Refer note (A)]	-	5,670.42
	-	**5,670.42**
Current		
Unsecured borrowings from related parties (Refer note 38)		
8% p.a 13,000 Non-convertible bonds of ₹ 1,000,000 each [Refer note (A)]	5,670.42	2,350.00
Interest accrued but not due	105.31	149.14
	5,775.73	**2,499.14**
Total	**5,775.73**	**8,169.56**

** For transactions with related parties, refer note 38*

Notes to the Standalone Financial Statements

for the year ended 31st March 2026

(All amounts are in Indian Rupees millions, unless otherwise stated)

Note:

A. (i) On 04th January 2022, the Company allotted 13,000 Non-convertible bonds ("NCB") at a face value of ₹ 10,00,000 each to Sagility B.V. (the immediate holding company)

(ii) The term of the NCB is 60 (Sixty) months from contractual agreed drawdown date. i.e. 04 January 2022.

(iii) The NCB's are entitled to a fixed coupon rate of interest at 8% per annum.

(iv) The NCB's can be fully or partially repaid before the contractual repayment dates, subject to compliance with applicable regulations in India

During the year ended 31st March 2026 total repayment of borrowings amounted to ₹ 2,350.00 Million (31st March 2025: ₹ 2,489.58 Million).

Revised Repayment schedule (as at 31st March 2026)

Scheduled redemption (repayment) date	Redemption/ Repayment amount (₹ in Million)
04th July 2026	1,496.00
04th January 2027	4,174.42

B. Net debt reconciliation

(i) This section sets out an analysis of net debt and the movements in net debt for each of the periods presented:

Particulars	As at 31st March 2026	As at 31st March 2025
Cash and cash equivalents	893.43	899.44
Bank balances other than Cash and cash equivalents	2,100.00	-
Borrowings (including interest payable)	(5,775.73)	(8,169.56)
Lease liabilities	(2,094.34)	(2,191.87)
Net debt	**(4,876.64)**	**(9,461.99)**

(ii) Movement of net debt

Particulars	Other assets		Liabilities from financing activities		Total
	Cash and cash equivalents	Bank Balance other than Cash and cash equivalents	Lease liabilities	Borrowings (including interest payable)	
Net debt as at 01st April 2025	899.44	-	(2,191.88)	(8,169.55)	(9,461.99)
Cash flows	(6.01)	2,100.00	443.28	2,350.00	4,887.27
Interest paid	-	-	185.52	586.92	772.44
Non-cash items					
Additions	-	-	(345.74)	-	(345.74)
Interest expense	-	-	(185.52)	(543.09)	(728.61)
Net debt as at 31st March 2026	**893.43**	**2,100.00**	**(2,094.34)**	**(5,775.73)**	**(4,876.64)**

Notes to the Standalone Financial Statements

for the year ended 31st March 2026

(All amounts are in Indian Rupees millions, unless otherwise stated)

Particulars	Other assets	Liabilities from financing activities		Total
	Cash and cash equivalents	Lease liabilities	Borrowings (including interest payable)	
Net debt as at 01st April 2024	209.31	(2,337.82)	(10,708.18)	(12,836.69)
Cash flows	690.13	401.26	2,489.58	3,580.97
Cash flow pursuant to purchase option payment (investing activity in statement of cash flows)	-	20.00	-	20.00
Interest paid	-	182.00	799.81	981.81
Non-cash items				
Additions	-	(1,018.10)	-	(1,018.10)
Deletions	-	742.78	-	742.78
Interest expense	-	(182.00)	(750.76)	(932.76)
Net debt as at 31st March 2025	**899.44**	**(2,191.88)**	**(8,169.55)**	**(9,461.99)**

21 LEASE LIABILITIES

Particulars	As at 31st March 2026	As at 31st March 2025
Carried at amortized cost		
Non-current		
Lease liabilities	1,580.36	1,770.98
Current		
Lease liabilities	513.98	420.89
Total	**2,094.34**	**2,191.87**

22 OTHER FINANCIAL LIABILITIES (NON-CURRENT)

Particulars	As at 31st March 2026	As at 31st March 2025
Derivative liabilities (refer note 40)	101.31	4.46
	101.31	**4.46**

23 PROVISION FOR EMPLOYEE BENEFIT OBLIGATIONS

Non-current

Particulars	As at 31st March 2026	As at 31st March 2025
Provision for employee benefits (refer note 39)		
- Gratuity	857.18	413.70
	857.18	**413.70**

Notes to the Standalone Financial Statements

for the year ended 31st March 2026

(All amounts are in Indian Rupees millions, unless otherwise stated)

24 TRADE PAYABLES

Particulars	As at 31st March 2026	As at 31st March 2025
Total outstanding dues of micro enterprises and small enterprises	242.65	135.14
Total outstanding dues of creditors other than micro enterprises and small enterprises *	517.79	601.26
	760.44	**736.40**

** For transactions with related parties - refer note 38*

Ageing of trade payables

^ MSME stands for Micro enterprises and small enterprises

As at 31st March 2026

Particulars	Unbilled dues	Not due	Outstanding for following period from due date of payment				
			Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) Undisputed dues - MSME^	213.10	-	29.55	-	-	-	242.65
(ii) Undisputed dues - Others	428.27	21.22	68.30	-	-	-	517.79
(iii) Disputed dues - MSME^	-	-	-	-	-	-	-
(iv) Disputed dues - Others	-	-	-	-	-	-	-
Total	**641.37**	**21.22**	**97.85**	**-**	**-**	**-**	**760.44**

As at 31st March 2025

Particulars	Unbilled dues	Not due	Outstanding for following period from due date of payment				
			Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) Undisputed dues - MSME^	124.04	0.04	10.49	0.57	-	-	135.14
(ii) Undisputed dues - Others	545.58	24.29	30.89	0.50	-	-	601.26
(iii) Disputed dues - MSME^	-	-	-	-	-	-	-
(iv) Disputed dues - Others	-	-	-	-	-	-	-
Total	**669.62**	**24.33**	**41.38**	**1.07**	**-**	**-**	**736.40**

25 OTHER FINANCIAL LIABILITIES (CURRENT)

Particulars	As at 31st March 2026	As at 31st March 2025
Creditors for capital goods	40.03	8.75
Derivative liabilities (refer note 40)	899.07	41.16
Employee benefits payable	505.65	326.01
Other payables*	345.54	411.52
	1,790.29	**787.44**

** For transactions with related parties - refer note 38*

Notes to the Standalone Financial Statements

for the year ended 31st March 2026

(All amounts are in Indian Rupees millions, unless otherwise stated)

26 OTHER LIABILITIES (CURRENT)

Particulars	As at 31st March 2026	As at 31st March 2025
Statutory dues	202.31	220.76
	202.31	**220.76**

**** Breakup of Statutory dues includes:***

Particulars	As at 31st March 2026	As at 31st March 2025
Tax deducted at source	104.74	130.70
Employees state insurance corporation	8.92	8.95
Provident fund	83.60	76.26
Profession tax	5.05	4.85
	202.31	**220.76**

27 PROVISION FOR EMPLOYEE BENEFIT OBLIGATIONS

Current

Particulars	As at 31st March 2026	As at 31st March 2025
Provision for employee benefits (refer note 39)		
- Gratuity	150.46	112.87
- Compensated absences	446.08	341.17
	596.54	**454.04**

28 CURRENT TAX LIABILITIES (NET)

Particulars	As at 31st March 2026	As at 31st March 2025
Provision for tax, net of advance tax	0.13	3.70
	0.13	**3.70**

29 REVENUE FROM OPERATIONS

Particulars	For the year ended 31st March 2026	For the year ended 31st March 2025
Revenue from contracts with customers		
Revenue from sale of services*	20,068.75	17,194.33
Losses from cashflow hedges	(359.81)	(27.48)
Total	**19,708.94**	**17,166.85**

** For transactions with related parties, refer note 38*

Notes to the Standalone Financial Statements

for the year ended 31st March 2026

(All amounts are in Indian Rupees millions, unless otherwise stated)

Particulars	For the year ended 31st March 2026	For the year ended 31st March 2025
Revenue from contracts with customers		
Revenue from sale of services*	20,068.75	17,194.33
Losses from cashflow hedges	(359.81)	(27.48)
Total	**19,708.94**	**17,166.85**

Disclosures required under Ind AS 115 - Revenue from contracts with customers

A) Disaggregation of revenue information

a) In the following table, revenues from contracts with customers is disaggregated by major service lines and contract type. The Company believes that this disaggregation best depicts how the nature, amount, timing and uncertainty of our revenues and cashflows are effected by industry, market and other economic factors.

Particulars	For the year ended 31st March 2026	For the year ended 31st March 2025
Major service line		
Business process management services	20,068.75	17,194.33
Losses from cashflow hedges	(359.81)	(27.48)
	19,708.94	**17,166.85**

B) Recognition of revenue over the period of time or at a point in time

Particulars	For the year ended 31st March 2026	For the year ended 31st March 2025
Revenue recognized over time	20,068.75	17,194.33
Losses from cashflow hedges	(359.81)	(27.48)
	19,708.94	**17,166.85**

C) Recognition of revenue as per customer category

Particulars	For the year ended 31st March 2026	For the year ended 31st March 2025
Customer category		
Payer	17,110.79	14,604.23
Provider	2,957.96	2,590.10
	20,068.75	**17,194.33**

D) Reconciliation of revenue recognised with contract price

Particulars	For the year ended 31st March 2026	For the year ended 31st March 2025
Contract price	20,068.75	17,194.33
Adjustments for:		
Addition on account of variable consideration (contingent revenue)	-	-
Reduction towards variable consideration components such as penalty, cash and volume discount	-	-
Revenue from contracts with customers	**20,068.75**	**17,194.33**

Notes to the Standalone Financial Statements

for the year ended 31st March 2026

(All amounts are in Indian Rupees millions, unless otherwise stated)

E) Contract balances

The following table provides information about receivables, contract assets and contract liabilities from contracts with customers.

Particulars	Note	As at 31st March 2026	As at 31st March 2025
Receivables, which are included in "trade receivables"	13	5,093.26	8,895.97

F) The remaining performance obligation disclosure provides the aggregate amount of the transaction price yet to be recognized as revenue and an explanation as to when the Company expects to recognize these amounts in revenue. Unsatisfied or partially satisfied Performance obligations are subject to variability due to several factors such as termination, changes in contract scope, re-validation of estimates and economic factors. Applying the practical expedient as given in Ind AS 115, the Company has not disclosed the remaining performance obligation related disclosures for contracts where the revenue recognized corresponds directly with the value to the customer of the Group's performance completed to date.

The aggregate value of performance obligations that are completely or partially unsatisfied as of 31st March 2026 is Nil (31st March 2025: Nil).

30 OTHER INCOME

Particulars	For the year ended 31st March 2026	For the year ended 31st March 2025
Interest income under the effective interest rate method on financial assets carried at amortised cost		
- Fixed deposits	53.56	12.31
- Security deposits	30.91	37.57
- on income tax refund	-	46.13
Other non-operating income		
Net foreign exchange gain	540.92	244.63
Net gain from investments classified as FVTPL	68.56	-
Gain on lease modification	-	107.85
Miscellaneous income	18.67	56.54
	712.62	**505.03**

31 EMPLOYEE BENEFITS EXPENSE

Particulars	For the year ended 31st March 2026	For the year ended 31st March 2025
Salaries, bonus and allowances	9,124.93	7,576.97
Contribution to provident and other funds	573.72	516.99
Defined benefit plan expenses (refer note 39)	124.35	89.17
Share based payment awards (refer note 46)	72.21	646.70
Compensated absences	171.26	137.05
Staff welfare expenses	388.04	391.51
Others	1.50	-
	10,456.01	**9,358.39**

Notes to the Standalone Financial Statements

for the year ended 31st March 2026

(All amounts are in Indian Rupees millions, unless otherwise stated)

32 FINANCE COSTS

Particulars	For the year ended 31st March 2026	For the year ended 31st March 2025
Interest expense on financial liabilities carried at amortized cost		
- Long-term borrowings from related parties *		
On 8% p.a 13,000 non-convertible bonds	543.09	750.76
- Lease liabilities	185.52	182.00
	728.61	**932.76**

* For transactions with related parties - refer note 38

33 DEPRECIATION AND AMORTIZATION EXPENSE

Particulars	For the year ended 31st March 2026	For the year ended 31st March 2025
Depreciation on property, plant and equipment (refer note 4)	318.33	419.00
Depreciation on right of use assets (refer note 5)	535.00	559.08
Amortization on other intangible assets (refer note 7)	9.20	13.67
	862.53	**991.75**

34 OTHER EXPENSES

Particulars	For the year ended 31st March 2026	For the year ended 31st March 2025
Legal and professional fees	680.58	466.08
Software subscription charges	887.30	513.95
Travelling and conveyance	695.23	676.74
Communication expenses	228.88	196.75
Power and fuel	93.29	123.37
Marketing expenses	73.31	65.83
Insurance charges	48.18	54.84
Security expenses	94.75	61.71
Housekeeping charges	75.77	67.04
Recruitment expenses	118.72	33.89
Rent*	62.54	55.63
Payment to auditors	26.03	22.50
Rates and taxes	3.90	2.80
Hire charges	45.03	30.19
Membership and subscription charges	33.73	30.39
Outsourced manpower	30.77	47.37
Repairs and maintenance		
-computers	43.87	7.70
-building	176.76	194.09
-others	1.70	20.02
Postage and courier	1.47	-
Loss on sale of property, plant & equipment	1.36	3.71
CSR expenses	31.26	7.93
Miscellaneous expenses	11.99	6.95
	3,466.42	**2,689.48**

**Represent lease rentals for short term leases.*

Notes to the Standalone Financial Statements

for the year ended 31st March 2026

(All amounts are in Indian Rupees millions, unless otherwise stated)

Note

Payment to auditors (excluding Goods and Services Tax)

Particulars	For the year ended 31st March 2026	For the year ended 31st March 2025
Statutory audit	24.00	22.20
Other audit engagements	-	-
Reimbursement of expenses	2.03	0.30
	26.03	**22.50**

35 INCOME TAX

The major components of income tax expense for the year ended 31st March 2026 and 31 March 2025 are:

Standalone Statement of profit and loss section

Particulars	For the year ended 31st March 2026	For the year ended 31st March 2025
Tax expense:		
Current tax	1,030.07	827.56
Deferred tax	41.77	157.12
Income tax expense reported in the standalone statement of profit and loss for the year	**1,071.84**	**984.68**

OCI Section

Deferred tax related to items recognised in OCI during the year:

Particulars	For the year ended 31st March 2026	For the year ended 31st March 2025
Items that will not be reclassified subsequently to the statement of profit and loss		
Re-measurements (losses)/ gains on defined employee benefit plans	25.70	12.62
Items that will reclassified subsequently to the statement of profit and loss		
Change in fair value of derivatives designated as cash flow hedges	240.66	22.19
	266.36	**34.81**

Reconciliation of tax expense and the accounting profit multiplied by India's domestic tax rate for the year

Particulars	For the year ended 31st March 2026	For the year ended 31st March 2025
Profit before tax	4,579.76	3,699.50
Expected tax expense at the enacted tax rate of 25.17% in India	1,152.63	931.09
Tax effect of adjustments to reconcile expected income tax expense to reported income tax expenses:		
Tax effect of non-deductible expenses	27.18	183.10
Tax incentives for current year	(115.33)	(124.32)
Others	7.36	(5.19)
Net tax expense	**1,071.84**	**984.68**

Notes to the Standalone Financial Statements

for the year ended 31st March 2026

(All amounts are in Indian Rupees millions, unless otherwise stated)

Deferred taxes

(a) Deferred tax assets/ (liabilities) in relation to:

Particulars	As at 01st April 2025	Recognized in Statement of profit and loss	Recognized in Other comprehensive income	As at 31st March 2026
Deferred tax assets				
Lease liabilities	551.65	(24.55)	-	527.10
Property, plant and equipment and other intangible assets	522.80	(91.46)	-	431.34
Provision for employee benefits	184.00	126.05	25.70	335.75
Derivative Asset	82.53	(71.33)	240.66	251.86
Expenses allowed on payment basis	0.01	(0.01)	-	-
Tax incentives	131.83	(13.48)	-	118.35
Security deposit	35.98	(2.40)	-	33.58
	1,508.79	(77.18)	266.36	1,697.98
Deferred tax liabilities				
Right-of-use asset	(526.35)	42.25	-	(484.10)
Others	-	(6.84)	-	(6.84)
	(526.35)	35.41	-	(490.94)
Deferred tax assets/ (liabilities) (net)	**982.44**	**(41.77)**	**266.36**	**1,207.04**

(b) Deferred tax assets/ (liabilities) as at 31st March 2025 in relation to:

Particulars	As at 01st April 2024	Recognized in Statement of profit and loss	Recognized in Other comprehensive income	As at 31st March 2025
Deferred tax assets				
Lease liabilities	588.24	(36.59)	-	551.65
Property, plant and equipment and other intangible assets	690.03	(167.23)	-	522.80
Provision for employee benefits	133.54	37.84	12.62	184.00
Derivative liability	60.34	-	22.19	82.53
Expenses allowed on payment basis	18.29	(18.28)	-	0.01
Tax incentives	134.49	(2.66)	-	131.83
Security deposit	24.44	11.54	-	35.98
	1,649.37	(175.39)	34.81	1,508.79
Deferred tax liabilities				
Property, plant and equipment and other intangible assets	-	-	-	-
Derivative liabilities	-	-	-	-
Right-of-use asset	(544.62)	18.27	-	(526.35)
	(544.62)	18.27	-	(526.35)
Deferred tax assets/ (liabilities) (net)	**1,104.75**	**(157.12)**	**34.81**	**982.44**

The Company offsets deferred tax assets and liabilities if and only if it has a legally enforceable right to set off current tax assets and current tax liabilities and the deferred tax assets and deferred tax liabilities relate to income taxes levied by the same tax authority.

Notes to the Standalone Financial Statements

for the year ended 31st March 2026

(All amounts are in Indian Rupees millions, unless otherwise stated)

36 EARNINGS PER SHARE ("EPS")

Basic EPS amounts are calculated by dividing the profit/ (loss) for the year attributable to equity holders of the Company by the weighted average number of equity shares outstanding during the year. Diluted EPS amounts are calculated by dividing the profit/(loss) attributable to the equity holders of the Company by the weighted average number of equity shares outstanding during the year plus the weighted average number of equity shares that would be issued on conversion of all the dilutive potential equity shares into equity shares.

The following table sets forth the computation of basic and dilutive earnings per share:

(Figures in Rupees Millions except number of shares)

Particulars	For the year ended 31st March 2026	For the year ended 31st March 2025
Profit attributable to equity shareholders	3,507.92	2,714.82
Weighted average number of shares for basic EPS	4,68,13,28,413	4,61,76,42,048
Weighted average number of shares for diluted EPS	4,68,13,28,413	4,61,76,42,048
Earnings per share, basic (₹)	0.75	0.59
Earnings per share, diluted (₹)	0.75	0.59

37 SEGMENT INFORMATION

The Company publishes the standalone financial statements along with the consolidated financial statements. In accordance with Ind AS 108, Operating segments. the Company has disclosed the segment information in the consolidated financial statements and is exempt from disclosing segment information in the standalone financial statements.

Major Customers greater than 10% of total revenue

Revenue from two customers (one customer group) (31st March 2025 : two) cumulatively accounted for 100% of the revenue from operations.

38 RELATED PARTY DISCLOSURES

In accordance with Ind AS-24 "Related Party Disclosures" of the Companies (Accounts) Rules 2015, as amended time to time and the Companies Act, 2013, the names of related parties along with aggregate amount of transactions and year end balances with them are given as follows:

(i) Ultimate Holding company

EQT AB - ultimate holding company

(ii) Intermediate Holding company

Sagility B.V. (immediate parent company)

(iii) Wholly owned subsidiaries

Sagility (US) Holdings Inc (formerly Betaine (US) Holdings Inc)

Sagility Philippines B.V (formerly Betaine (PH) B.V.)

(iv) Step-down subsidiaries

Sagility LLC

Sagility (US) Holdings Inc

Sagility (US) Inc.

Sagility Provider Solutions LLC

Sagility Care Management LLC

Sagility Technologies LLC

Sagility Operations Inc.

Sagility (Jamaica) Limited

Sagility Philippines B.V - Philippines Branch

Sagility (Colombia) S.A.S.

Notes to the Standalone Financial Statements

for the year ended 31st March 2026

(All amounts are in Indian Rupees millions, unless otherwise stated)

Sagility Payment Integrity Solutions LLC

Birch Technologies Inc.

Bhive Holdings LLC w.e.f. 29th January 2025

BroadPath Global LLC w.e.f. 29th January 2025

BroadPath LLC w.e.f. 29th January 2025

BroadPath Global Services Inc w.e.f. 29th January 2025

(v) Key managerial personnel	Designation
Ramesh Gopalan	Managing Director and Group Chief Executive Officer
Srinivas Rathnam Mattapalli	Chief Financial Officer w.e.f 14th February 2026
Sarvabhouman Doraiswamy Srinivasan	Chief Financial Officer (resigned w.e.f 15th November 2025)
Abhishek Kayan	Deputy Chief Financial Officer *
Smita Vishwanathan Nair	Director (resigned w.e.f 14th June 2024)
Hari Gopalakrishnan	Non Executive Non-Independent Director
Sanjeev Lakra	Director (resigned w.e.f 24th June 2024)
Satishkumar Sakharayapattana Seetharamaiah	Company Secretary and Compliance Officer
Martin I Cole	Non-Executive Non-Independent Director w.e.f. 24th June 2024
Anil Kumar Chanana	Independent Director w.e.f. 24th June 2024
Ginger Sue Dusek	Independent Director w.e.f. 24th June 2024
Venkat Krishnaswamy	Independent Director w.e.f. 24th June 2024
William Winkenwerder Jr	Independent Director w.e.f. 24th June 2024
Shalini Sarin	Independent Director w.e.f. 24th June 2024
Jimmy Mahtani	Non Executive Non-Independent Director w.e.f. 05th February 2025

** Part of the KMP w.e.f 15th November 2025 to 14th February 2026*

(vi) Post-employment benefit plans of the Company

Sagility Employees Gratuity Trust

(i) The following transactions were carried out with related parties during the year in the ordinary course of business:

Particulars	For the year ended 31st March 2026	For the year ended 31st March 2025
Revenue from sale of services		
Sagility LLC	17,110.79	14,604.23
Sagility Provider Solutions LLC	2,957.96	2,590.10
Interest expense on borrowings		
Sagility B.V.	543.09	750.76
Other income (Corporate Support Service)		
Sagility LLC	11.16	44.95
Sagility Philippines B.V - Philippines Branch	6.06	15.23
Equity shares issued and paid-up during the year for other than cash		
Sagility B.V.	-	3,939.92
Security preimum issued and paid-up during the year for other than cash consideration		
Sagility B.V.	-	7,210.72
Dividend paid to shareholders		
Sagility B.V.	157.71	-
Investment in subsidiaries		
Sagility (US) Holdings Inc	-	11,150.63

Notes to the Standalone Financial Statements

for the year ended 31st March 2026

(All amounts are in Indian Rupees millions, unless otherwise stated)

Particulars	For the year ended 31st March 2026	For the year ended 31st March 2025
Repayment of Non-convertible bonds		
Sagility B.V. (refer note 20)	2,350.00	2,489.58
Expenses incurred on behalf of related parties		
Sagility B.V.	49.48	498.53
Reimbursement of cost incurred by related parties		
Sagility Philippines B.V - Philippines Branch	37.87	33.55
Sagility Technologies LLC	38.13	19.40
Sagility LLC	128.48	57.51
Sagility (Jamaica) Limited	-	4.17
Renumeration to Directors	112.79	117.00
Renumeration to KMP		
Short-term employee benefits	127.11	94.38
Post-employment benefits	3.87	0.99
Cash settled share based payments	-	260.82
Equity settled share based payments	54.45	231.58
Payment to / Reimbursement from the Sagility Employees Gratuity		
Premium payment towards the policy	40.13	29.35
Reimbursement received from the Trust towards settlement of post employee benefits	38.46	55.99

(ii) Balances outstanding at year end:

Particulars	As at 31st March 2026	As at 31st March 2025
Trade receivables		
Sagility LLC	3,378.64	6,584.52
Sagility Provider Solutions LLC	466.05	1,177.91
Unbilled receivables		
Sagility LLC	926.45	861.63
Sagility Provider Solutions LLC	322.11	271.75
Other receivables		
Sagility (Jamaica) Limited	-	12.58
Sagility LLC	9.76	28.80
Sagility Philippines B.V - Philippines Branch	26.70	22.49
Sagility B.V.	2.11	6.70
Non-convertible bonds outstanding (includes accrued interest)		
Sagility B.V.	5,775.73	8,169.56
Other payables		
Sagility Philippines B.V - Philippines Branch	24.57	91.47
Sagility (Jamaica) Limited	-	4.39
Sagility LLC	137.22	187.24
Sagility Technologies LLC	37.25	22.67
Remuneration payable to Directors	7.13	2.51
Remuneration to Key managerial personnel		
Short-term employee benefits	57.18	38.81
Post-employment benefits	7.18	3.30

Notes to the Standalone Financial Statements

for the year ended 31st March 2026

(All amounts are in Indian Rupees millions, unless otherwise stated)

39 EMPLOYEE BENEFITS

a) Defined contribution plans:

The contributions paid/ payable to Employee Provident Fund, Employees State Insurance Scheme, Employees Pension Schemes and other funds, are determined under the relevant approved schemes and / or statutes and are recognised as an expense in the standlone statement of profit and loss during the year in which the employee renders the related service. There are no further obligations other than the contributions payable to the appropriate authorities by the Company.

During the year, the company has recognised the following amounts in the standlone statement of profit and loss, which are included in contribution to provident and other funds:

Particulars	For the year ended 31st March 2026	For the year ended 31st March 2025
Contribution to provident fund and other funds	573.72	516.99

b) Compensated absences:

The leave obligation pertains to the Company liability towards compensated absences.

The entire amount of the provision of ₹446.08 Millions (31st March 2025 : ₹341.17 Millions) for compensated absences is presented as a current liability, as the company does not have an unconditional right to defer its settlement beyond 12 months from the reporting date.

c) Defined benefit plans - Gratuity in India

The Company has a defined benefit gratuity plan that provides a lump-sum payment to vested employees at retirement, death, incapacitation, or termination of employment, in accordance with provisions under the Code of Social Security, 2020 and the Payment of Gratuity Act, 1972, as amended from time to time.

The gratuity benefit is determined based on the employee's eligible salary, as defined under the applicable law, and the tenure of continuous employment with the Company. The Company's liability is actuarially determined (using the Projected Unit Credit method) at the end of each year. Actuarial gains/ (losses) are recognized under other comprehensive income in the standalone statement of profit and loss.

Based on the actuarial valuation obtained in this respect, the following table sets out the details of the employee benefit obligation and the plan assets as at the respective reporting dates:

Particulars	As at 31st March 2026	As at 31st March 2025
Present value of defined benefit obligation at the end of the year	1,016.66	533.20
Fair value of plan assets at the end of the year	9.02	6.61
Liability recognized in the standalone balance sheet	**1,007.64**	**526.59**
Current liabilities (refer note 27)	150.46	112.87
Non-current liabilities (refer note 23)	857.18	413.70
	1,007.64	**526.57**

i. Reconciliation of the defined benefit liability

The following table shows a reconciliation from the opening balances to the closing balances for defined benefit liability and its components:

Particulars	As at 31st March 2026	As at 31st March 2025
Obligations as at the beginning of the year	533.20	447.58
Benefits paid	(38.46)	(53.13)
Current service cost	102.12	59.61
Past service cost	294.74	-
Interest cost	22.30	31.76

Notes to the Standalone Financial Statements

for the year ended 31st March 2026

(All amounts are in Indian Rupees millions, unless otherwise stated)

Particulars	As at 31st March 2026	As at 31st March 2025
Actuarial (gains)/losses recognized in other comprehensive income		
Changes in demographic assumptions	26.98	-
Changes in financial assumptions	(12.17)	9.24
Experience adjustment	87.98	38.14
Obligations as at the end of the year	**1,016.66**	**533.20**

ii. Reconciliation of present value of plan assets

Particulars	As at 31st March 2026	As at 31st March 2025
Balance at the beginning of the year	6.61	33.54
Benefits paid	(38.46)	(53.13)
Interest income	0.05	2.20
Contributions paid by the employer	40.13	26.76
Return on plan assets, excluding interest income	0.68	(2.76)
Plan assets as at the end of the year	**9.02**	**6.61**

Expense recognized in the standalone statement of profit and loss

Particulars	For the year ended 31st March 2026	For the year ended 31st March 2025
Current service cost	102.12	59.61
Past service cost	294.74	31.76
Interest cost (net of interest income)	22.25	(2.20)
Total	**419.11**	**89.17**

Expense recognized in other comprehensive income

Particulars	For the year ended 31st March 2026	For the year ended 31st March 2025
Changes in demographic assumptions	26.98	-
Changes in financial assumptions	(12.17)	9.24
Experience adjustment (net of return on plan assets)	87.30	40.89
Total	**102.11**	**50.13**

iii. Plan assets

Plan assets comprise the following

Particulars	As at 31st March 2026	As at 31st March 2025
Insurance policies managed by Life Insurance Corporation	9.02	6.61
Total	**9.02**	**6.61**

Notes to the Standalone Financial Statements

for the year ended 31st March 2026

(All amounts are in Indian Rupees millions, unless otherwise stated)

iv. Economic and Demographic Assumptions

The following were the principal actuarial assumptions at the reporting date (expressed as weighted averages).

Particulars	As at 31st March 2026	As at 31st March 2025
Weighted average duration of defined benefit obligations in years	6.00	4.00
Discount rate	6.59%	6.54%
Future salary growth	8.00%	8.00%
Mortality rate	Indian Assured Lives Mortality 2012-14 (Urban)	Indian Assured Lives Mortality 2012-14 (Urban)
Expected return on plan assets	6.59%	6.54%
Employee Attrition Rate	17% to 26%	25% to 30%

v. Sensitivity analysis

Reasonably possible changes at the reporting date to one of the relevant actuarial assumptions, holding other assumptions constant, would have affected the defined benefit obligation by the amount shown below:

As at 31st March 2026

Particulars	Increase	Decrease
Discount rate (1% movement)	(41.66)	45.85
Future salary growth (1% movement)	44.79	(41.51)
Employee turnover (1% movement)	(7.78)	8.19

As at 31st March 2025

Particulars	Increase	Decrease
Discount rate (1% movement)	(15.19)	16.32
Future salary growth (1% movement)	15.94	(15.12)
Employee turnover (1% movement)	(3.09)	3.22

The above sensitivity analysis is based on a change in an assumption while holding all other assumptions constant. In practice, this is unlikely to occur, and changes in some of the assumptions may be correlated. When calculating the sensitivity of the defined benefit obligation to significant actuarial assumptions the same method (present value of the defined benefit obligation calculated with the projected unit credit method at the end of the reporting period) has been applied as when calculating the defined benefit liability recognized in the Standalone financial statements.

The methods and types of assumptions used in preparing the sensitivity analysis did not change compared to the prior period.

Sensitivities due to mortality and withdrawals are not material and hence impact of change was not calculated.

vi. Maturity profile of defined benefit obligation (undiscounted)

Particulars	As at 31st March 2026	As at 31st March 2025
One to five years	684.03	440.91
Five years and above	732.81	226.59
Total expected cash flows	**1,416.84**	**667.50**

Notes to the Standalone Financial Statements

for the year ended 31st March 2026

(All amounts are in Indian Rupees millions, unless otherwise stated)

40 FINANCIAL INSTRUMENTS - FAIR VALUE MEASUREMENT

A. The following table shows the carrying amounts and fair values of financial assets and financial liabilities, including their levels in the fair value hierarchy.

As at 31st March 2026

Particulars	Carrying amount				Fair value			
	FVTPL	FVOCI	Amortised cost	Total	Level 1	Level 2	Level 3	Total
Financial assets measured at fair value								
Investments	3,073.38	-	-	3,073.38	3,073.38	-	-	3,073.38
Financial assets not measured at fair value								
Security deposits	-	-	414.28	414.28	-	-	-	-
Trade receivables	-	-	5,093.26	5,093.26	-	-	-	-
Cash and cash equivalents	-	-	893.43	893.43	-	-	-	-
Investments in fixed deposits	-	-	2,100.00	2,100.00	-	-	-	-
Other financial assets	-	-	95.94	95.94	-	-	-	-
Total	**3,073.38**	**-**	**8,596.91**	**11,670.29**	**3,073.38**	**-**	**-**	**3,073.38**

Particulars	Carrying amount				Fair value			
	FVTPL	FVOCI	Amortised cost	Total	Level 1	Level 2	Level 3	Total
Financial liabilities measured at fair value								
Derivative financial liabilities designated in a hedge relationship*	-	1,000.38	-	1,000.38	-	1,000.38	-	1,000.38
Financial liabilities not measured at fair value								
Borrowings (including accrued interest) #	-	-	5,775.73	5,775.73	-	5,517.36	-	5,517.36
Trade payables	-	-	760.44	760.44	-	-	-	-
Lease liability (current and non-current)	-	-	2,094.34	2,094.34	-	-	-	-
Other financial liabilities	-	-	891.23	891.23	-	-	-	-
Total	**-**	**1,000.38**	**9,521.74**	**10,522.12**	**-**	**6,517.74**	**-**	**6,517.74**

Notes to the Standalone Financial Statements

for the year ended 31st March 2026

(All amounts are in Indian Rupees millions, unless otherwise stated)

As at 31st March 2025

Particulars	Carrying amount				Fair value			
	FVTPL	FVOCI	Amortised cost	Total	Level 1	Level 2	Level 3	Total
Financial assets measured at fair value								
Derivative financial assets designated in a hedge relationship*	-	0.64	-	0.64	-	0.64	-	0.64
Derivative financial assets undesignated	0.80	-	-	0.80		0.80		0.80
Financial assets not measured at fair value								
Security deposits	-	-	456.24	456.24	-	-	-	-
Trade receivables	-	-	8,895.97	8,895.97	-	-	-	-
Cash and cash equivalents	-	-	899.44	899.44	-	-	-	-
Other financial assets	-	-	92.89	92.89	-	-	-	-
Total	**0.80**	**0.64**	**10,344.54**	**10,345.98**	**-**	**1.44**	**-**	**1.44**

Particulars	Carrying amount				Fair value			
	FVTPL	FVOCI	Amortised cost	Total	Level 1	Level 2	Level 3	Total
Financial liabilities measured at fair value								
Derivative financial liabilities designated in a hedge relationship*	-	45.62	-	45.62	-	45.62	-	45.62
Financial liabilities not measured at fair value								
Borrowings (including accrued interest) #	-	-	8,169.56	8,169.56	-	7,606.34	-	7,606.34
Trade payables	-	-	736.40	736.40	-	-	-	-
Lease liability (current and non-current)	-	-	2,191.87	2,191.87	-	-	-	-
Other financial liabilities	-	-	746.28	746.28	-	-	-	-
Total	**-**	**45.62**	**11,844.11**	**11,889.73**	**-**	**7,651.96**	**-**	**7,651.96**

The fair value of cash and cash equivalents, trade receivables (including unbilled receivables), trade payables, other financial assets and liabilities approximate the carrying amount thereof as at 31st March 2026 and 31st March 2025, largely due to the short-term nature of these instruments.

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

 # Discounted cash flows: The valuation model considers the present value of expected payments, discounted using a risk-adjusted discount rate as at balance sheet date. The own non-performance risk was assessed to be insignificant.

Notes to the Standalone Financial Statements

for the year ended 31st March 2026

(All amounts are in Indian Rupees millions, unless otherwise stated)

a. Fair value hierarchy

The section explains the judgements and estimates made in determining the fair value of the financial instruments that are:

a) recognised and measured at fair value.

b) measured at amortised cost and for which fair values are disclosed in the financial statement.

To provide an indication of the reliability of the inputs used in determining fair value, the Company has classified its financial instruments into three levels as mentioned under Indian Accounting Standards.

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 changes in fair value hierarchy during the previous year.

Valuation techniques and significant unobservable inputs

Level 2:

Forward exchange contracts: The fair value is determined using quoted forward exchange rates at the reporting date and present value calculations based on yield curves in the respective currencies.

Financial instruments - risk management

The Company has exposure to the following risks arising from financial instruments: credit risk (refer note (b) below); liquidity risk (refer note (c) below); market risk (refer note (d) below).

(a) Risk management framework

The Risk Management Committee of 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's Board of Directors oversees how management monitors compliance with the Company's risk management policies and procedures, and reviews the adequacy of the risk management framework in relation to the risks faced by the Company. The Board is assisted in its oversight role by internal audit. Internal audit undertakes both regular and adhoc reviews of risk management controls and procedures, the results of which are reported to the Board and appropriate corrective actions are taken as required.

(b) Credit risk

Credit risk is the risk of financial loss to the Company if a customer or a counterparty to any other financial instrument fails to meet its contractual obligations. Credit risk encompasses both the direct risk of default and the risk of deterioration of creditworthiness as well as concentration of risks. The Company is exposed to credit risk from its operating activities (primarily trade receivables) and from its investing activities derivative financial instruments and security deposits.

Financial assets that are neither past due nor impaired

The Company has an established process to evaluate the creditworthiness of its customers to minimise potential credit risk. Credit evaluations are performed by the Company before agreements to render services are entered into with prospective customers. Outstanding customer receivables are regularly monitored. Two customer individually accounted for more than 10% of the outstanding trade receivable as at 31st March 2026 (31st March 2025 : two)

The Company's credit period generally ranges from 60–90 days. The amounts outstanding in the balance sheet represent the maximum exposure to credit risk. The concentration risk with respect to trade receivables is high since these are receivables from two customer and one group.

The Company establishes an allowance account for impairment that represents its estimate of losses in respect of trade and other receivables. The allowance account is used to provide for impairment losses. Subsequently when the Companyis satisfied that no recovery of such losses is possible, the financial asset is considered irrecoverable and the amount charged to the allowance account is then written off against the carrying amount of the impaired financial asset.

The Company generate revenue from two of its subsidiaries which contribute more than 10% of total revenue of the Company, individually and 100% of the Company's revenue, collectively.

Notes to the Standalone Financial Statements

for the year ended 31st March 2026

(All amounts are in Indian Rupees millions, unless otherwise stated)

Financial instruments, deposits and balances with banks

Credit risk is limited as the Company generally invests in deposits with banks and derivatives with high credit ratings assigned by international and domestic credit rating agencies. Counterparty credit limits are reviewed by the Company periodically and the limits are set to minimise the concentration of risks and therefore mitigate financial loss through counterparty's potential failure to make payments.

(c) Liquidity risk

Liquidity risk is the risk that the Company will encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset. The Company's approach to managing liquidity is to ensure, as far as possible, that it will have sufficient liquidity to meet its liabilities when they are due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the Company's reputation. The Company believes that the working capital is sufficient to meet its current requirements. Accordingly, no significant liquidity risk is perceived.

(i) Maturities of financial liabilities

The following are the remaining contractual maturities of financial liabilities at the reporting date. The amounts are gross and undiscounted contractual cash flows, and include contractual interest payments and exclude the impact of netting agreements.

Particulars	Carrying amount	Total undiscounted contractual payments	0–12 months	1–5 years	> 5 years
As at 31st March 2026					
Borrowings - including current maturities and future committed interest	5,775.73	6,062.12	6,062.12	-	-
Trade payables	760.44	760.44	760.44	-	-
Lease liability - Current and non-current	2,094.34	2,614.19	677.35	1,480.06	456.78
Other financial liabilities	891.22	891.22	891.22	-	-
	9,521.73	**10,327.97**	**8,391.13**	**1,480.06**	**456.78**

Particulars	Carrying amount	Total undiscounted contractual payments	0–12 months	1–5 years	> 5 years
As at 31st March 2025					
Borrowings - including current maturities and future committed interest	8,169.56	8,980.40	2,925.10	6,055.30	-
Trade payables	736.40	736.40	736.40	-	-
Lease liability - Current and non-current	2,191.87	2,753.31	594.10	1,770.93	388.28
Other financial liabilities	791.90	791.90	787.44	4.46	-
	11,889.73	**13,262.01**	**5,043.04**	**7,830.69**	**388.28**

As of 31st March 2026, the Company had a working capital of ₹ 2,615.36 Million (31 March 2025: ₹ 5,859.84 Million) including cash and cash equivalents of ₹ 893.43 Million (31st March 2025: ₹ 899.44 Million) and receivables of ₹ 5,093.26 Million (31st March 2025: ₹ 8,913.18 Million).

Notes to the Standalone Financial Statements

for the year ended 31st March 2026

(All amounts are in Indian Rupees millions, unless otherwise stated)

(d) Market risk

Market risk is the risk that changes in market prices which is mainly foreign exchange rates affect the Company's income or the value of its holdings of financial instruments. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimising the return.

i) Currency risk

(a) Foreign currency risk exposure

The exposure to foreign currency risk at the end of the reporting period expressed in ₹, are as follows:

Particulars	As at 31st March 2026		As at 31st March 2025	
	Currency	In ₹ Million	Currency	In ₹ Million
Financial assets				
Trade receivables from related parties	USD	3,844.70	USD	7,762.59
Unbilled receivables from related parties	USD	1,248.56	USD	1,133.38
Other receivables from related parties	USD	38.57	USD	70.57
Financial liabilities				
Trade payables	USD	17.96	USD	-
Other payables to related parties	USD	199.04	USD	305.77

Sensitivity

The sensitivity of profit or loss to changes in the exchange rates arises mainly from foreign currency denominated financial instruments and the impact on other components of equity arises from foreign forward exchange contracts designated as cash flow hedges.

Particulars	Impact on profit after tax	
	As at 31st March 2026	As at 31st March 2025
USD sensitivity		
USD- Increase by 5% *	182.28	429.51
USD- Decrease by 5% *	(182.28)	(429.51)

* Holding all other variables constant

(b) Impact of hedging activities

The Company's hedging policy only allows for effective hedge relationships to be established. Hedge effectiveness is determined at the inception of the hedge relationship and through periodic prospective effectiveness assessments to ensure that an economic relationship exists between the hedged item and hedging instrument. The Company enters into hedge relationships where the critical terms of the hedging instrument match exactly with the terms of the hedged item.

As the critical terms of the hedging instruments and their corresponding hedged items are the same, the Company performs a qualitative assessment of effectiveness and it is expected that the value of the hedging instruments and the value of the corresponding hedged items will systematically change in opposite direction in response to movements in the underlying exchange rates.

The Company monitors the aforesaid critical terms on a regular basis to assess if the hedging relationship remains highly effective. Hedge ineffectiveness is recognised on a cash flow hedge in the statement of profit and loss. Ineffectiveness represents remaining portion of gain or loss on the hedging instrument that cannot be offset with the change in the fair value of the hedged item.

The table below analyses the derivative financial instruments into relevant maturity accompanyings based on the remaining maturity period as at the respective reporting dates:

Notes to the Standalone Financial Statements

for the year ended 31st March 2026

(All amounts are in Indian Rupees millions, unless otherwise stated)

Particulars	Changes in fair value of hedging instrument	
	As at 31st March 2026	As at 31st March 2025
Derivative assets		
Not later than 12 months	-	1.44
Later than 12 months	-	-
	-	**1.44**
Derivative liabilities		
Not later than 12 months	899.07	41.16
Later than 12 months	101.31	4.46
	1,000.38	**45.62**
Net derivative assets/ (liabilities)	**(1,000.38)**	**(44.18)**

The reconciliation of cash flow hedge reserve is as follows :

Particulars	As at 31st March 2026	As at 31st March 2025
Balance at the beginning of the year	(38.05)	31.49
Gain/(Loss) recognized in other comprehensive income during the year	(592.24)	(119.21)
Amounts reclassified to profit or loss during the year	(359.81)	27.48
Tax impact on above	240.66	22.19
Balance at the end of the year	**(749.45)**	**(38.05)**

Cash flow hedges

As at 31st March 2026, the Company held following instruments to hedge exposures to changes in foreign currency

Forward exchange contracts	Maturity		
	0 - 180 days	180 - 365 days	365 days and above
Average ₹ / US$ forward contract rate	90.10	92.61	100.00

As at 31st March 2025, the Company held following instruments to hedge exposures to changes in foreign currency

Forward exchange contracts	Maturity		
	0 - 180 days	180 - 365 days	365 days and above
Average ₹ / US$ forward contract rate	88.52	86.46	86.78

The following are outstanding forward contracts which have been designated as cash flow hedges:

Particulars	As at 31st March 2026			As at 31st March 2025		
	Number of contracts	Notional amount (Millions in respective currencies)	Fair value gain/ (loss) (₹ in Millions)	Number of contracts	Notional amount (Millions in respective currencies)	Fair value gain/ (loss) (₹ in Millions)
Currency						
US$ / ₹	129	200.00	(997.03)	49	72.00	(44.98)
Undesignated Hedges						
US$ / ₹	2	20.00	(3.35)	2.00	20.00	0.80

ii) Interest rate risk

Interest rate on the Company's borrowings are fixed, hence there is no interest rate risk.

Notes to the Standalone Financial Statements

for the year ended 31st March 2026

(All amounts are in Indian Rupees millions, unless otherwise stated)

41 CAPITAL MANAGEMENT

For the purpose of the Company's capital management, capital includes issued equity capital 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's policy is to maintain a strong capital base so as to maintain investor, creditor and market confidence and to sustain future development of the business. The Company's capital structure includes debt and is influenced by the changes in regulatory framework, government policies, available options of financing and the impact of the same on the liquidity position.

The Company monitors capital using a ratio of 'adjusted net debt' to 'adjusted equity'. For this purpose, adjusted net debt is defined as total liabilities, including interest-bearing loans and borrowings less cash and cash equivalents and other bank balances. Adjusted equity comprises all components of equity except hedge reserve.

The Company's adjusted net debt to equity ratio is analysed as follows:

Particulars	As at 31st March 2026	As at 31st March 2025
Total borrowings including lease liabilities	7,870.07	10,361.43
Less: Cash and cash equivalents	(893.43)	(899.44)
Adjusted net debt	**6,976.64**	**9,461.99**
Total equity	1,04,255.63	1,01,697.37
Less : Effective portion of cashflow hedge	(749.45)	(38.06)
Adjusted equity	1,03,506.18	1,01,659.31
Adjusted net debt to adjusted equity ratio	**0.07**	**0.09**

42 MICRO, SMALL AND MEDIUM ENTERPRISE

Disclosure in respect to Micro and Small Enterprises as per Micro, Small and Medium Enterprises Development Act, 2006 ('MSMED') Act, 2006 is as follows:

Particulars	As at 31st March 2026	As at 31st March 2025
The principal amount and the interest due thereon remaining unpaid to any supplier at the end of each accounting year:-	242.65	135.14
Principal amount paid to suppliers registered under the MSMED Act, beyond the appointed day during the year	-	-
The amount of interest paid by the buyer in terms of section 16 of the Micro, Small and Medium Enterprises Development Act, 2006, along with the amount of the payment made to the supplier beyond the appointed day during each accounting year.	-	-
The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under the Micro, Small and Medium Enterprises Development Act, 2006.	-	-
The amount of interest accrued and remaining unpaid at the end of each accounting year.	-	-
The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues above are actually paid to the small enterprise, for the purpose of disallowance of a deductible expenditure under section 23 of the Micro, Small and Medium Enterprises Development Act, 2006.	-	-

Notes to the Standalone Financial Statements

for the year ended 31st March 2026

(All amounts are in Indian Rupees millions, unless otherwise stated)

43 CONTINGENT LIABILITIES

I) Income tax matters

The Company has disputes with income tax authorities in India. The ongoing disputes pertain to financial years 2022 and 2023. The matters under dispute pertain to transfer pricing and tax treatment of certain deductions or allowances. Claims against the Company in relation to direct taxes and transfer pricing matters not acknowledged as debts amount to ₹925.59 Million (31st March 2025: ₹Nil).These demands are being contested by the Company based on management evaluation, advice of tax consultants and legal advice obtained. No provision has been made in the books of accounts. The Company has filed appeal or in the process of filing appeal against such orders with the appropriate authorities.

Amounts paid under protest to statutory authorities against the tax demands amounted to ₹70 Million (31st March 2025: ₹Nil).

44 CAPITAL AND OTHER COMMITMENTS

Capital commitments

Estimated amount of contracts remaining to be executed on capital account and not provided (net of advances) amount to ₹ 96.01 Million (31st March 2025 : ₹ 39.21 Million).

45 TRANSFER PRICING

The Finance Act, 2001 has introduced, with effect from assessment year 2002-03 (effective 01st April 2001), detailed transfer pricing regulations for computing the taxable income and expenditure from 'international transactions' between 'associated enterprises' on 'arm's length' basis. These regulations, inter alia, also require the maintenance of prescribed documents and information including furnishing a report from an Accountant within the due date of filing return of income. The Company has undertaken necessary steps to comply with the Transfer Pricing regulations and the prescribed certificate from the accountant will be obtained for the year ended 31st March 2026 within the due date. The management is of the opinion that the international transactions are at arm's length, and hence the aforesaid legislation will not have any impact on the financial statements, particularly on the amount of tax expense and that of the provision for taxation.

46 SHARE BASED PAYMENTS ARRANGEMENTS

Share based payments arrangements plan

In June 2022, the immediate holding company issued share appreciation rights (SARs) to certain identified employees and non-executive directors of the Group. Each SAR granted entitles the employees/non-executive directors to a cash payout, computed as the difference between the distribution threshold of the SAR ('strike price') and the fair value of the SAR on the date the awards are fully vested. The SAR's issued will vest in five annual installments, subject to continued employment with the Group upto the vesting date and achievement of certain defined financial performance targets. However, such awards would only be conditionally vested as on the date when the service and performance conditions are met. 100% of the conditionally vested awards would unconditionally vest upon a change in control event, defined to be a date when the immediate holding company holds no more than 24% of the issued and outstanding equity share capital of the Company.

For certain employees, such time based vesting is 75% of the awards issued to them. The balance 25% of the awards will vest upon a change in control event, defined to be a date when the immediate holding company holds no more than 24% of the issued and outstanding equity share capital of the Company.

These awards were classified as liability settled cash awards till 25 June 2024, as the Company had an obligation to make payments in cash upon vesting of the awards as explained above. Pursuant to an amendment agreement entered into with the identified employees and non-executive directors on 25 June 2024, the obligation to settle these awards has been restricted to the immediate holding company only. Accordingly, with effect from 25 June 2024, the Company does not have the obligation to settle the awards in cash. The Company considers the amendment to be a modification of the awards. Additionally, based on the revised agreements, the Company considers the awards to be equity settled in nature.

During the previous years ended, pursuant to such modification, the incremental fair value of all awards granted and outstanding as on the modification date amounted to ₹ 273 Million. Such incremental fair value of the awards is being accounted for over the vesting term of the awards on a graded basis. The incremental fair value was computed as a difference between the grant date fair value of the awards on the modification date computed in accordance with the Black Scholes option pricing model and the fair value of the awards just before modification based on fair value of the immediate holding company considering it was cash settled awards.

Notes to the Standalone Financial Statements

for the year ended 31st March 2026

(All amounts are in Indian Rupees millions, unless otherwise stated)

The accrued and outstanding liability towards the awards, accounted for by the Company upto the modification date amounting to ₹ 72.65 Million was reclassed to Share Based Payments Reserve, a component of equity. Expense for the year in relation to equity settled awards, subsequent to modification date amounted to ₹156.53 Million.

Expense for the year ended 31st March 2026 in relation to equity settled awards amounted to ₹ 72.21 Million.

The movements in awards under the above plan is set out as below :

Particulars	For the year ended Mar-2026		For the year ended Mar-2025	
	No. of Awards	Weighted Average Strike Price	No. of Awards	Weighted Average Strike Price
Awards outstanding at the beginning of the year	34,895	54,129.63	34,512	51,161
Granted	764	1,49,174.70	383	1,04,578
Forfeited	(1,398)	(59,588.00)	-	-
Lapsed	-	-	-	-
Exercised	-	-	-	-
Awards outstanding at the end of the year	**34,261**	**61,402**	**34,895**	**54,129.63**
Exercisable at the end of the year	NIL	-	NIL	-

Valuation of stock option

The weighted average fair value of awards granted during the year was ₹ 11,273.28 . The Black-Scholes valuation model has been used for computing the weighted average fair value considering the following inputs:

Particulars	For the year ended 31st March 2026	For the year ended 31st March 2025
Weighted average share price on the date of grant	75,393.00	85,662.65
Exercise Price	1,49,174.70	51,469.40
Expected Volatility	43.80%	43.80%
Life of Awards granted in years	2-3	4.50
Average risk-free interest rate	4.40%	4.40%
Expected dividend rate	-	-

Expected volatility has been based on an evaluation of the historical volatility of the share price of the comparable listed companies, particularly over the historical period commensurate with the expected term. The expected term of the awards has been based on historical experience, general award holder behavior and management's expectation of the change in control event as defined above.

During the year ended 31st March 2026, Nil awards were issued to key management personnel (31st March 2025 : Nil)

Pursuant to increase in fair value of the awards measured based on a cash settled liability together with the increase in fair value of awards pursuant to modification as explained above, total employee compensation cost pertaining to share based payment awards, recognized during the year ended 31st March 2026 amounted to ₹ Nil (31st March 2025 : ₹ 646.70 Million)

Notes to the Standalone Financial Statements

for the year ended 31st March 2026

(All amounts are in Indian Rupees millions, unless otherwise stated)

47 RATIOS - ADDITIONAL REGULATORY INFORMATION REQUIRED UNDER SCHEDULE III

Sl No.	Ratio	Numerator	Denominator	As at 31st March 2026	As at 31st March 2025	% Change from 31st March 2025 to 31st March 2026	Reason for change by more than 25%
1	Current ratio (in times)	Total current assets	Total current liabilities	1.27	2.14	-40.70%	Decrease is on account of movement of balance from non- current to current borrowings.
2	Debt-Equity ratio (in times)	Debt consists of borrowings and lease liabilities	Total equity	0.08	0.10	-25.91%	Decrease is on account of repayment of borrowings and Lease.
3	Debt service coverage ratio (in times)	Earning for Debt Service = Net Profit after taxes + Non-cash operating expenses+ Interest + other non-cash adjustments	Debt service = Interest & Lease Payments + Principal Repayments	1.38	3.48	-60.48%	Decrease is on account of movement of balance from non- current to current borrowings.
4	Return on equity ratio (in %)	Profit for the year less Preference dividend (if any)	Average total equity	3.41%	2.88%	18.48%	
5	Trade receivables turnover ratio (in times)	Revenue from operations	Average trade receivables	2.82	1.99	41.49%	Increase is on account of increase in revenue during the year without a correspoding increase in the trade receivables.
6	Trade payables turnover ratio (in times)	Other expenses	Average trade payables	4.63	2.91	59.06%	Increase is on account of increase in expenses during the year without a correspoding increase in the trade payables.
7	Net capital turnover ratio (in times)	Revenue from operations	Average working capital (i.e Total current assets less Total current liabilities)	4.65	3.36	38.26%	Increase is on account of increase in revenue during the year without a correspoding increase in the trade receivables.
8	Net profit ratio (in %)	Profit for the year	Revenue from operations	17.80%	15.81%	12.55%	
9	Return on capital employed (in %)	Profit before tax and finance costs	Capital employed = Net worth + Lease liabilities + Deferred tax liabilities	5.15%	5.58%	-7.62%	

(i) Utilization of borrowed funds and share premium

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

(a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company (Ultimate Beneficiaries); or

(b) provide any guarantee, security or the like to or on behalf of the ultimate beneficiaries

Notes to the Standalone Financial Statements

for the year ended 31st March 2026

(All amounts are in Indian Rupees millions, unless otherwise stated)

II The Company has not received funds from any person(s) or entit(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall :

(a) directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Parties ("Ultimate Beneficiaries") or

(b) provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

48 CORPORATE SOCIAL RESPONSIBILITY ("CSR")

Pursuant to the provisions of section 135(5) of the Companies Act, 2013 (the Act), the Company has formed its Corporate Social Responsibility (CSR) Committee. The CSR committee of the Company provides an oversight of CSR policy execution to ensure that CSR objectives of the Company are met

The financial details as sought by the Act are as follows:

Particulars		For the year ended 31st March 2026	For the year ended 31st March 2025
(a)	amount required to be spent by the company during the year	31.26	7.93
(b)	amount of expenditure incurred	-	-
	Construction/ acquisition of any asset	-	-
	On purposes other than above	31.26	7.93
(c)	shortfall at the end of the year	-	-
(d)	total of previous years shortfall	-	-
(e)	reason for shortfall	-	-
(f)	nature of CSR activities	Charitable Institution	Charitable Institution

49 EXCEPTIONAL ITEMS

On 21st November 2025, the Government of India notified the four Labor Codes - the Code on Wages, 2019, the Industrial Relations Code, 2020, the Code on Social Security, 2020, and the Occupational Safety, Health and Working Conditions Code, 2020 - consolidating 29 existing labor laws (collectively referred to as "the New Labor Codes"). The Ministry of Labor & Employment published draft Central Rules and FAQs to clarify certain aspects and enable assessment of the financial impact due to changes in regulations.The Company has concluded the salary restructuring exercise in compliance with the New Labor Codes. The implementation of the Labor Code has resulted in a net increase of ₹328.23 Million in the provision for gratuity and remeasurement of leave encashment, which has been recognized as an exceptional item in the standalone financial results in the current year. The Company continues to monitor the finalization of Central and State Rules, as well as Government clarifications on other aspects of the New Labor Codes.

50 SUBSEQUENT EVENTS

The Board of Directors at their meeting held on 12th May 2026 have proposed a final dividend of ₹0.10 per equity share for the year ended 31st March 2026 which is subject to the approval of shareholders at the ensuing Annual General Meeting and if approved, would result in a cash outflow of approximately ₹468.13 Million.

As per our report of even date
for B S R & Co. LLP
Chartered Accountants
Firm registration number: 101248W/W-100022

Hemanth Bhasin
Partner
Membership No: 235040

Place: Bengaluru
Date : 12th May 2026

for and on behalf of the Board of Directors of
Sagility Limited
(formerly known as Sagility India Limited and prior to that Sagility India Private Limited)

Anil Kumar Chanana
Director
DIN-00466197
Place: Gurugram

Ramesh Gopalan
Managing Director and Group Chief Executive Officer
DIN-00636524
Place: Bengaluru

Srinivas Rathnam Mattapalli
Group Chief Financial Officer

Place: Bengaluru
Date : 12th May 2026

Satishkumar Sakharayapattana Seetharamaiah
Company Secretary and Compliance Officer
ACS16008
Place: Bengaluru

Independent Auditor's Report

To
The Members of
Sagility Limited
(formerly known as Sagility India Limited and prior to that, Sagility India Private Limited)

Report on the Audit of the Consolidated Financial Statements

OPINION

We have audited the consolidated financial statements of Sagility Limited (formerly known as Sagility India Limited and prior to that, Sagility India Private Limited) (hereinafter referred to as the "Holding Company") and its subsidiaries (Holding Company and its subsidiaries together referred to as "the Group"), which comprise the consolidated balance sheet as at 31 March 2026, and the consolidated statement of profit and loss (including other comprehensive income), consolidated statement of changes in equity and consolidated statement of cash flows for the year then ended, and notes to the consolidated financial statements, including material accounting policies and other explanatory information (hereinafter referred to as "the consolidated financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid consolidated financial statements give the information required by the Companies Act, 2013 ("Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the consolidated state of affairs of the Group as at 31 March 2026, of its consolidated profit and other comprehensive income, consolidated changes in equity and consolidated cash flows for the year then ended.

BASIS FOR OPINION

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under Section 143(10) of the Act. Our responsibilities under those SAs are further described in the Auditor's Responsibilities for the Audit of the Consolidated Financial Statements section of our report. We are independent of the Group in accordance with the ethical requirements that are relevant to our audit of the consolidated financial statements in terms of the Code of Ethics issued by the Institute of Chartered Accountants of India and the relevant provisions of the Act, 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 on the consolidated financial statements.

KEY AUDIT MATTER(S)

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

Taxation in India and United States of America ('USA')

Refer Note 3.14 of material accounting policies and Note 33, 40 and 42 in the consolidated financial statements

The key audit matter	How the matter was addressed in our audit
Tax laws in India and USA are subject to interpretation. While estimating the tax expenses in these geographies, the Group exercises significant judgment in taxation matters by evaluating: • the most likely outcome of uncertain tax positions; • transfer pricing implications for transactions with related parties; and • the impact of demand orders / notices received from the respective tax authorities. These taxation matters have a significant impact on the accounting and disclosures in the consolidated financial statements. Considering the significant judgement and estimation involved in determining the likelihood and timing of cash outflows and interpretations of tax legislations, this is considered to be a key audit matter.	In view of the significance of the matter, we performed the following audit procedures in this area, amongst others, to obtain sufficient appropriate audit evidence: • Evaluated the key tax litigations / demands, uncertain tax positions and the potential tax exposures • Tested the design, implementation and operating effectiveness of the internal controls relating to the Group's assessment of the most likely outcome of uncertain tax positions and tax litigations / demands, evaluation of arms' length pricing for related party transactions and accounting / disclosures in the consolidated financial statements. • We, along with our internal tax experts : i. analysed key correspondences and consultations carried out by the Group including with their external tax experts for key tax litigations / demands and uncertain tax positions and arms' length pricing for related party transactions;

The key audit matter	How the matter was addressed in our audit
	ii. inquired with the designated management personnel and external tax experts to evaluate key assumptions in estimating the most likely outcome of the uncertain tax positions and other tax litigations / demands; iii. evaluated the status of the recent tax assessments / inquiries, results of previous tax assessments, legal precedence/ judicial rulings and changes in the tax environment. This is performed to assess and challenge the Group's estimate of the most likely outcome of the key tax litigations / demands and uncertain tax positions; and iv. evaluated the transfer pricing documentation basis which the related party transactions were concluded to be at arms' length and in compliance with the applicable transfer pricing regulations. • Evaluated the competence, capabilities and objectivity of the independent external specialist engaged by the Group. • Verified the presentation and disclosures in the consolidated financial statements in compliance with the applicable accounting standards

OTHER INFORMATION

The Holding Company's Management and Board of Directors are responsible for the other information. The other information comprises the information included in the Holding Company's annual report, but does not include the financial statements and auditor's report thereon. The Holding Company's annual report is expected to be made available to us after the date of this auditor's report.

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

In connection with our audit of the consolidated financial statements, our responsibility is to read the other information identified above when it becomes available and, in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated.

When we read the Holding Company's annual report, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance and take necessary actions, as applicable under the relevant laws and regulations.

MANAGEMENT'S AND BOARD OF DIRECTOR'S RESPONSIBILITIES FOR THE CONSOLIDATED FINANCIAL STATEMENTS

The Holding Company's Management and Board of Directors are responsible for the preparation and presentation of these consolidated financial statements in term of the requirements of the Act that give a true and fair view of the consolidated state of affairs, consolidated profit/ loss and other comprehensive income, consolidated statement of changes in equity and consolidated cash flows of the Group in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under Section 133 of the Act. The respective Management and Board of Directors of the companies included in the Group are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of each company and for preventing and detecting frauds and other irregularities; the selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the consolidated financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated financial statements by the Management and Board of Directors of the Holding Company, as aforesaid.

In preparing the consolidated financial statements, the respective Management and Board of Directors of the companies included in the Group are responsible for assessing the ability of each company to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the respective Board of Directors either intends to liquidate the company or to cease operations, or has no realistic alternative but to do so.

The respective Board of Directors of the companies included in the Group are responsible for overseeing the financial reporting process of each company.

AUDITOR'S RESPONSIBILITIES FOR THE AUDIT OF THE CONSOLIDATED FINANCIAL STATEMENTS

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

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

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Management and Board of Directors.
- Conclude on the appropriateness of the Management and Board of Directors use of the going concern basis of accounting in preparation of consolidated financial statements and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the appropriateness of this assumption. 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 consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

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

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

REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order") issued by the Central Government of India in terms of Section 143(11) of the Act, we give in the "Annexure A" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

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

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

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

c. The consolidated balance sheet, the consolidated statement of profit and loss (including other comprehensive income), the consolidated statement of changes in equity and the consolidated statement of cash flows dealt with by this Report are in agreement with the relevant books of account maintained for the purpose of preparation of the consolidated financial statements.

d. In our opinion, the aforesaid consolidated financial statements comply with the Ind AS specified under Section 133 of the Act.

e. On the basis of the written representations received from the directors of the Holding Company as on 1 April 2026 taken on record by the Board of Directorsof the Holding Company, none of the directors of the Holding company is disqualified as on 31 March 2026 from being appointed as a director in terms of Section 164(2) of the Act.

f. The modification relating to the maintenance of accounts and other matters connected therewith are as stated in paragraph 2(A)(b) above on reporting under Section 143(3)(b) of the Act and paragraph 2(B)(f) below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014.

g. With respect to the adequacy of the internal financial controls with reference to financial statements of the Holding Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B".

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

a. The consolidated financial statements disclose the impact of pending litigations as at 31 March 2026 on the consolidated financial position of the Group. Refer Note 40 to the consolidated financial statements.

b. Provision has been made in the consolidated financial statements, as required under the applicable law or Ind AS, for material foreseeable losses, on long-term contracts including derivative contracts. Refer Note 20 and 23 to the consolidated financial statements in respect of such items as it relates to the Group.

c. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Holding Company during the year ended 31 March 2026.

d (i) The management of the Holding Company has represented to us that, to the best of their knowledge and belief, as disclosed in Note 46 to the consolidated financial statements, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Holding Company to or in any other persons or entities, including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall:

- directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Holding Company ("Ultimate Beneficiaries") or
- provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(ii) The management of the Holding Company has represented to us that, to the best of their knowledge and belief, as disclosed in Note 46 to the consolidated financial statements, no funds have been received by the Holding Company from any persons or entities, including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Holding Company shall:

- directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Parties ("Ultimate Beneficiaries"); or
- provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

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

e. The interim dividend declared and paid by the Holding Company during the year and until the

date of this audit report is in accordance with Section 123 of the Act.

As stated in Note 48 to the consolidated financial statements, the Board of Directors of the Holding Company has proposed final dividend for the year which is subject to the approval of the members of the Holding Company at the ensuing Annual General Meeting. The dividend declared is in accordance with Section 123 of the Act to the extent it applies to declaration of dividend.

f. Based on our examination which included test checks, except for the instance mentioned below, the Holding Company has used accounting softwares for maintaining its books of account, which have a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the respective software:

– The Holding Company uses an accounting software for revenue recognition purposes. During the period from 1 May 2025 to 3 November 2025, feature of recording audit trail (edit log) facility was not enabled in such accounting software at the database layer.

Further, where audit trail (edit log) facility was enabled and operated throughout the year for the respective accounting software, we did not come across any instance of the audit trail feature being tampered with.

Additionally, where audit trail (edit log) facility was enabled during the previous years, the audit trail has been preserved by the Holding Company as per the statutory requirements for record retention.

A. With respect to the matter to be included in the Auditor's Report under Section 197(16) of the Act:

In our opinion and according to the information and explanations given to us, the remuneration paid during the current year by the Holding Company to its directors is in accordance with the provisions of Section 197 of the Act. The remuneration paid to any director by the Holding Company is not in excess of the limit laid down under Section 197 of the Act. The Ministry of Corporate Affairs has not prescribed other details under Section 197(16) of the Act which are required to be commented upon by us.

For **B S R & Co. LLP**
Chartered Accountants
Firm's Registration No.: 101248W/W-100022

Hemanth Bhasin
Partner
Membership No.: 235040
ICAI UDIN: 26235040IKNVWO5457

Place: Bangalore
Date: 12 May 2026

Annexure A to the Independent Auditor's Report

on the Consolidated Financial Statements of Sagility Limited (formerly known as Sagility India Limited and prior to that, Sagility India Private Limited) for the year ended 31 March 2026

(REFERRED TO IN PARAGRAPH 1 UNDER 'REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS' SECTION OF OUR REPORT OF EVEN DATE)

According to the information and explanations given to us and based on our examination, there are no companies included in the consolidated financial statements of the Holding Company which are companies incorporated in India except the Holding Company. The Companies (Auditor's Report) Order, 2020 of the Holding Company did not include any unfavourable answers or qualifications or adverse remarks.

For **B S R & Co. LLP**
Chartered Accountants
Firm's Registration No.: 101248W/W-100022

Hemanth Bhasin
Partner
Membership No.: 235040
ICAI UDIN: 26235040IKNVWO5457

Place: Bangalore
Date: 12 May 2026

Annexure B to the Independent Auditor's Report

on the consolidated financial statements of Sagility Limited (formerly known as Sagility India Limited and prior to that, Sagility India Private Limited) for the year ended 31 March 2026

REPORT ON THE INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO THE AFORESAID CONSOLIDATED FINANCIAL STATEMENTS UNDER CLAUSE (I) OF SUB-SECTION 3 OF SECTION 143 OF THE ACT

(Referred to in paragraph 2(A)(g) under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

Opinion

In conjunction with our audit of the consolidated financial statements of Sagility Limited (formerly known as Sagility India Limited and prior to that, Sagility India Private Limited) (hereinafter referred to as "the Holding Company") as of and for the year ended 31 March 2026, we have audited the internal financial controls with reference to financial statements of the Holding Company , as of that date.

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

Management's and Board of Directors' Responsibilities for Internal Financial Controls

The Holding Company's Management and the Board of Directors are responsible for establishing and maintaining internal financial controls based on the internal financial controls with reference to financial statements criteria established by the Holding Company considering the essential components of internal control stated in the Guidance Note. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to the Holding Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

Auditor's Responsibility

Our responsibility is to express an opinion on the internal financial controls with reference to financial statements based on our audit. We conducted our audit in accordance with the Guidance Note and the Standards on Auditing, prescribed under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls with reference to financial statements. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to financial statements were established and maintained and if such controls operated effectively in all material respects.

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

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

Meaning of Internal Financial Controls with Reference to Financial Statements

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

Inherent Limitations of Internal Financial Controls with Reference to Financial Statements

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

For **B S R & Co. LLP**
Chartered Accountants
Firm's Registration No.: 101248W/W-100022

Hemanth Bhasin
Partner
Membership No.: 235040
ICAI UDIN: 26235040IKNVWO5457

Place: Bangalore
Date: 12 May 2026

Consolidated Balance Sheet

as at 31st March 2026

(All amounts are in Indian Rupees millions, unless otherwise stated)

Particulars	Notes	As at 31st March 2026	As at 31st March 2025
ASSETS			
Non-current assets			
Property, plant and equipment	4	4,231.22	3,699.31
Capital-work-in-progress	4	392.78	0.14
Right-of-use assets	5	4,867.68	5,521.48
Goodwill	6	64,051.49	60,390.11
Other intangible assets	7	20,370.15	20,362.34
Intangible assets under development	7	36.74	-
Financial assets			
- Other financial assets	8	633.02	610.95
Deferred tax assets (net)	33	1,513.91	1,337.34
Other tax assets (net)	9	277.37	158.19
Other non-current assets	10	191.01	219.08
Total Non-current assets		**96,565.37**	**92,298.94**
Current assets			
Financial assets			
- Investments	11	3,358.70	-
- Trade receivables	12	18,390.31	12,667.61
- Cash and cash equivalents	13	3,579.16	3,437.58
- Bank balances other than cash and cash equivalents	13.1	2,100.00	-
- Other financial assets	14	353.86	365.51
Other current assets	15	1,663.38	1,736.95
Total Current assets		**29,445.41**	**18,207.65**
Total Assets		**1,26,010.78**	**1,10,506.59**
EQUITY AND LIABILITIES			
Equity			
Equity share capital	16	46,792.74	46,792.74
Other equity			
a) Securities premium	17	50,523.72	50,523.72
b) Common control adjustment deficit account	17	(28,186.58)	(28,186.58)
c) Other components of equity	17	27,461.09	14,230.66
Total Equity		**96,590.97**	**83,360.54**
Liabilities			
Non-current liabilities			
Financial liabilities			
- Borrowings	18	-	5,670.42
- Lease liabilities	19	3,811.12	4,564.26
- Other financial liabilities	20	261.48	4.46
Provisions	21	2,161.13	1,737.13
Deferred tax liabilities (net)	33	4,211.07	4,278.80
Total Non-current liabilities		**10,444.80**	**16,255.07**
Current liabilities			
Financial liabilities			
- Borrowings	18	5,775.73	2,499.14
- Lease liabilities	19	1,518.50	1,285.54
- Trade payables	22		
Total outstanding dues to micro enterprises and small enterprises;		242.65	135.14
Total outstanding dues to creditors other than micro enterprises and small enterprises		1,973.96	2,001.09
- Other financial liabilities	23	7,273.99	3,054.33
Other current liabilities	24	586.10	559.38
Provisions	25	1,362.53	951.50
Current tax liabilities (net)	26	241.55	404.86
Total Current liabilities		**18,975.01**	**10,890.98**
Total Liabilities		**29,419.81**	**27,146.05**
Total Equity and Liabilities		**1,26,010.78**	**1,10,506.59**

The accompanying notes are an integral part of these consolidated financial statements.

Summary of material accounting policy information 3

As per our report of even date

for B S R & Co. LLP
Chartered Accountants
Firm registration number: 101248W/W-100022

Hemanth Bhasin
Partner
Membership No: 235040

Place: Bengaluru
Date : 12th May 2026

for and on behalf of the Board of Directors of
Sagility Limited
(formerly known as Sagility India Limited and prior to that Sagility India Private Limited)

Anil Kumar Chanana
Director
DIN-00466197
Place: Gurugram

Ramesh Gopalan
Managing Director and Group Chief Executive Officer
DIN-00636524
Place: Bengaluru

Srinivas Rathnam Mattapalli
Group Chief Financial Officer

Place: Bengaluru
Date : 12th May 2026

Satishkumar Sakharayapattana Seetharamaiah
Company Secretary and Compliance Officer
ACS16008
Place: Bengaluru

Consolidated Statement of Profit and Loss

for the year ended 31st March 2026

(All amounts are in Indian Rupees millions, unless otherwise stated)

Particulars	Notes	For the year ended 31st March 2026	For the year ended 31st March 2025
Income			
Revenue from operations	27	71,928.51	55,699.18
Other income	28	979.79	563.08
Total income		**72,908.30**	**56,262.26**
Expenses			
Employee benefits expense	29	45,102.76	34,989.01
Other expenses	32	9,223.00	7,731.35
Total expenses		**54,325.76**	**42,720.36**
Earnings before interest expense, taxes, depreciation and amortisation		**18,582.54**	**13,541.90**
Finance costs	30	991.62	1,271.03
Depreciation and amortisation expense	31	4,873.70	4,668.56
		5,865.32	**5,939.59**
Profit before exceptional items		**12,717.22**	**7,602.31**
Less: Exceptional item	47	328.23	-
Profit before tax for the year		**12,388.99**	**7,602.31**
Tax expense:	33		
Current tax		3,464.92	2,628.76
Deferred tax		(323.61)	(417.68)
Total tax expense		**3,141.31**	**2,211.08**
Profit for the year		**9,247.68**	**5,391.23**
Other Comprehensive Income (OCI)			
Items that will not be reclassified subsequently to the statement of profit and loss			
Re-measurements gains/ (losses) on defined employee benefit plans		(52.16)	(75.26)
Income tax effect of the above		28.20	13.87
Items that will be reclassified subsequently to the statement of profit and loss			
Exchange difference on translation of financial statements of foreign operations		5,655.11	1,113.56
Change in fair value of derivatives designated as cash flow hedges (net) (A)		(1,820.85)	(31.09)
Income tax effect on (A) above		284.10	19.16
Other comprehensive income for the year, net of tax		**4,094.40**	**1,040.24**
Total comprehensive income for the year		**13,342.08**	**6,431.47**
Profits for the year attributable to:			
Owners of the Company		9,247.68	5,391.23
Non-controlling interests		-	-
		9,247.68	**5,391.23**
Other comprehensive income for the year attributable to:			
Owners of the Company		4,094.40	1,040.24
Non-controlling interests		-	-
		4,094.40	**1,040.24**
Total comprehensive income for the year attributable to:			
Owners of the Company		13,342.08	6,431.47
Non-controlling interests		-	-
		13,342.08	**6,431.47**
Earnings per equity share (par value ₹ 10 per share) for the year	34		
- Basic (₹)		1.98	1.17
- Diluted (₹)		1.98	1.17

The accompanying notes are an integral part of these consolidated financial statements.

Summary of material accounting policy information 3

As per our report of even date

for B S R & Co. LLP
Chartered Accountants
Firm registration number: 101248W/W-100022

Hemanth Bhasin
Partner
Membership No: 235040

Place: Bengaluru
Date : 12th May 2026

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Sagility Limited
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Anil Kumar Chanana
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DIN-00466197
Place: Gurugram

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Srinivas Rathnam Mattapalli
Group Chief Financial Officer

Place: Bengaluru
Date : 12th May 2026

Satishkumar Sakharayapattana Seetharamaiah
Company Secretary and Compliance Officer
ACS16008
Place: Bengaluru

Consolidated Statement of Changes in Equity

for the year ended 31st March 2026

(All amounts are in Indian Rupees millions, unless otherwise stated)

A. Equity share capital

Equity shares of ₹ 10 each, subscribed and fully paid-up *	No. of shares	Amount
Balance as at 01st April 2025	4,68,13,28,413	46,792.74
Changes in equity share capital during the year	-	-
Balance as at 31st March 2026	**4,68,13,28,413**	**46,792.74**
Balance as at 01st April 2024	4,28,73,36,495	42,852.82
Changes in equity share capital during the year (refer note 16, 17 and 43B)	39,39,91,918	3,939.92
Balance as at 31st March 2025	**4,68,13,28,413**	**46,792.74**

* Refer note 16 for detailed information.

B. Other equity

		Attributable to the equity owners of the Company						
		Reserves and surplus				Items of Other comprehensive income		Total
Particulars	**Note**	**Share based payments reserve**	**Retained earnings**	**Securities premium**	**Common control adjustment deficit account**	**Exchange difference on translation of financial statements of foreign operations**	**Effective portion of cashflow hedge**	
Balance as at 01st April 2025		**1,275.17**	**8,829.84**	**50,523.72**	**(28,186.58)**	**4,085.42**	**40.23**	**36,567.80**
Profit for the year		-	9,247.68	-	-	-	-	9,247.68
Other comprehensive income / (loss), net of tax		-	(23.96)	-	-	5,655.11	(1,536.75)	4,094.40
Total comprehensive income / (loss) for the year		**-**	**9,223.72**	**-**	**-**	**5,655.11**	**(1,536.75)**	**13,342.08**
Expenses relating to share based payment awards	45	122.42	-	-	-	-	-	122.42
Transactions with owners in their capacity as owners:								
Issue of equity shares during the period for consideration other than cash	16 & 17	-	-	-	-	-	-	-
Dividends		-	(234.07)	-	-	-	-	(234.07)
Balance as at 31st March 2026		**1,397.59**	**17,819.50**	**50,523.72**	**(28,186.58)**	**9,740.53**	**(1,496.52)**	**49,798.23**

Consolidated Statement of Changes in Equity

for the year ended 31st March 2026

(All amounts are in Indian Rupees millions, unless otherwise stated)

		Attributable to the equity owners of the Company						
		Reserves and surplus			Items of Other comprehensive income			Total
Particulars	**Note**	**Share based payments reserve**	**Retained earnings**	**Securities premium**	**Common control adjustment deficit account**	**Exchange difference on translation of financial statements of foreign operations**	**Effective portion of cashflow hedge**	
Balance as at 01st April 2024		**-**	**3,500.00**	**43,241.02**	**(28,186.58)**	**2,971.86**	**52.16**	**21,578.46**
Profit for the year		-	5,391.23	-	-	-	-	5,391.23
Other comprehensive income / (loss), net of tax		-	(61.39)	-	-	1,113.56	(11.93)	1,040.24
Total comprehensive income for the year		**-**	**5,329.84**	**-**	**-**	**1,113.56**	**(11.93)**	**6,431.47**
Impact of modification of share based payment awards	45	946.16	-	-	-	-	-	946.16
Expenses relating to share based payment awards	45	329.01	-	-	-	-	-	329.01
Transactions with owners in their capacity as owners:								
Issue of equity shares during the year for consideration other than cash	16 & 17	-	-	7,210.72	-	-	-	7,210.72
Share issue expenses reimbursed *		-	-	71.98	-	-	-	71.98
Balance as at 31st March 2025		**1,275.17**	**8,829.84**	**50,523.72**	**(28,186.58)**	**4,085.42**	**40.23**	**36,567.80**

(Loss) net of taxes amounting to ₹ (23.96) Million (31st March 2025 :₹ (61.39) Million) on re-measurement of defined employee benefit plans is recognized as part of retained earnings.

* During the year ended 31st March 2024 the Company had incurred share issue expenses amounting to ₹ 71.98 Million and such amounts were debited to the securities premium account . During the previous year ended 31st March 2025 , the Company had received reimbursement of such expenses from its promoter and holding company i.e. Sagility B.V. Accordingly, such reimbursements received were credited back to securities premium account.

The accompanying notes are an integral part of these consolidated financial statements.

Summary of material accounting policy information 3

As per our report of even date

for B S R & Co. LLP
Chartered Accountants
Firm registration number: 101248W/W-100022

Hemanth Bhasin
Partner
Membership No: 235040

Place: Bengaluru
Date : 12th May 2026

for and on behalf of the Board of Directors of
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Anil Kumar Chanana
Director
DIN-00466197
Place: Gurugram

Ramesh Gopalan
Managing Director and Group Chief Executive Officer
DIN-00636524
Place: Bengaluru

Srinivas Rathnam Mattapalli
Group Chief Financial Officer

Place: Bengaluru
Date : 12th May 2026

Satishkumar Sakharayapattana Seetharamaiah
Company Secretary and Compliance Officer
ACS16008
Place: Bengaluru

Consolidated Statement of Cash Flows

for the year ended 31st March 2026

(All amounts are in Indian Rupees millions, unless otherwise stated)

Particulars	For the year ended 31st March 2026	For the year ended 31st March 2025
Cash flows from operating activities		
Profit before tax for the year	12,388.99	7,602.31
Adjustments for:		
Depreciation and amortization expense	4,873.69	4,668.56
Finance costs	991.62	1,271.03
Interest income	(203.90)	(258.81)
Provision for expected credit loss	16.64	21.84
Loss on sale or disposal of Property, plant and equipment	44.60	91.12
Gain on modification of leases	(2.61)	(106.89)
Expense relating to Share based payment awards	122.42	1,134.38
Gain on investments measured through FVTPL	(68.56)	-
Unrealized foreign exchange loss/(gain), net	(503.39)	160.43
Operating profit before working capital adjustments	**17,659.50**	**14,583.97**
Working capital adjustments:		
Trade receivables	(4,672.16)	347.08
Non-current financial assets	3.87	(186.70)
Other non-current assets	29.00	(151.12)
Current financial assets	(160.01)	12.97
Other current assets	133.24	6.67
Trade payables	(36.25)	(1,186.63)
Provision for employee benefit obligations	688.87	446.34
Other current financial liabilities	2,118.24	142.09
Other current liabilities	0.38	(140.37)
Cash flows generated from operating activities	**15,764.68**	**13,874.31**
Income taxes paid (net of refunds)	(3,734.99)	(1,733.64)
Net cash flows generated from operating activities (A)	**12,029.69**	**12,140.67**
Cash flows from investing activities		
Acquisition of property, plant and equipment and other intangible assets	(1,922.11)	(1,244.37)
Proceeds from sale of property, plant and equipment and other intangible assets	5.59	21.35
Payment for business combination, net of cash acquired ₹ Nil (31st March 2025: ₹ 5.51 Million) (refer note 43)	-	(4,825.36)
Purchase consideration paid for previous acquisitions	-	(3,756.25)
Proceeds from maturity of derivative assets/liabilities, (net)	-	3.37
Working capital adjustment on account of business combination	42.53	-
Investments in fixed deposits	(2,700.00)	-
Proceeds from maturity of fixed deposits	600.00	-
Investments in mutual funds	(12,209.26)	-
Proceeds from sale of mutual funds	8,939.34	-
Interest received	137.00	159.17
Net cash flows used in investing activities (B)	**(7,106.91)**	**(9,642.09)**
Cash flows from financing activities		
Proceeds from issue of shares by subsidiaries in a related party transaction (refer note 43(B))	-	3,707.96
Share issue expenses reimbursed	-	71.98

Consolidated Statement of Cash Flows

for the year ended 31st March 2026

(All amounts are in Indian Rupees millions, unless otherwise stated)

Particulars	For the year ended 31st March 2026	For the year ended 31st March 2025
Repayment of borrowings	(2,350.00)	(3,698.79)
Repayment of lease liabilities	(1,394.65)	(1,321.78)
Interest on repayment of lease liabilities	(448.53)	(452.15)
Dividend paid	(233.89)	-
Interest paid on borrowings	(586.92)	(867.92)
Net cash flows used in financing activities (C)	**(5,013.99)**	**(2,560.70)**
Net decrease in cash and cash equivalents (A+B+C)	(91.21)	(62.12)
Cash and cash equivalents at the beginning of the year	3,437.58	3,441.26
Effect of movement in exchange rates on cash and cash equivalents	232.79	58.44
Cash and cash equivalents at the end of the year	**3,579.16**	**3,437.58**
Cash and cash equivalents comprises of:		
Cash and bank balances (refer note 13)	3,579.16	3,437.58
	3,579.16	**3,437.58**

Refer note 18 for supplementary information on cash flow movements.

Note:

The above consolidated statement of cash flow has been prepared under the indirect method as set out in Ind AS 7 - "Statement of Cash Flows" notified under section 133 of the Companies Act, 2013 ('the Act') read with Rule 4 of the Companies (Indian Accounting Standards) Rules 2015 (as amended) and the relevant provisions of the Act.

The accompanying notes are an integral part of these consolidated financial statements.

Summary of material accounting policy information 3

As per our report of even date

for B S R & Co. LLP
Chartered Accountants
Firm registration number: 101248W/W-100022

Hemanth Bhasin
Partner
Membership No: 235040

Place: Bengaluru
Date : 12th May 2026

for and on behalf of the Board of Directors of
Sagility Limited
(formerly known as Sagility India Limited and prior to that Sagility India Private Limited)

Anil Kumar Chanana
Director
DIN-00466197
Place: Gurugram

Ramesh Gopalan
Managing Director and Group Chief Executive Officer
DIN-00636524
Place: Bengaluru

Srinivas Rathnam Mattapalli
Group Chief Financial Officer

Place: Bengaluru
Date : 12th May 2026

Satishkumar Sakharayapattana Seetharamaiah
Company Secretary and Compliance Officer
ACS16008
Place: Bengaluru

Basis of Preparation and Material Accounting Policies

for the year ended 31st March 2026

(All amounts are in Indian Rupees millions, unless otherwise stated)

1 CORPORATE INFORMATION

Sagility Limited "SL"(formerly known as Sagility India Limited "SIL"and prior to that Sagility India Private Limited "SIPL") domiciled in Bangalore, India was incorporated on 28th July 2021 under the provisions of the Companies Act, 2013 ('the Act') as a private limited company. SL is engaged in rendering voice and non-voice business process management and back-office transaction processing related services to customers . SL exclusively renders services to its wholly owned subsidiaries only. The Company, together with its wholly owned subsidiaries (referred to as 'the Group') are engaged in the business of rendering a wide range of voice / non-voice business process management and back-office transaction processing related services and payment integrity related services to customers in the payer and provider business. SL has its registered office at No.23 & 24 AMR Tech Park, Building 2A, First Floor, Hongasandara Village, Off Hosur Road, Bommanahalli, Bangalore Karnataka, India, 560 068.

SIPL was converted into a public limited company w.e.f 20th June 2024. Consequent to the conversion, the name of the Company has been changed to "Sagility India Limited" ('SIL'). Subsequently, effective 18th August 2025, the name of the Company has been changed to Sagility Limited ('the Company'). The Company and its wholly owned subsidiaries included in these consolidated financial statements are together referred to as 'the Group'.

During the year ended 31st March 2025, the Company had completed an Initial Public Offer of 702,199,262 equity shares having a face value of ₹ 10 each, at an issue price of ₹ 30 each. The entire issue comprised of an offer for sale by the Company's Promoter and immediate Holding Company - Sagility B.V. The Company's equity shares were listed on the BSE and NSE on 12th November 2024.

The holding company of SL is Sagility B.V. (formerly known as Betaine B.V). incorporated in Amsterdam, Netherlands under Dutch laws on 8th June 2020. The ultimate holding company of SL is EQT AB incorporated in Sweden.

Refer table below for the list of subsidiaries included in the consolidated financial statements and the percentage of holding:

List of subsidiaries (including branch)	Country of incorporation	As at 31st March 2026	As at 31st March 2025
Sagility LLC	USA*	100%	100%
Sagility Provider Solutions LLC	USA	100%	100%
Sagility Technologies LLC	USA	100%	100%
Sagility Care Management LLC	USA	100%	100%
Sagility Operations Inc.	USA	100%	100%
Sagility (Jamaica) Limited	Jamaica	100%	100%
Sagility (US) Inc.	USA	100%	100%
Sagility (US) Holdings Inc.	USA	100%	100%
Sagility Philippines B.V. – Philippine Branch	Philippines	100%	100%
Sagility Philippines B.V.	Netherlands	100%	100%
Sagility (Colombia) SAS	Colombia	100%	100%
Sagility Payment Integrity Solutions LLC	USA	100%	100%
Birch Technologies, Inc	USA	100%	100%
Bhive Holdings LLC w.e.f. 29th January 2025	USA	100%	100%
BroadPath Global LLC w.e.f. 29th January 2025	USA	100%	100%
BroadPath LLC w.e.f. 29th January 2025	USA	100%	100%
BroadPath Global Service Inc w.e.f. 29th January 2025	Philippines	100%	100%

* United States of America

Basis of Preparation and Material Accounting Policies

for the year ended 31st March 2026

(All amounts are in Indian Rupees millions, unless otherwise stated)

2 BASIS OF PREPARATION

2.1 Statement of Compliance

These consolidated financial statements have been prepared in accordance with Indian Accounting Standards (Ind AS) (hereafter referred to as "consolidated financial statements") as per the Companies (Indian Accounting Standards) Rules, 2015 (as amended) notified under Section 133 of Companies Act, 2013, (the 'Act') and presentation requirements of Schedule III to the Companies Act, 2013, (Ind AS compliant Schedule III) and other relevant provisions of the Act.

These consolidated financial statements have been prepared for the Group as a going concern on the basis of relevant Ind AS that are effective at the Group's annual reporting date 31st March 2026. These consolidated financial statements were authorized for issuance by the Company's Board of Directors on 12th May 2026.

Basis of measurement

These consolidated financial statements have been prepared on a historical cost convention on an accrual basis of accounting, except for certain financial assets and financial liabilities which are measured at fair value.

(i) Derivative financial instruments;

(ii) Fair value of plan assets less present value of defined benefit obligations; and

(iii) Contingent consideration pertaining to business combinations

(iv) Investments classified as Fair Value Through Profit or Loss ('FVTPL')

Historical cost is generally based on the fair value of the consideration given in exchange for goods and services. 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.

The Group has consistently applied the following accounting policies throughout the periods presented in these consolidated financial statements.

Measurement of Earnings before interest expense, tax, depreciation and amortization (EBITDA)

As permitted by the Guidance Note on Division II - Ind AS Schedule III to the Companies Act, 2013, the Group has elected to present Earnings before interest expense, tax, depreciation and amortization (EBITDA) as a separate line item on the face of the consolidated statement of profit and loss. In its measurement of EBITDA, the Group includes other income but does not include depreciation and amortization expense, finance costs and tax expenses/ (credit), net.

Statement of Cash Flows

The statement of cash flows has been prepared under the indirect method, whereby profit or loss 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 items of income or expense associated with investing or financing cash flows.

2.2 Functional and presentation currency

These consolidated financial statements are presented in Indian Rupees, which is the Company's functional and presentation currency. The functional currency of foreign subsidiaries is the currency of the primary economic environment in which the entity operates. All the amounts have been rounded off to the nearest Millions, unless otherwise indicated.

2.3 Use of estimates and judgements

The preparation of the consolidated financial statements in conformity with Ind AS requires management to make estimates, judgements and assumptions. These estimates, judgements and assumptions affect the application of accounting policies and the reported amounts of assets and liabilities, the disclosures of contingent assets and liabilities as at the date of the consolidated financial statements and reported amounts of revenues and expenses during the year. Accounting estimates could change from period to period. Actual results could differ from those estimates. Appropriate changes in estimates are made as management becomes aware of changes in circumstances surrounding the estimates. Changes in estimates are reflected in the consolidated financial statements in the period in which changes are made and, if material, their effects are disclosed in the notes to the consolidated financial statements.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized prospectively.

Judgements:

Information about judgements made in applying accounting policies that have the most significant effects on the amounts recognized in the consolidated financial statements is included in the notes as below:

Note 3.2: business combinations and intangible assets: identification of intangible assets that should be recognized separately from goodwill (Refer Note 43)

Basis of Preparation and Material Accounting Policies

for the year ended 31st March 2026

(All amounts are in Indian Rupees millions, unless otherwise stated)

Note 3.2: Identification of cash generating unit to which goodwill should be allocated for the purpose of impairment testing (Refer Note 43 & 6)

Note 3.5: leases: assessment of whether or not an arrangement contains a lease, whether or not the Group is reasonably certain to exercise extension options

Note 3.12: revenue recognition: determination of transaction price; identification of performance obligations and allocation of transaction price; recognition of revenue from performance obligations over time or at a point in time; revenue recognition relating to variable consideration arrangements

Assumptions and estimation uncertainties:

Information about estimates and estimation uncertainties at the end of the reporting period, that have a significant risk of resulting in a material adjustment to the carrying amounts of assets and liabilities within the next financial year.

Note 3.2: business combinations and intangible assets: key assumptions in estimating the acquisition date fair values of the identifiable assets acquired(Refer Note 43);

Note 3.3: useful life of property, plant and equipment and other intangible assets;

Note 3.7: unobservable sources for inputs to determine the fair value

Note 3.9: impairment test of intangible assets and goodwill; key assumptions underlying the recoverable amounts and the weighted average cost of capital used to compute the present value (Refer Note 6);

Note 3.10: measurement of defined benefit obligations and key actuarial assumptions (Refer Note 37);

Note 3.11: estimating the magnitude and likelihood of outflow of resources for contingent liabilities (Refer Note 40);

Note 3.14: estimating the most likely outcome of uncertain tax positions (Refer Note 40);

Note 3.14: recognition of deferred tax assets: availability of future taxable income against which deductible temporary differences can be utilized (Refer Note 33).

2.4 Operating Cycle

Operating cycle is the time between the acquisition of assets for processing and their realization in cash or cash equivalents. The Group has ascertained its operating cycle being a period of 12 months for the purpose of classification of assets and liabilities into current and non-current. Accordingly, current assets do not include elements which are not expected to be realized within 12 months and current liabilities do not include items where the Group does not have an unconditional right to defer settlement beyond a period of 12 months, the period of 12 months being reckoned from the reporting date.

2.5 Recent accounting pronouncements

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 31st March 2026, MCA has notified following:

i) IND AS 21 -The Effects of Changes in Foreign Exchange Rates :MCA notified amendments to Ind AS 21 applicable w.e.f. 01st April, 2025.The Group has reviewed and based on its evaluation has determined that it does not have any significant impact in its consolidated financial statements.

ii) Ind AS 1, Presentation of Financial Statements : MCA notified amendments to Ind AS 1 applicable w.e.f. 01st April, 2025.The amendment relates to classification of liabilities as current or non-current and non-current liabilities with covenants. It removes the requirement of existence of a right to defer settlement for at least 12 months after the reporting date, and instead requires that the said right should exist on the reporting date and have substance.

The Group has no impact of these amendments in its classification criteria of current and non-current liabilities.

iii) Ind AS 7, Statement of Cash Flows and Ind AS 107, Financial Instruments: MCA notified amendments to Ind AS 7 and Ind AS 107 applicable w.e.f. 01st April, 2025.

The amendment in Ind AS 7 requires to inform users of financial statements of the existence of supplier finance arrangements and explain the nature of the arrangements, the carrying amount of liabilities and the range of payment due dates.

Ind AS 107 has been amended to add supplier finance arrangements as a factor that may cause concentration of liquidity risk.

The Group has reviewed the amendment and based on its evaluation has determined that it does not have any significant impact in its consolidated financial statements.

Basis of Preparation and Material Accounting Policies

for the year ended 31st March 2026

(All amounts are in Indian Rupees millions, unless otherwise stated)

iv) Ind AS 12, International Tax Reform (Pillar Two Model Rules) -The Pillar Two legislations are not applicable to the Company. However, the Company is continuing to monitor the applicability of Pillar Two in subsequent years.

3 MATERIAL ACCOUNTING POLICY INFORMATION

This note provides a list of the material accounting policies adopted in the preparation of these consolidated financial statements.

3.1 Basis of consolidation

The Group determines the basis of control in line with the requirements of Ind AS 110 - Consolidated financial statements. The consolidated financial statements comprise the financial statements of the Company and its subsidiaries as disclosed in Note 1.

Subsidiary is an entity controlled by the Group. The Group controls an entity when it has:

a) Power over the investee (i.e. existing rights that give it the current ability to direct the relevant activities of the investee),

b) Exposure or rights, to variable returns from its involvement with the investee, and

c) The ability to use its power over the investee to affect its returns.

Entities are consolidated from the date control commences (acquisition date) until the date control ceases. The Group re-assesses whether or not it controls an entity if facts and circumstances indicate that there are changes to one or more of the three elements of control.

For the purposes of preparing the consolidated financial statements of the Group, the financial statements of the Company and entities controlled by the Group have been combined on a line-by-line basis and intra group balances and transactions including unrealized gain / loss from such transactions have been eliminated upon consolidation. Changes in the Company's interests in subsidiaries that do not result in a loss of control are accounted for as equity transactions. The carrying amount of the Company's interests and the non-controlling interests are adjusted to reflect the changes in their relative interests in the subsidiaries. Any difference between the amount by which the non-controlling interests are adjusted and the fair value of the consideration paid or received is recognized directly in equity and attributed to owners of the Group.

3.2 Business combinations including goodwill and accounting for common control transactions

In accordance with Ind AS 103, Business combinations, the Group accounts for business combinations using the acquisition method of accounting when the acquired set of activities and assets meets the definition of a business and control is transferred to the Group.

A business consists of inputs and processes applied to those inputs that have the ability to contribute to the creation of outputs. In determining whether a particular set of activities and assets is a business, the Group assesses if the acquisition includes, at a minimum, an input and a substantive process that together significantly contribute to the ability to create outputs.

The Group has an option to apply a 'concentration test' that permits a simplified assessment of whether an acquired set of activities and assets is not a business. The optional concentration test is met if substantially all of the fair value of the gross assets acquired is concentrated in a single identifiable asset or group of similar identifiable assets.

The cost of an acquisition is measured at the fair value of the assets given, equity instruments issued and liabilities incurred or assumed at the date of exchange. The cost of acquisition also includes the fair value of any contingent consideration and deferred consideration, if any. The acquiree's identifiable assets and liabilities that meet the condition for recognition are recognized at their fair values at the acquisition date.

Purchase consideration paid in excess of the fair value of net assets acquired is recognized as goodwill. Goodwill is initially measured at cost and subsequently measured at cost less any accumulated impairment losses, if any. For the purpose of impairment testing, goodwill acquired in a business combination is, from the acquisition date, allocated to each of the Group's cash-generating units ('CGU') that are expected to benefit from the synergies arising from the business combination.

Where the fair value of identifiable assets and liabilities exceed the cost of acquisition, the Group re-assesses whether it has appropriately identified and measured all assets acquired and liabilities assumed, including contingent liabilities. If the reassessment still results in an excess of the fair value of net assets acquired over the aggregate consideration transferred, the bargain purchase gain is recognized in other comprehensive income and accumulated in equity as capital reserve. Any goodwill that arises is tested annually for impairment.

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Transaction cost/acquisition related costs are expensed as incurred and services are received, except if related to the issue of debt or equity securities

Common control business combinations

Common control business combination refers to a business combination involving entities in which all the combining entities are ultimately controlled by the same party or parties both before and after the business combination, and that control is not transitory. Business combinations involving entities or businesses under common control have been accounted for using the pooling of interest method. The assets and liabilities of the combining entities are reflected at their carrying amounts. No adjustments are made to reflect fair values, or to recognize any new assets or liabilities.

The financial information in the consolidated financial statements in respect of comparative periods has been restated as if the business combination had occurred from the beginning of the earliest period presented in these consolidated financial statements, irrespective of the actual date of the combination. However, if business combination had occurred after that date, the prior period information has been restated only from that date.

The difference, if any, between the purchase consideration paid either in the form of share capital or cash or other assets and the amount of net assets of the entities acquired is transferred to capital reserve in case of credit balance and common control adjustment deficit account in case of debit balance and presented separately from other reserves within equity. The nature and purpose of such reserve in disclosed in the notes.

3.3 Property, plant and equipment

A) Property, plant and equipment

Recognition and measurement

Property, plant and equipment are stated at historical cost less accumulated depreciation and accumulated impairment losses. Historical cost includes expenditure that is directly attributable to the acquisition of the items and comprises its purchase price, including import duties and non-refundable taxes or levies and any directly attributable cost of the bringing the asset to its working condition for its intended use; any trade discounts and rebates are deducted in arriving at the purchase price.

The cost of an item of property, plant and equipment shall be recognized as an asset if , and only if it is probable that future economic benefits associated with the item will flow to the Group and the cost of the item can be measured reliably.

When parts of an item of plant and equipment have different useful lives, they are accounted for as separate items (major components) of plant and equipment.

Subsequent costs

The cost of replacing a component of an item of plant and equipment is recognized in the carrying amount of the item if it is probable that the future economic benefits embodied within the component will flow to the Group, and its cost can be measured reliably. The carrying amount of the replaced component is de-recognized. The costs of the day-to-day servicing of plant and equipment are recognized in consolidated statement of profit and loss as incurred.

Depreciation methods, estimated useful lives and residual values

Depreciation is based on the cost of an asset less its residual value. Significant components of individual assets are assessed and if a component has a useful life that is different from the remainder of that asset, that component is depreciated separately.

Depreciation is recognized as an expense in the consolidated statement of profit and loss on a straight-line basis over the estimated useful lives of each component of an item of plant and equipment, unless it is included in the carrying amount of another asset.

Depreciation is recognized from the date that the plant and equipment are installed and are ready for use, or in respect of internally constructed assets, from the date that the asset is completed and ready for use.

The estimated useful lives for the current and comparative year are as follows:

(in years)

Asset category	Useful life as per Companies Act, 2013	Useful Life estimated by the management
Office equipment	5	5
Computers*	3	3 -6
Furniture and fixtures	10	10
Vehicles	8	8

*For these class of assets, based on internal assessment and technical evaluation carried out, the management believes that the useful lives as given above best represent the period over which management expects to use these assets. Hence, the useful lives for these assets are

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different from the useful lives as prescribed under Part C of the Schedule II to the Companies Act, 2013.

Leasehold improvements are depreciated over the shorter of their useful live or the lease term, unless the Group expects to use the assets beyond the lease term.

Depreciation methods, useful lives and residual values are reviewed at the end of each reporting period and adjusted if appropriate. Changes in the expected useful life or the expected pattern of consumption of future economic benefits embodied in the asset are considered to modify the amortization period or method, as appropriate, and are treated as changes in accounting estimates.

An asset's carrying amount is written down immediately to its recoverable amount if the asset's carrying amount is greater than its estimated recoverable amount.

Derecognition

The gain or loss on disposal of an item of plant and equipment (calculated as the difference between the net proceeds from disposal and the carrying amount of the item) is recognized in the consolidated statement of profit and loss.

3.4 Intangible Assets

Intangible assets purchased or acquired in business combination, are measured at cost or fair value as of the date of acquisition, as applicable, less accumulated amortization and accumulated impairment, if any. The amortization period and the amortization method are reviewed at least at each financial year end.

For internally generated intangible assets, expenses incurred during the research phase are expensed as incurred. Development and product enhancements are capitalized as an intangible asset when the following criteria are met:

- Technical feasibility of completing the intangible asset so that the asset will be available for use or sale
- Intention to complete and its ability and intention to use or sell the asset
- Ability to generate future economic benefits
- the availability of resources to complete the asset
- the ability to measure reliably the expenditure during development

Intangible assets have a finite useful life and are subsequently carried at cost less accumulated amortization and impairment losses, if any.

Amortization methods and periods

Amortization is calculated based on the cost of the asset, less its residual value. Amortization is recognized in the consolidated statement of profit and loss on a straight-line basis over the estimated useful lives of the intangible assets, other than goodwill, from the date that they are available for use.

Amortization methods, useful lives and residual values are reviewed at the end of each reporting period and adjusted if appropriate.

The Group amortizes intangible assets with a finite useful life over the following periods:

Asset category	Useful Life (in years)
Customer relationship	2 - 16
Software and Technology	5 - 7
Trademark	3

Subsequent Measurement

Subsequent expenditure is capitalized only when it increases the future economic benefits embodied in the specific asset to which it relates and the cost of asset can be measured reliably. All other expenditure, including expenditure on internally generated goodwill and brands, is recognized in consolidated statement of profit and loss as incurred.

Derecognition

Gains or losses arising from de-recognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognized in the consolidated statement of profit and loss when the asset is derecognized.

3.5 Leases

At inception of a contract, the Group assesses whether a contract is, or contains, a lease. 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 Group evaluates whether:

(i) the contract involves the use of an identified asset;

(ii) the Group has the right to obtain substantially all the economic benefits from use of the asset throughout the period of use; and

(iii) the Group has the right to direct the use of the asset.

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As a lessee

At inception or on reassessment of a contract that contains a lease component, the Group allocates the consideration in the contract to each lease component on the basis of the relative stand-alone prices of the lease components and the aggregate stand-alone price of the non-lease components.

The Group recognizes a right-of-use asset and a lease liability at the lease commencement date. The right-of-use asset is initially measured at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or before the commencement date, plus any initial direct costs incurred and an estimate of costs to dismantle and remove the underlying asset or to restore the underlying asset or the site on which it is located, less any lease incentives received.

The right-of-use asset is subsequently depreciated using the straight-line method from the commencement date to the end of the lease term, unless the lease transfers ownership of the underlying asset to the Group by the end of the lease term or the cost of the right-of-use asset reflects that the Group will exercise a purchase option. In that case the right-of-use asset will be depreciated over the useful life of the underlying asset, which is determined on the same basis as those of property, plant and equipment. In addition, the right-of-use asset is periodically reduced by impairment losses, if any, and adjusted for certain remeasurements of the lease liability.

The Group recognizes lease liability at the present value of the future lease payments discounted using the interest rate implicit in the lease or, if that rate cannot be readily determined, the Group's incremental borrowing rate. Generally, the Group uses its incremental borrowing rate as the discount rate.

The Group determines its incremental borrowing rate by obtaining interest rates from various external financing sources and makes certain adjustments to reflect the terms of the lease and type of the asset leased.

Lease payments included in the measurement of the lease liability comprise the following:

(i) fixed payments, including in-substance fixed payments;

(ii) variable lease payments that depend on an index or a rate, initially measured using the index or rate as at the commencement date;

(iii) amounts expected to be payable under a residual value guarantee;

(iv) the exercise price under a purchase option that the Group is reasonably certain to exercise, and

(v) lease payments in an optional renewal period if the Group is reasonably certain to exercise an extension option, and penalties for early termination of a lease unless the Group is reasonably certain not to terminate early.

The lease liability is measured at amortized cost using the effective interest method. It is remeasured when there is a change in future lease payments arising from a change in an index or rate, if there is a change in the Group's estimate of the amount expected to be payable under a residual value guarantee, if the Group changes its assessment of whether it will exercise a purchase, extension or termination option or if there is a revision in in-substance fixed lease payments.

When the lease liability is remeasured in this way, a corresponding adjustment is made to the carrying amount of the right-of-use asset, or is recorded in the consolidated statement of profit and loss if the carrying amount of the right-of-use asset has been reduced to zero.

The Group presents right-of-use assets that do not meet the definition of investment property as right-of-use assets and lease liabilities in the statement of financial position.

Short-term leases and leases of low-value assets

The Group has elected not to recognize right-of-use assets and lease liabilities for leases of low- value assets and short-term leases. The Group recognizes the lease payments associated with these leases as an expense on a straight-line basis over the lease term.

3.6 Foreign currency translation

Transactions and balances

Foreign currency transactions are recorded at exchange rates prevailing on the date of the transaction. Foreign currency denominated monetary assets and liabilities are restated into the functional currency using exchange rates prevailing on the reporting date.

Gains and losses arising on restatement of foreign currency denominated monetary assets and liabilities are included in the consolidated statement of profit and loss. Non-monetary assets and liabilities denominated in a foreign currency and measured at historical cost are translated at an exchange rate that approximates the rate prevalent on the date of the transaction.

Transaction gains or losses realized upon settlement of foreign currency transactions are included in determining

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net profit for the period in which the transaction is settled. Revenue, expense and cash-flow items denominated in foreign currencies are translated into the relevant functional currencies using the exchange rate in effect on the date of the transaction.

Translations

For the purposes of presenting these consolidated financial statements, the assets and liabilities of the Company's foreign operations that have a functional currency other than ₹ are translated into ₹ using exchange rates prevailing at the reporting date. Income and expense items are translated at the average exchange rates for the period. Assets and liabilities items are translated at the closing exchange rates for the period .Equity items are translated at the historical exchange rates. Exchange differences arising, if any, are recognized in other comprehensive income and held in foreign currency translation reserve ('FCTR'), a component of equity. When a foreign operation is disposed off, the relevant amount recognized in FCTR is transferred to the consolidated statement of profit and loss as part of the profit and loss on disposal. Goodwill and fair value adjustments arising on the acquisition of a foreign operation are treated as assets and liabilities of the foreign operation and translated at the exchange rate prevailing at the reporting date.

3.7 Financial instruments

(i) Recognition and initial measurement

Non-derivative financial assets and financial liabilities

Non-derivative financial instruments consist of the following:

(i) financial assets, which include cash and cash equivalents, trade receivables, security deposits, investments and eligible current and non-current assets;

(ii) financial liabilities, which include loans and borrowings, finance lease liabilities, trade payables, deferred consideration on business combinations and eligible current and non-current liabilities.

Non-derivative financial instruments are recognized when the Group becomes a party to the contract that gives rise to financial assets and liabilities. Financial assets (excluding trade receivables) and liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit and loss) are added to or deducted from the fair value measured on initial recognition of financial asset or financial liability. Trade receivables that do not contain a significant financing component are measured at transaction price. Trade receivables that contain a significant financing component are measured at their present value with interest thereon being accreted over the period to the receivables becoming due for collection.

Financial assets – Business model assessment

The Group makes an assessment of the objective of the business model in which a financial asset is held at a portfolio level because this best reflects the way the business is managed and information is provided to management. The information considered includes:

- the stated policies and objectives for the portfolio and the operation of those policies in practice. These include whether management's strategy focuses on earning contractual interest income, maintaining a particular interest rate profile, matching the duration of the financial assets to the duration of any related liabilities or expected cash outflows or realizing cash flows through the sale of the assets;
- how the performance of the portfolio is evaluated and reported to the Group's management;
- the risks that affect the performance of the business model (and the financial assets held within that business model) and how those risks are managed;
- how managers of the business are compensated – e.g. whether compensation is based on the fair value of the assets managed or the contractual cash flows collected; and
- the frequency, volume and timing of sales of financial assets in prior periods, the reasons for such sales and expectations about future sales activity.

Financial assets that are held for trading or are managed and whose performance is evaluated on a fair value basis are measured at FVTPL.

Financial assets – Assessment whether contractual cash flows are solely payments of principal and interest

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For the purposes of this assessment, 'principal' is defined as the fair value of the financial asset on initial recognition. 'Interest' is defined as consideration for the time value of money and for the credit risk associated with the principal amount outstanding during a particular period of time and for other basic lending risks and costs (e.g. liquidity risk and administrative costs), as well as a profit margin.

In assessing whether the contractual cash flows are solely payments of principal and interest, the Group considers the contractual terms of the instrument. This includes assessing whether the financial asset contains a contractual term that could change the timing or amount of contractual cash flows such that it would not meet this condition. In making this assessment, the Group considers:

- contingent events that would change the amount or timing of cash flows;
- terms that may adjust the contractual coupon rate, including variable-rate features;
- prepayment and extension features; and
- terms that limit the Group's claim to cash flows from specified assets (e.g. non-recourse features).

A prepayment feature is consistent with the solely payments of principal and interest criterion if the prepayment amount substantially represents unpaid amounts of principal and interest on the principal amount outstanding, which may include reasonable compensation for early termination of the contract. Additionally, for a financial asset acquired at a discount or premium to its contractual par amount, a feature that permits or requires prepayment at an amount that substantially represents the contractual par amount plus accrued (but unpaid) contractual interest (which may also include reasonable compensation for early termination) is treated as consistent with this criterion if the fair value of the prepayment feature is insignificant at initial recognition.

Subsequent to initial recognition, non-derivative financial instruments are measured as described below.

(ii) Classification and subsequent measurement

Non-derivative financial assets

The Group classifies its financial assets in the following measurement categories:

- those to be measured subsequently at fair value (either through other comprehensive income, or through profit and loss), and
- those to be measured at amortized cost.

The classification depends on the Group's business model for managing the financial assets and the contractual terms of the cash flows.

For assets measured at fair value, gains and losses will either be recorded in the consolidated statement of profit and loss or other comprehensive income.

Financial assets are not reclassified subsequent to their initial recognition unless the Group changes its business model for managing financial assets, in which case all affected financial assets are reclassified on the first day of the first reporting period following the change in the business model.

Measurement:

At initial recognition, the Group measures a financial asset (unless it is a trade receivable without a significant financing component) or financial liability at fair value plus, for an item not at fair value through profit and loss ("FVTPL"), transaction costs that are directly attributable to its acquisition or issue. A trade receivable without a significant financing component is initially measured at the transaction price. Transaction costs of financial assets carried at fair value through profit and loss are expensed in consolidated statements of profit and loss.

Debt instruments

Subsequent measurement of debt instruments depends on the Group's business model for managing the asset and the cash flow characteristics of the asset. There are three measurement categories into which the Group classifies its debt instruments:

- Amortized cost: Assets that are held for collection of contractual cash flows where those cash flows represent solely payments of principal and interest are measured at amortized cost. Interest income from these financial assets is included in Other Income using the effective interest rate method. Any gain or loss arising on derecognition is recognized directly in consolidated statement of profit and loss and presented in other gains/(losses). Impairment losses are presented as separate line item in the consolidated statement of profit and loss.

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- Fair value through other comprehensive income (FVOCI): Assets that are held for collection of contractual cash flows and for selling the financial assets, where the assets' cash flows represent solely payments of principal and interest, are measured at FVOCI. Movements in the carrying amount are taken through OCI, except for the recognition of impairment gains or losses, interest income and foreign exchange gains and losses which are recognized in consolidated statement of profit and loss. When the financial asset is derecognized, the cumulative gain or loss previously recognized in OCI is reclassified from equity to consolidated statement of profit and loss and recognized in other gains/(losses). Interest income from these financial assets is included in other income using the effective interest rate method. Foreign exchange gains and losses are presented in other gains/(losses) and impairment expenses are presented as separate line item in consolidated statement of profit and loss.
- Fair value through profit and loss: Assets that do not meet the criteria for amortized cost or FVOCI are measured at fair value through profit and loss. A gain or loss on a debt instrument that is subsequently measured at fair value through profit and loss is recognized in consolidated statement of profit and loss and presented net within other gains/(losses) in the period in which it arises. Interest income from these financial assets is included in other income.

Changes in the fair value of financial assets at fair value through profit and loss are recognized in other gains/ (losses) in the consolidated statement of profit and loss.

A financial asset is measured at amortized cost if it meets both of the following conditions and is not designated as at FVTPL:

- it is held within a business model whose objective is to hold assets to collect contractual cash flows; and
- its contractual terms give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding

Non-derivative financial liabilities: Classification, subsequent measurement and gains and losses

Financial liabilities are classified as measured at amortized cost.

These financial liabilities are initially measured at fair value less directly attributable transaction costs. They are subsequently measured at amortized cost using the effective interest method. Interest expense and foreign exchange gains and losses are recognized in consolidated statement of profit and loss. These financial liabilities comprises of trade and other payables, borrowings and lease liabilities. For trade and other payables maturing within one year from the reporting date, the carrying amounts approximate fair value due to the short maturity of these instruments.

Derivatives financial instruments

The Group is exposed to foreign currency fluctuations on foreign currency assets and liabilities. The Group holds derivative financial instruments such as foreign exchange forward contracts to mitigate the risk of changes in exchange rates on foreign currency exposures on highly forecasted future revenue of the Group. The counterparty for these contracts is generally a bank.

Derivatives are initially recognized at fair value on the date a derivative contract is entered into and are subsequently re-measured to their fair value at the end of each reporting period. The accounting for subsequent changes in fair value depends on whether the derivative is designated as a hedging instrument, and if so, the nature of the item being hedged and the type of hedge relationship designated. The Group designates their derivatives as hedges of foreign exchange risk associated with the cash flows of highly probable forecast transactions. The Group documents at the inception of the hedging transaction the economic relationship between hedging instruments and hedged items including whether the hedging instrument is expected to offset changes in cash flows of hedged items. The Group documents its risk management objective and strategy for undertaking various hedge transactions at the inception of each hedge relationship. The full fair value of a hedging derivative is classified as a non-current asset or liability when the remaining maturity of the hedged item is more than 12 months; it is classified as a current asset or liability when the remaining maturity of the hedged item is less than 12 months.

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Cash flow hedges that qualify for hedge accounting

The effective portion of changes in the fair value of derivatives that are designated and qualify as cash flow hedges is recognized in the other comprehensive income in cash flow hedging reserve within equity. The gain or loss relating to the ineffective portion is recognized immediately in consolidated statement of profit and loss, within other income. When a hedging instrument expires, or is sold or terminated, or when a hedge no longer meets the criteria for hedge accounting, any cumulative deferred gain or loss and deferred costs of hedging in equity at that time remains in equity until the forecast transaction occurs. When the forecast transaction is no longer expected to occur, the cumulative gain or loss and deferred costs of hedging that were reported in equity are immediately reclassified to consolidated statement of profit and loss within other income.

Others

Changes in fair value of foreign currency derivative instruments not designated as cash flow hedges are recognized in the consolidated statement of profit and loss and reported within foreign exchange gains, net.

(iii) Derecognition

Financial assets

The Group derecognizes a financial asset when the contractual rights to the cash flows from the financial asset expire, or it transfers the rights to receive the contractual cash flows in a transaction in which either substantially all of the risks and rewards of ownership of the financial asset are transferred or in which the Group neither transfers nor retains substantially all of the risks and rewards of ownership and it does not retain control of the financial asset.

Financial liabilities

The Group derecognizes a financial liability when its contractual obligations are discharged or cancelled, or expire. The Group also derecognizes a financial liability when its terms are modified and the cash flows of the modified liability are substantially different, in which case a new financial liability based on the modified terms is recognized at fair value.

On derecognition of a financial liability, the difference between the carrying amount extinguished and the consideration paid (including any non-cash assets transferred or liabilities assumed) is recognized in consolidated statement of profit and loss.

(iv) Offsetting

Financial assets and financial liabilities are offset and the net amount is presented in the statement of consolidated financial statements when, and only when, the Group currently has a legally enforceable right to set off the amounts and it intends either to settle them on a net basis or to realize the asset and settle the liability simultaneously.

(v) Cash and cash equivalents

Cash and cash equivalents comprise cash balances and short-term deposits with original maturities of three months or less from the date of acquisition that are subject to an insignificant risk of changes in their fair value, and are used by the Group in the management of its short-term commitments. For the purpose of the statement of cash flows, bank overdrafts and cash credits that are repayable on demand and that form an integral part of the Group's cash management are included in cash and cash equivalents.

Fair value of financial instruments

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 in the principal or, in its absence, the most advantageous market to which the Group has access at that date. The fair value of a liability reflects its non-performance risk.

A number of the Group's accounting policies and disclosures require the measurement of fair values, for both financial and non-financial assets and liabilities.

When a quote is available, the Group measures the fair value of an instrument using the quoted price in an active market for that instrument. A market is regarded as 'active' if transactions for the asset or liability take place with sufficient frequency and volume to provide pricing information on an ongoing basis.

If there is no quoted price in an active market, then the Group uses valuation techniques that maximize the use of relevant observable inputs and minimize the use of unobservable inputs. The chosen valuation technique incorporates all of the factors that market participants would take into account in pricing a transaction.

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In determining the fair value of its financial instruments, the Group uses following hierarchy and assumptions that are based on market conditions and risks existing at each reporting date.

Fair value hierarchy

All assets and liabilities for which fair value is measured or disclosed in the consolidated financial statements are categorized within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

Level 1 — Inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities.

Level 2 — Inputs are 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).

For assets and liabilities that are recognized in the consolidated financial statements on a recurring basis, the Group determines whether transfers have occurred between levels in the hierarchy by re-assessing categorization (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period

Extinguishment of liabilities

In cases where terms of a financial liability are re-negotiated such that it results in issuance of equity instruments to the creditor to extinguish all or part of the financial liability i.e debt to equity swap, then the fair value of the equity instruments issued are considered to be reflective of the consideration paid to extinguish the liability. Any gain/loss on extinguishment is recognized in the consolidated statement of profit and loss. A gain or loss is calculated as the difference between the carrying amount of a financial liability (or part of a financial liability) extinguished and the consideration paid by way of issue of equity shares. However, if the transaction is with a shareholder, the Group assesses and concludes if the extinguishment was carried out with the other party in their capacity as a shareholder or a lender. In cases where the Group concludes the transaction was carried out in capacity as a shareholder, the entire transaction is considered a capital transaction and recognized in equity with no gain/loss recognized in the statement of profit and loss.

3.8 Share capital

Equity shares

Equity shares are classified as equity. Incremental costs directly attributable to the issue of equity shares are recognized as a deduction from equity, net of any tax effects. Consideration received in cash or kind against issue of shares, in excess of the face value of shares is recorded as securities premium, a component of other equity.

3.9 Impairment

(i) Non-derivative financial assets and contract assets

The Group recognizes expected credit loss allowances ('ECLs') on:

- financial assets measured at amortized costs; and
- contract assets (as defined in Ind AS 115).

Loss allowances of the Group are measured on either of the following bases:

- 12-month ECLs: these are ECLs that result from default events that are possible within the 12 months after the reporting date (or for a shorter period if the expected life of the instrument is less than 12 months); or
- Lifetime ECLs: these are ECLs that result from all possible default events over the expected life of a financial instrument or contract asset.

Simplified approach

The Group applies the simplified approach to provide for ECLs for all trade receivables and contract assets. The simplified approach requires the loss allowance to be measured at an amount equal to lifetime ECLs.

General approach

The Group applies the general approach to provide for ECLs on all other financial instruments. Under the general approach, the loss allowance is measured at an amount equal to 12-month ECL at initial recognition. At each reporting date, the Group assesses whether the credit risk of a financial instrument has increased significantly since initial recognition. When credit risk has increased significantly since initial recognition, loss allowance is measured at an amount equal to lifetime ECLs.

When determining whether the credit risk of a financial asset has increased significantly since

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initial recognition and when estimating ECLs, the Group considers reasonable and supportable information that is relevant and available without undue cost or effort. This includes both quantitative and qualitative information and analysis, based on the Group's historical experience and informed credit assessment and includes forward-looking information.

If credit risk has not increased significantly since initial recognition or if the credit quality of the financial instruments improves such that there is no longer a significant increase in credit risk since initial recognition, loss allowance is measured at an amount equal to 12-month ECLs.

The maximum period considered when estimating ECLs is the maximum contractual period over which the Group is exposed to credit risk.

Measurement of ECLs

ECLs are probability-weighted estimates of credit losses. Credit losses are measured at the present value of all cash shortfalls (i.e. the difference between the cash flows due to the entity in accordance with the contract and the cash flows that the Group expects to receive). ECLs are discounted at the effective interest rate of the financial asset.

Credit-impaired financial assets

At each reporting date, the Group assesses whether financial assets carried at amortized cost are credit-impaired. A financial asset is 'credit-impaired' when one or more events that have a detrimental impact on the estimated future cash flows of the financial asset have occurred.

Evidence that a financial asset is credit-impaired includes the following observable data:

- significant financial difficulty of the borrower or issuer;
- a breach of contract such as a default;
- the restructuring of a loan or advance by the Group on terms that the Group would not consider otherwise;
- it is probable that the borrower will enter bankruptcy or other financial reorganization; or
- the disappearance of an active market for a security because of financial difficulties.

Presentation of allowance for ECLs

Loss allowances for financial assets measured at amortized cost and contract assets are deducted from the gross carrying amount of these assets.

Write-off

The gross carrying amount of a financial asset is written off (either partially or in full) to the extent that there is no realistic prospect of recovery. This is generally the case when the Group determines that the debtor does not have assets or sources of income that could generate sufficient cash flows to repay the amounts subject to the write-off. However, financial assets that are written off could still be subject to enforcement activities in order to comply with the Group's procedures for recovery of amounts due.

(ii) Non-financial assets

Property, plant and equipment and intangible assets with finite life are evaluated for recoverability whenever there is any indication that their carrying amounts may not be recoverable. If any such indication exists, the recoverable amount (i.e. higher of the fair value less cost to sell and the value-in-use) is determined on an individual asset basis unless the asset does not generate cash flows that are largely independent of those from other assets. In such cases, the recoverable amount is determined for the cash generating unit ('CGU') to which the asset belongs.

If the recoverable amount of an asset (or CGU) is estimated to be less than its carrying amount, the carrying amount of the asset (or CGU) is reduced to its recoverable amount. An impairment loss is recognized in the consolidated statement of profit and loss.

Goodwill

Goodwill is tested for impairment on an annual basis and more often, if there is an indication that goodwill may be impaired, relying on a number of factors including operating results, business plans and future cash flows. For the purpose of impairment testing, goodwill acquired in a business combination is allocated to the Group's cash generating units (CGU) expected to benefit from the synergies arising from the business combination. A CGU is the smallest identifiable group of assets that generates cash inflows that are largely independent of the

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cash inflows from other assets or group of assets. Impairment occurs when the carrying amount of a CGU including the goodwill, exceeds the estimated recoverable amount of the CGU. The recoverable amount of a CGU is the higher of its fair value less cost to sell and its value-in-use. Value-in-use is the present value of future cash flows expected to be derived from the CGU. The Group estimates the value in use of CGU's based on the future cash flows after considering current economic conditions and trends, estimated future operating results, growth rate and estimated future economic and regulatory conditions. The estimated cash flows are developed using internal forecasts. The discount rates used for the CGU's represents the weighted average cost of capital based on the historical market return of comparable companies.

If the recoverable amount of a CGU is less than its carrying amount, the impairment loss is allocated first to reduce the carrying amount of any goodwill allocated to the unit and then to the other assets of the unit pro-rata based on the carrying amount of each asset in the unit. Any impairment loss on goodwill is recognized in the consolidated statement of profit and loss. Impairment losses relating to goodwill are not reversed in future periods.

3.10 Employee benefits

Defined contribution plans

A defined contribution plan is a post-employment benefit plan under which the Group pays fixed contributions into a separate entity and will have no legal or constructive obligation to pay further amounts. Obligations for contributions to defined contribution pension plans are recognized as an employee benefit expense in the consolidated statement of profit and loss in the periods during which related services are rendered by employees.

Defined benefit plans

A defined benefit plan is a post-employment benefit plan other than a defined contribution plan. The Group's net obligation in respect of defined benefit plans is calculated separately for each plan by estimating the amount of future benefit that employees have earned in return for their service in the current and prior periods; that benefit is discounted to determine its present value. The fair value of any plan assets is deducted. The Group determines the net interest expense (income) on the net defined benefit liability (asset) for the period by applying the discount rate used to measure the defined benefit obligation at the beginning of the annual period to the net defined benefit liability (asset).

The discount rates used for determining the present value are based on the market yields on Government Securities as at the reporting date.

The calculation is performed annually by a qualified independent actuary using the projected unit credit method. When the calculation results in a benefit to the Group, the recognized asset is limited to the present value of economic benefits available in the form of any future refunds from the plan or reductions in future contributions to the plan. In order to calculate the present value of economic benefits, consideration is given to any minimum funding requirements that apply to any plan in the Group. An economic benefit is available to the Group if it is recognized during the life of the plan, or on settlement of the plan liabilities.

Remeasurements of the net defined benefit liability comprise actuarial gains and losses, the return on plan assets (excluding interest) and the effect of the asset ceiling (if any, excluding interest). The Group recognizes them immediately in OCI and all expenses related to defined benefit plans in employee benefits expense in consolidated statement of profit and loss. When the benefits of a plan are changed, or when a plan is curtailed, the portion of the changed benefit related to past service by employees, or the gain or loss on curtailment, is recognized immediately in in consolidated statement of profit and loss when the plan amendment or curtailment occurs.

The Group recognizes gains and losses on the settlement of a defined benefit plan when the settlement occurs. The gain or loss on settlement is the difference between the present value of the defined benefit obligation being settled as determined on the date of settlement and the settlement price, including any plan assets transferred and any payments made directly by the Group in connection with the settlement.

Short-term employee benefits

Short-term employee benefit obligations are measured on an undiscounted basis and are expensed as the related service is provided. A liability is recognized for the amount expected to be paid under short-term cash bonus or profit-sharing plans if the Group has a present legal or constructive obligation to pay this amount as a result of past service provided by the employee, and the obligation can be estimated reliably.

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Compensated absences

The Group has a policy on compensated absences that is both accumulating and non-accumulating in nature. Non-accumulating compensated absences are measured on an undiscounted basis and are recognized in the period in which absences occur. The cost of short-term compensated absences are provided for based on estimates. The expected cost of accumulating compensated absences is determined by actuarial valuation at each reporting date measured based on the amounts expected to be paid / availed as a result of the unused entitlement that has accumulated at the reporting date. The Group treats accumulated leave expected to be carried forward beyond twelve months, as long-term employee benefits for measurement purposes. Such long-term compensated absences are provided for based on the actuarial valuation using the projected unit credit method at the year-end. Actuarial gains/losses are immediately taken to the consolidated statement of profit and loss. The Group presents the entire obligation for compensated absences as a current liability, since it does not have an unconditional right to defer its settlement beyond 12 months from the reporting date.

3.11 Provisions and contingent liabilities

Provisions are recognized when the Group has a present legal or constructive obligation as a result of past events, it is probable that an outflow of resources will be required to settle the obligation and the amount can be reliably estimated. Provisions are not recognized for future operating losses.

Provisions are measured at the present value of management's best estimate of the expenditure required to settle the present obligation at the end of the reporting period. The discount rate used to determine the present value is a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. The increase in the provision due to the passage of time is recognized as interest expense.

A contract is considered onerous when the expected economic benefits to be derived by the Group from the contract are lower than the unavoidable cost of meeting its obligation under the contract. The provision for an onerous contract is measured at the lower of expected cost of terminating the contract and the expected net cost of continuing with the contract. Before a provision is established, the Group recognizes any impairment loss on the assets associated with that contract.

A contingent liability is a possible obligation that arises from a past event, with the resolution of the contingency dependent on uncertain future events, or a present obligation where no outflow is probable. Material contingent liabilities are disclosed in the consolidated financial statements unless the possibility of an outflow of economic resources is remote.

3.12 Revenue recognition

Revenue from contracts with customers

Revenue is recognized upon transfer of control of promised products or services to customers in an amount that reflects the transaction price (net of variable consideration) allocated to a particular performance obligation.

Nature of the services

The Group derives its Revenue from providing comprehensive business process management (BPM) services including tech enabled solutions across the payers and providers in the US Healthcare industry. The payer value chain comprises of claims management, payment integrity, clinical management, provider network operations, and front-office services, among others. The provider value chain includes end-to-end Revenue Cycle Management, integrating patient access, A/R management, and clinical services with licensed professionals.

Revenue is measured based on the transaction price, which is the consideration, adjusted for variable consideration such as volume discounts, service level credits, performance bonuses, price concessions and incentives, if any, as specified in the contract with the customer. Revenue also excludes taxes collected from customers as it is not received by the Group on its own account. Rather, it is tax collected on value added to the commodity / service rendered by the seller on behalf of the Government. Accordingly, it is excluded from revenues.

Time and Material contracts

Revenue from time and material transactions and outcome based contracts are recognized on an output basis as the services are performed, measured by units delivered, efforts expended etc.

Fixed price contracts

In respect of fixed-price contracts, where performance obligations are satisfied over a period of time, revenue is recognized by means of percentage of completion method. Under this method, revenue is recognized by

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applying the percentage of completion on the transaction price, calculated as the proportion of the cost of effort incurred up to the reporting date to estimated cost of total effort.

Contract Asset and Liabilities

The Group classifies its right to consideration in exchange for deliverables as either a receivable or a contract asset.

A receivable is a right to consideration that is unconditional. A right to consideration is unconditional if only the passage of time is required before payment of that consideration is due. For example, the Group recognizes a receivable for revenues related to time and materials contracts or volume based contracts. The Group presents such receivables as part of trade receivables at their net estimated realizable value. The same is tested for impairment as per the guidance in Ind AS 109 using expected credit loss method.

Others

Any change in scope or price is considered as a contract modification. The Group accounts for modifications to existing contracts by assessing whether the services added are distinct and whether the pricing is at the stand-alone selling price. Services added that are not distinct are accounted for on a cumulative catch up basis, while those that are distinct are accounted for prospectively, either as a separate contract if the additional services are priced at the stand-alone selling price, or as a termination of the existing contract and creation of a new contract if not priced at the stand-alone selling price.

The Group recognizes an onerous contract provision when it is probable that the unavoidable costs of meeting the obligations under a contract exceed the economic benefits to be received.

The Group accounts for variable considerations like, volume discounts, rebates and pricing incentives to customers as reduction of revenue on a systematic and rational basis over the period of the contract.

The Group estimates an amount of such variable consideration using expected value method or the single most likely amount in a range of possible consideration depending on which method better predicts the amount of consideration to which the Group may be entitled.

Revenues are shown net of allowances/ returns, sales tax, value added tax, goods and services tax and applicable discounts and allowances.

Incremental costs that relate directly to a contract and incurred in securing a contract with a customer are recognized as an asset when the Group expects to recover these costs and amortized over the contract term.

The Group recognizes contract fulfilment cost as an asset if those costs specifically relate to a contract or to an anticipated contract, the costs generate or enhance resources that will be used in satisfying performance obligations in future; and the costs are expected to be recovered. The asset so recognized is amortized on a systematic basis consistent with the transfer of goods or services to customer to which the asset relates.

The Group assesses the timing of the transfer of goods or services to the customer as compared to the timing of payments to determine whether a significant financing component exists. As a practical expedient, the Group does not assess the existence of a significant financing component when the difference between payment and transfer of deliverables is a year or less. If the difference in timing arises for reasons other than the provision of finance to either the customer or us, no financing component is deemed to exist.

The Group may enter into arrangements with third party suppliers to resell products or services. In such cases, the Group evaluates whether the Group is the principal (i.e. report revenues on a gross basis) or agent (i.e. report revenues on a net basis). In doing so, the Group first evaluates whether the Group controls the services before it is transferred to the customer. If Group controls the services before it is transferred to the customer, Group is the principal; if not, the Group is the agent.

Contract assets are recognized when there is excess of revenue earned over billings on contracts. Contract assets are classified as unbilled receivables (only act of invoicing is pending) when there is unconditional right to receive cash, and only passage of time is required, as per contractual terms. Unearned and deferred revenue ("contract liability") is recognized when there are billings in excess of revenues. The billing schedules agreed with customers could include periodic performance-based payments and/or milestone-based progress payments. Invoices are payable within contractually agreed credit period. Advances received for services are reported as liabilities until all conditions for revenue recognition are met.

Use of significant judgements in revenue recognition

The Group's contracts with customers could include promises to transfer multiple goods and services to a customer. The Group assesses the goods / services promised in a contract and identifies distinct performance obligations in the contract. Identification of distinct

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performance obligation involves judgement to determine the deliverables and the ability of the customer to benefit independently from such deliverables.

Judgement is also required to determine the transaction price for the contract. The transaction price could be either a fixed amount of customer consideration or variable consideration with elements such as volume discounts, performance bonuses, price concessions and incentives. The transaction price is also adjusted for the effects of the time value of money if the contract includes a significant financing component. The Group has applied the practical expedient provided by Ind AS 115, whereby it does not adjust the transaction price for the effects of the time value of money where the period between when the control on goods and services transferred to the customer and when payment thereof is due, is one year or less. Any consideration payable to the customer is adjusted to the transaction price, unless it is a payment for a distinct good or service from the customer. The estimated amount of variable consideration is adjusted in the transaction price only to the extent that it is highly probable that a significant reversal in the amount of cumulative revenue recognized will not occur and is reassessed at the end of each reporting period. The Group allocates the elements of variable considerations to all the performance obligations of the contract unless there is observable evidence that they pertain to one or more distinct performance obligations.

The Group uses judgement to determine an appropriate standalone selling price for a performance obligation. The Group allocates the transaction price to each performance obligation on the basis of the relative standalone selling price of each distinct good or service promised in the contract. Where standalone selling price is not observable, the Group uses the expected cost-plus margin approach to allocate the transaction price to each distinct performance obligation.

The Group exercises judgement in determining whether the performance obligation is satisfied at a point in time or over a period of time. The Group considers indicators such as how a customer consumes benefits as services are rendered or who controls the asset as it is being created or existence of enforceable right to payment for performance to date and alternate use of such good or service, transfer of significant risks and rewards to the customer, acceptance of delivery by the customer, etc.

Use of the percentage-of completion method in accounting for fixed-price contracts requires the Group to estimate the efforts or costs expended to date as a proportion of the total efforts or costs to be expended. Efforts or costs expended have been used to measure progress towards completion as there is a direct relationship between input and productivity.

Contract acquisition costs are generally expensed as incurred except for certain costs which meet the criteria for capitalization, in particular if such costs are expected to be recovered. Contract acquisition costs are amortized over the contract term, consistent with the pattern of transfer of goods or services to which the asset relates.

The Group disaggregates revenue from contracts with customers by nature of services rendered, customer category and pattern of revenue recognition.

3.13 Earnings / (loss) per share

Basic earnings/ (loss) per share is computed by dividing the net profit for the year attributable to equity shareholders by the weighted average number of equity shares outstanding during the year. Partly paid equity shares are treated as a fraction of an equity share to the extent that they are entitled to participate in dividends relative to a fully paid equity share during the reporting year. The weighted average number of equity shares outstanding during the year is adjusted for events such as shares issued as consideration for common control transactions, bonus issue, amalgamations, bonus element in a rights issue, buyback, share split, and reverse share split (consolidation of shares) that have changed the number of equity shares outstanding, without a corresponding change in resources.

The number of equity shares used in computing diluted earnings per share comprises the weighted average number of equity shares considered to derive the basic EPS, and also the weighted average number of equity shares that could have been issued on conversion of all the dilutive potential equity shares which are deemed converted at the beginning of reporting period, unless issued at a later date.

3.14 Tax expense

Tax expense comprises current and net change in the deferred tax asset or liability during the year. Current tax and deferred tax are recognized in consolidated statement of profit and loss except to the extent that it relates to a business combination, or items recognized directly in equity or in other comprehensive income.

The Group has determined that interest and penalties related to income taxes do not meet the definition of income taxes, and therefore accounted for them as rates & taxes in the consolidated statement of profit and loss.

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Current tax is the expected tax payable or receivable on the taxable income or loss for the year, using tax rates enacted or substantively enacted at the reporting date, and any adjustment to tax payable in respect of previous years. The amount of tax payable or receivable is the best estimate of the tax amount expected to be paid or received that reflects uncertainty related to income taxes, if any.

Current tax assets and liabilities are offset only if it has a legally enforceable right to set off the recognized amounts and where it intends either to settle on a net basis, or to realize the asset and settle the liability simultaneously.

Deferred income tax assets and liabilities is recognized using the balance sheet approach. Deferred tax is recognized on temporary differences at the reporting date between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes, except when the deferred income tax arises from the initial recognition of goodwill or an asset or liability in a transaction that is not a business combination and affects neither accounting nor taxable profit and loss at the time of the transaction. The carrying amount of deferred income tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred income tax asset to be utilized.

The measurement of deferred taxes reflects the tax consequences that would follow the way the Group expects, at the reporting date, to recover or settle the carrying amount of its assets and liabilities. Deferred tax is measured at the tax rates that are expected to be applied to temporary differences when they reverse, based on the laws that have been enacted or substantively enacted by the reporting date.

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 realized simultaneously.

Deferred tax assets are recognized for unused tax losses, unused 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 used. Future taxable profits are determined based on the reversal of relevant taxable temporary differences. If the amount of taxable temporary differences is insufficient to recognize a deferred tax asset in full, then future taxable profits, adjusted for reversals of existing temporary differences, are considered, based on the business plans for individual subsidiaries in the Group. 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 realized; such reductions are reversed when the probability of future taxable profits improves.

Unrecognized deferred tax assets are reassessed at each reporting date and recognized to the extent that it has become probable that future taxable profits will be available against which they can be used.

In determining the amount of current and deferred tax, the Group takes into account the impact of uncertain tax positions and whether additional taxes and interest may be due. This assessment relies on estimates and assumptions and may involve a series of judgements about future events. New information may become available that causes the Group to change its judgement regarding the adequacy of existing tax liabilities; such changes to tax liabilities will impact tax expense in the period that such a determination is made.

3.15 Borrowing costs

Borrowing cost includes interest, amortization of ancillary costs incurred in connection with the arrangement of borrowings and exchange differences arising from foreign currency borrowings to the extent they are regarded as an adjustment to the interest cost.

3.16 Other income

Interest income is recognized as it accrues in the consolidated statement of profit and loss using effective interest rate method.

3.17 Segment reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker (CODM).

3.18 Share based payments arrangements

The Group measures compensation cost relating to share-based payments using the fair valuation method in accordance with Ind AS 102, Share-Based Payments. Compensation expense is amortized over the vesting period of the option on a graded basis. The options generally vest in a graded manner over the vesting period. The fair value determined at the grant date is expensed over the vesting period of the respective tranches of such options.

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In group share based payment arrangements, where the Group is either the settling entity for the share based awards or has an obligation to make payments to the parent company who is the sponsor of such awards, the awards are classified as cash settled in accordance with Ind AS. The cost of such cash-settled transactions is determined based on the fair value at the date when the grant is made and updated at each reporting date. The expected term of the awards is estimated based on the vesting term and contractual life of the award.

In group share based payment arrangements, where the Group is neither the settling entity for the share based awards nor has an obligation to make payments to the parent company who is the sponsor of such awards, the awards are classified as equity settled in accordance with Ind AS. The cost of such equity-settled transactions is determined by the fair value at the date when the grant is made using the Black-Scholes valuation model. The expected term of the awards is estimated based on the vesting term and contractual life of the award.

The cost of cash settled transactions is recognized, together with a corresponding increase in the liability, over the period in which the performance and/or service conditions are fulfilled. The cumulative expense recognized for cash-settled transactions at each reporting date until the vesting date reflects the extent to which the vesting period has expired and the Group's best estimate of the number of equity instruments that will ultimately vest. Debit or credit in consolidated statement of profit and loss for a period represents the movement in cumulative expense recognized as at the beginning and end of that period and is recognized in employee benefits expense.

The cost of equity settled transactions is recognized, together with a corresponding increase in equity, over the period in which the performance and/or service conditions are fulfilled. The cumulative expense recognized for equity-settled transactions at each reporting date until the vesting date reflects the extent to which the vesting period has expired and the Group's best estimate of the number of equity instruments that will ultimately vest. Debit or credit in consolidated statement of profit and loss for a period represents the movement in cumulative expense recognized as at the beginning and end of that period and is recognized in employee benefits expense.

When the terms and conditions of a cash-settled share-based payment transaction are modified with the result that it becomes an equity-settled share-based payment transaction, the transaction is accounted for as such from the date of the modification. Such modification has following impact on consolidated financial statements :

(a) The equity-settled share-based payment transaction is measured by reference to the fair value of the equity instruments granted at the modification date. Therefore, the equity-settled share-based payment transaction is recognized in equity on the modification date to the extent to which services have been received.

(b) The liability recognized previously for the cash-settled share-based payment transaction as at the modification date is derecognized on modification date.

(c) Any difference between the carrying amount of the liability derecognized and the amount of equity recognized on the modification date is recognized immediately in profit or loss.

3.19 Cash dividend to the equity holders of the Company

The Company recognizes a liability to make cash distributions to equity holders of the Company when the distribution is authorized, and the distribution is no longer at the discretion of the Company. Final dividends on shares is recorded as a liability on the date of approval by the shareholders and interim dividends are recorded as a liability on the date of declaration by the Company's Board of Directors.

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4 PROPERTY, PLANT AND EQUIPMENT AND CAPITAL WORK-IN PROGRESS

Particulars	Leasehold improvements	Computers	Office equipment	Furniture and fixtures	Vehicles	Total	Capital-work-in -progress*
Cost							
Balance as at 01st April 2024	**1,450.12**	**3,816.11**	**215.16**	**291.76**	**13.62**	**5,786.77**	**57.02**
Additions	153.42	1,138.03	67.96	81.41	7.37	1,448.19	0.14
Additions due to business combination (Refer note 43)	12.15	40.36	-	0.89	-	53.40	-
Capitalized during the year	-	-	-	-	-	-	(57.02)
Disposals	(236.14)	(620.31)	(29.11)	(40.86)	(0.04)	(926.46)	-
Effect of movements in exchange rates	6.02	26.36	0.47	2.25	0.12	35.22	-
Balance as at 31st March 2025	**1,385.57**	**4,400.55**	**254.48**	**335.45**	**21.07**	**6,397.12**	**0.14**
Balance as at 01st April 2025	**1,385.57**	**4,400.55**	**254.48**	**335.45**	**21.07**	**6,397.12**	**0.14**
Additions	281.21	1,279.80	85.87	57.11	-	1,703.99	392.78
Capitalized during the year	-	-	-	-	-	-	(0.14)
Disposals	(107.02)	(28.41)	(3.46)	(10.83)	(2.30)	(152.02)	-
Effect of movements in exchange rates	132.71	359.86	14.74	34.11	0.37	541.79	-
Balance as at 31st March 2026	**1,692.47**	**6,011.80**	**351.63**	**415.84**	**19.14**	**8,490.88**	**392.78**
Accumulated depreciation							
Balance as at 01st April 2024	**353.42**	**1,442.44**	**53.33**	**102.76**	**3.00**	**1,954.95**	**-**
Charge for the year	486.09	843.42	70.13	52.06	2.42	1,454.12	-
Disposals	(232.29)	(451.29)	(25.39)	(22.93)	(0.04)	(731.94)	-
Effect of movements in exchange rates	5.13	16.30	0.65	(1.43)	0.03	20.68	-
Balance as at 31st March 2025	**612.35**	**1,850.87**	**98.72**	**130.46**	**5.41**	**2,697.81**	**-**
Balance as at 01st April 2025	**612.35**	**1,850.87**	**98.72**	**130.46**	**5.41**	**2,697.81**	**-**
Charge for the year	328.74	922.51	61.12	52.92	2.70	1,367.99	**-**
Disposals	(76.44)	(27.81)	(2.08)	(8.52)	(1.13)	(115.98)	**-**
Effect of movements in exchange rates	85.71	197.62	9.90	16.49	0.12	309.84	**-**
Balance as at 31st March 2026	**950.36**	**2,943.19**	**167.66**	**191.35**	**7.10**	**4,259.66**	**-**
Net block as at 31st March 2025	**773.22**	**2,549.68**	**155.76**	**204.99**	**15.66**	**3,699.31**	**0.14**
Net block as at 31st March 2026	**742.11**	**3,068.61**	**183.97**	**224.48**	**12.05**	**4,231.22**	**392.78**

*Capital-work-in -progress (CWIP) ageing schedule

As at 31st March 2025

Particulars	Amount in CWIP for a period of				
	Less than 1 year	1-2 years	2-3 years	More than 3 year	Total
Project in progress	0.14	-	-	-	**0.14**
Projects temporarily suspended	-	-	-	-	-
Total	**0.14**	-	-	-	**0.14**

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As at 31st March 2026

Particulars	Amount in CWIP for a period of				
	Less than 1 year	1-2 years	2-3 years	More than 3 year	Total
Project in progress	392.78	-	-	-	**392.78**
Projects temporarily suspended	-	-	-	-	-
Total	**392.78**	-	-	-	**392.78**

There are no projects for which completion is overdue compared to original plan and no costs exceeding budgeted cost as at 31st March 2026 and 31st March 2025.

5 RIGHT-OF-USE ASSETS

Particulars	Buildings* (Including leasehold improvements)
Cost	
Balance as at 01st April 2024	**8,134.49**
Additions	2,000.73
Additions due to business combination (Refer note 43)	57.68
Disposals on completion of lease term	(349.59)
Adjustments on account of lease modification / early termination	(1,294.71)
Effect of movements in exchange rates	44.05
Balance as at 31st March 2025	**8,592.65**
Balance as at 01st April 2025	**8,592.65**
Additions	806.77
Disposals on completion of lease term	(834.74)
Adjustments on account of lease modification / early termination	(2.04)
Effect of movements in exchange rates	279.78
Balance as at 31st March 2026	**8,842.42**
Accumulated depreciation	
Balance as at 01st April 2024	**2,469.44**
Charge for the year	1,536.05
Disposals on completion of lease term	(349.59)
Adjustments on account of lease modification / early termination	(610.28)
Effect of movements in exchange rates	25.55
Balance as at 31st March 2025	**3,071.17**
Balance as at 01st April 2025	**3,071.17**
Charge for the year	1,544.04
Disposals on completion of lease term	(730.02)
Adjustments on account of lease modification / early termination	(38.23)
Effect of movements in exchange rates	127.78
Balance as at 31st March 2026	**3,974.74**
Net block as at 31st March 2025	**5,521.48**
Net block as at 31st March 2026	**4,867.68**

* Includes leasehold improvements at certain leased buildings. The Group considers such leasehold improvements taken on lease to be an integral part of the related building.

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Note:

1 The Group leases buildings and leasehold improvements to conduct its business in the ordinary course. The leases typically are for a period of 2 to 10 years.

2 Amounts recognised in the consolidated statement of profit and loss

Particulars	For the year ended 31st March 2026	For the year ended 31st March 2025
(a) Depreciation charge of Right-of-use assets		
- Buildings (including leasehold improvements)	1,544.04	1,536.05
(b) Interest expense (included in finance costs)	448.53	452.15
(c) Expenses relating to short-term leases (included in other expenses)	327.75	218.14
	2,320.32	**2,206.34**

3 The total cash outflows for leases, including short-term leases amounted to ₹ 2,170.93 Million and ₹ 1,993.58 Million for the years 31st March 2026 and 31st March 2025 respectively.

6 GOODWILL

Particulars	Note	As at 31st March 2026	As at 31st March 2025
Opening balance		60,390.11	57,095.91
Acquisition of BroadPath Healthcare Solutions (“BroadPath”)	43	-	2,651.97
Decrease on account of measurement period adjustments	43	(42.53)	(75.25)
Effect of movements in exchange rates		3,703.91	717.48
Closing balance		**64,051.49**	**60,390.11**

For the purpose of impairment testing, goodwill has been allocated to the Group’s CGU’s as follows:

Particulars	As at 31st March 2026	As at 31st March 2025
Provider business	5,891.73	5,551.03
Payer business	58,159.76	54,839.08
	64,051.49	**60,390.11**

Impairment test of Goodwill

Goodwill is tested for impairment on an annual basis and whenever there is an indication that the recoverable amount of a cash generating unit (CGU) is less than its carrying amount. For the impairment test, goodwill is allocated to the CGU or groups of CGUs which benefit from the synergies of the acquisition and which represents the lowest level at which goodwill is monitored for internal management purposes. A CGU is the smallest identifiable group of assets that generates cash inflows that are largely independent of the cash inflows from other assets or group of assets. The recoverable amount of a CGU is the higher of its fair value less cost of disposal and its value-in-use. The recoverable amount of the CGUs was determined based on its value-in-use. The value-in-use is determined based on cash flow projections over a period of five years and terminal growth rate thereafter. The key assumptions used in the estimation of the value-in-use are set out below. The values assigned to revenue and EBITDA growth rates are based on management’s assessment of future trends in the relevant businesses and are also based on historical data from both internal and external sources. Terminal growth rates (beyond 5 years) and the discount rate for goodwill impairment purposes have been estimated based on macroeconomic conditions and business factors prevalent in USA, being the sole customer jurisdiction in which the Group operates.

Following key assumptions were considered while performing impairment testing of Goodwill : -

Notes to the Consolidated Financial Statements

for the year ended 31st March 2026

(All amounts are in Indian Rupees millions, unless otherwise stated)

Assumptions for Payer business

Particulars	As at 31st March 2026	As at 31st March 2025
Discount rate	14.00%	13.00%
Terminal growth rate	5.00%	5.00%
EBITDA margin(average of next five years)	22.76%	24.87%
Revenue growth rate (average of next five years)	14.32%	14.69%

Assumptions for Provider business

Particulars	As at 31st March 2026	As at 31st March 2025
Discount rate	14.00%	13.00%
Terminal growth rate	5.00%	5.00%
EBITDA margin (average of next five years)	22.76%	24.87%
Revenue growth rate (average of next five years)	14.32%	14.69%

The projections cover a period of five years, as management believes this to be the most appropriate timescale over which to review and consider annual performances, before applying a fixed terminal growth rate to the final year cash flows. The growth rates used to estimate future performance (revenue, cost of services, operating expenses, etc) are based on the reasonable estimates considering past performance.

The discount rate is a post tax measure and based on the Weighted Average Cost of Capital ('WACC') which represents the weighted average return attributable to all the assets of the CGU. These estimates are likely to differ from future actual results of operations and cash flows. Management believes that any reasonably possible changes in the key assumptions mentioned above would not cause the carrying amount to exceed the recoverable amount of the CGU's as at 31st March 2026 and 31st March 2025.

Recoverable amount of the CGU's exceeded their carrying amounts, and hence no impairment losses were recognized during the year ended 31 March 2026 and 31 March 2025 .

7 OTHER INTANGIBLE ASSETS

Particulars	Software and Technology	Trademark	Customer relationships	Total	Intangible assets under development
Cost					
Balance as at 01st April 2024	**1,074.44**	**-**	**22,432.83**	**23,507.27**	**-**
Additions	6.27	-	-	6.27	-
Addition pursuant to business combinations (refer note 43)	222.28	86.64	1,169.70	1,478.62	-
Disposals	(0.28)	-	-	(0.28)	-
Effect of movements in exchange rates	16.41	(1.11)	569.66	584.96	-
Balance as at 31st March 2025	**1,319.12**	**85.53**	**24,172.19**	**25,576.84**	**-**
Balance as at 01st April 2025	**1,319.12**	**85.53**	**24,172.19**	**25,576.84**	**-**
Additions	-	-	-	-	36.74
Disposals	-	-	-	-	
Effect of movements in exchange rates	165.78	8.86	2,504.65	2,679.29	
Balance as at 31st March 2026	**1,484.90**	**94.39**	**26,676.84**	**28,256.13**	**36.74**

Notes to the Consolidated Financial Statements

for the year ended 31st March 2026

(All amounts are in Indian Rupees millions, unless otherwise stated)

Particulars	Software and Technology	Trademark	Customer relationships	Total	Intangible assets under development
Accumulated amortization					
Balance as at 01st April 2024	**298.74**	**-**	**3,130.06**	**3,428.80**	**-**
Charge for the year	202.67	4.70	1,471.02	1,678.39	-
Disposals	-	-	-	-	-
Effect of movements in exchange rates	6.27	**0.05**	100.99	107.31	-
Balance as at 31st March 2025	**507.69**	**4.75**	**4,702.07**	**5,214.51**	**-**
Balance as at 01st April 2025	**507.69**	**4.75**	**4,702.07**	**5,214.51**	**-**
Charge for the year	272.17	29.46	1,660.04	1,961.67	-
Disposals	-			-	-
Effect of movements in exchange rates	122.85	1.91	585.04	709.80	-
Balance as at 31st March 2026	**902.71**	**36.12**	**6,947.15**	**7,885.98**	**-**
Net block as at 31st March 2025	**811.44**	**80.78**	**19,470.12**	**20,362.34**	**-**
Net block as at 31st March 2026	**582.19**	**58.27**	**19,729.69**	**20,370.15**	**36.74**

Remaining useful life of other intangible assets (in years)

Particulars	As at 31st March 2026	As at 31st March 2025
Software and Technology	1.83 to 4	2.83 to 4
Trademark	1.83	2.83
Customer relationships	6.08 to 11.83	1 to 12.75

As at 31st March 2026

Particulars	Amount in CWIP for a period of				
	Less than 1 year	1-2 years	2-3 years	More than 3 year	Total
Project in progress	36.74	-	-	-	**36.74**
Projects temporarily suspended	-	-	-	-	-
Total	**36.74**	-	-	-	**36.74**

There are no intangible assets under development whose completion is overdue or has exceeded is cost compared to its original plan as at 31st March 2026 and 31st March 2025.

8 OTHER FINANCIAL ASSETS (NON-CURRENT)

Particulars	As at 31st March 2026	As at 31st March 2025
Unsecured, considered good		
Security deposits	633.02	562.78
Derivative assets (refer note 38)	-	1.43
Others	-	46.74
	633.02	**610.95**

Notes to the Consolidated Financial Statements

for the year ended 31st March 2026

(All amounts are in Indian Rupees millions, unless otherwise stated)

9 OTHER TAX ASSETS (NET)

Particulars	As at 31st March 2026	As at 31st March 2025
Advance tax, net of provision for tax	277.37	158.19
	277.37	**158.19**

10 OTHER ASSETS (NON-CURRENT)

Particulars	As at 31st March 2026	As at 31st March 2025
Unsecured, considered good		
Capital advances	6.02	15.41
Prepaid expenses	125.59	179.59
Balances with statutory / government authorities	59.40	24.08
	191.01	**219.08**

11 INVESTMESTS (CURRENT)

Particulars	As at 31st March 2026	As at 31st March 2025
Financial instruments at FVTPL		-
Short-term mutual funds(refer note below)	3,358.70	-
	3,358.70	**-**

Particulars	No. of Units	NAV (₹)	As at 31st March 2026
Quoted Mututal Funds			
India			
ABSL Savings Fund-Direct Growth	3,43,705	585.00	201.07
ABSL Liquid Fund-Direct Growth	4,58,749	445.05	204.17
Axis Liquid Fund - Direct Growth	32,717	3,064.63	100.27
Axis Money Market Fund Direct Growth	1,32,655	1,512.20	200.60
HDFC Money Market Fund	33,120	6,102.51	202.11
HDFC Ultra Short Term Fund	37,207	5,409.88	201.28
ICICI Liqiuid fund- DP growth	4,96,162	407.68	202.28
ICICI Money market Fund-Direct Growth	3,76,772	402.02	151.47
Kotak Liquid Direct Growth	36,514	5,565.46	203.22
Kotak Money Market Direct Growth	42,810	4,744.66	203.12
Kotak Savings Funs-Direct plan-Growth	20,62,655	47.06	97.07
Nippon India Liquid Fund - Direct Plan Growth Plan	30,002	6,744.11	202.34
Nippon India Money Market Fund - Direct Growth Plan Growth Option	45,912	4,400.04	202.02
SBI Savings Fund- Direct Plan-Growth	43,04,897	46.51	200.21
SBI Liquid Fund Direct Growth	34,924	4,306.11	150.39
Tata Money Market Fund Direct Plan-Growth	39,867	5,039.13	200.88
Tata Liquid Fund Direct Plan-Growth	34,690	4,349.71	150.88
USA			
HSBC U.S. Government Money Market Fund Class	30,14,238	94.38	285.32
Total			**3,358.70**

Notes to the Consolidated Financial Statements

for the year ended 31st March 2026

(All amounts are in Indian Rupees millions, unless otherwise stated)

12 TRADE RECEIVABLES

Particulars	As at 31st March 2026	As at 31st March 2025
Trade receivables from contracts with customers - billed	11,312.66	8,637.20
Trade receivables from contract with customers - unbilled^	7,077.65	4,030.41
	18,390.31	**12,667.61**

^The receivable is 'unbilled' as the Group has not yet issued an invoice; however, the balance has been included under trade receivables (as opposed to contract assets) as the Group has an unconditional right to consideration and only the act of invoicing is pending.

Particulars	As at 31st March 2026	As at 31st March 2025
Unsecured, considered good		
Trade receivables	18,390.31	12,667.61
Significant increase in credit risk		
Trade receivables	26.05	20.96
Allowance for doubtful receivables	(26.05)	(20.96)
	18,390.31	**12,667.61**

Ageing of trade receivables

As at 31st March 2026

Particulars	Unbilled receivables	Not due	Outstanding for following periods from due date of payment					
			Less than 6 months	6 months- 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) Undisputed Trade receivables - considered good	7,077.65	10,563.25	749.41	-	-	-	-	18,390.31
(ii) Undisputed Trade receivables - which have significant increase in credit risk	-	-	-	17.17	7.57	1.31	-	26.05
(iii) Undisputed Trade receivables - credit impaired	-	-	-	-	-	-	-	-
(iv) Disputed Trade receivables - considered good	-	-	-	-	-	-	-	-
(v) Disputed Trade receivables - which have significant increase in credit risk	-	-	-	-	-	-	-	-
(vi) Disputed Trade receivables - credit impaired	-	-	-	-	-	-	-	-
Total	**7,077.65**	**10,563.25**	**749.41**	**17.17**	**7.57**	**1.31**	**-**	**18,416.36**
Allowance for doubtful receivables								(26.05)
Total								**18,390.31**

Notes to the Consolidated Financial Statements

for the year ended 31st March 2026

(All amounts are in Indian Rupees millions, unless otherwise stated)

As at 31st March 2025

Particulars		Unbilled receivables	Not due	Outstanding for following periods from due date of payment					
				Less than 6 months	6 months-1 year	1-2 years	2-3 years	More than 3 years	Total
(i)	Undisputed Trade receivables - considered good	4,030.41	7,286.19	1,340.26	10.75	-	-	-	12,667.61
(ii)	Undisputed Trade receivables - which have significant increase in credit risk	-	-	-	-	20.96	-	-	20.96
(iii)	Undisputed Trade receivables - credit impaired	-	-	-	-	-	-	-	-
(iv)	Disputed Trade receivables - considered good	-	-	-	-	-	-	-	-
(v)	Disputed Trade receivables - which have significant increase in credit risk	-	-	-	-	-	-	-	-
(vi)	Disputed Trade receivables - credit impaired	-	-	-	-	-	-	-	-
Total		**4,030.41**	**7,286.19**	**1,340.26**	**10.75**	**20.96**	**-**	**-**	**12,688.57**
Allowance for doubtful receivables									(20.96)
Total									**12,667.61**

13 CASH AND CASH EQUIVALENTS

Particulars	As at 31st March 2026	As at 31st March 2025
Balances with banks		
- in current accounts	1,663.02	822.19
- in Exchange Earners Foreign Currency ("EEFC") accounts	9.82	24.55
- in deposit accounts (original maturity within 3 months)	1,906.32	2,590.84
	3,579.16	**3,437.58**

13.1 Bank balances other than cash and cash equivalents

Particulars	As at 31st March 2026	As at 31st March 2025
Deposits with original maturity of more than three months but less than twelve months	2,100.00	-
	2,100.00	**-**

14 OTHER FINANCIAL ASSETS (CURRENT)

Particulars	As at 31st March 2026	As at 31st March 2025
Unsecured, considered good		
Security deposits	217.10	262.54
Other receivables*	92.44	8.44
Loan to employees	23.89	-
Derivative assets (refer note 38)	-	92.59
Accrued interest		
- deposits	20.43	1.94
	353.86	**365.51**

** For transactions with related parties - Refer note 36*

Notes to the Consolidated Financial Statements

for the year ended 31st March 2026

(All amounts are in Indian Rupees millions, unless otherwise stated)

15 OTHER ASSETS (CURRENT)

Particulars	As at 31st March 2026	As at 31st March 2025
Advances to suppliers	140.07	107.82
Advances to employees	20.92	50.98
Prepaid expenses	936.74	794.78
Balances with statutory / government authorities	529.80	575.02
Contract acquisition cost	29.45	-
Contract assets	6.40	208.35
	1,663.38	**1,736.95**

Particulars	As at 31st March 2026	As at 31st March 2025
Unsecured, considered good		
Contract assets	6.40	208.35
Less: Loss allowance	-	-
	6.40	**208.35**

The following table discloses movement in contract assets:

Particulars	As at 31st March 2026	As at 31st March 2025
Opening balance	208.35	-
Revenue recognized during the year in excess of the amounts invoiced/ recognized as receivables during the year	5.99	208.35
Invoiced during the year	(208.35)	-
Effect of movements in exchange rates	0.41	-
	6.40	**208.35**

16 EQUITY SHARE CAPITAL

Particulars	As at 31st March 2026	As at 31st March 2025
Authorised		
10,000,000,000 (31st March 2025 : 10,000,000,000) equity shares of ₹ 10/- each	1,00,000.00	1,00,000.00
	1,00,000.00	**1,00,000.00**
Issued, subscribed and paid-up ^		
4,681,328,413 (31st March 2025 : 4,681,328,413) equity shares of ₹ 10/- each, fully paid	46,792.74	46,792.74
	46,792.74	**46,792.74**

^ During the year ended 31st March 2025, the Company had completed an Initial Public Offer of 702,199,262 equity shares having a face value of ₹ 10 each, at an issue price of ₹ 30 each. The entire issue comprised of an offer for sale by the Company's Promoter and immediate Holding Company - Sagility B.V.

Notes to the Consolidated Financial Statements

for the year ended 31st March 2026

(All amounts are in Indian Rupees millions, unless otherwise stated)

Notes:

a) Reconciliation of the number of equity shares outstanding at the beginning and at the end of the reporting period:

Equity shares

Particulars	No. of shares	Amount
Balance as at 01st April 2024	4,28,73,36,495	42,852.82
Changes in equity share capital due to prior period error	-	-
Changes in equity share capital during the year (refer note 16 e)	39,39,91,918	3,939.92
Balance as at 31st March 2025	**4,68,13,28,413**	**46,792.74**
Balance as at 01st April 2025	4,68,13,28,413	46,792.74
Changes in equity share capital during the year	-	-
Balance as at 31st March 2026	**4,68,13,28,413**	**46,792.74**

b) Shareholders holding more than 5% of equity shares of the Company:

Name of the shareholder	As at 31st March 2026		As at 31st March 2025	
	No. of shares	% holding	No. of shares	% holding
Equity shares				
Sagility B.V.	2,38,51,29,151	50.95%	3,85,71,29,152	82.39%

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

c) Details of shareholding of Promoters:

Name of the promoter	As at 31st March 2026			As at 31st March 2025		
	No. of shares	% holding	% change during the year	No. of shares	% holding	% change during the year
Sagility B.V.	2,38,51,29,151	50.95%	(31.43%)	3,85,71,29,152	82.38%	(17.61%)
Sagility Philippines B.V.^	-	-	-	-	-	(0.01%)

^ 1 share was held by Sagility Philippines B.V. as nominee on behalf of Sagility B.V.

d) Terms/ rights attached to equity shares:

The Company has only one class of equity shares having a par value of ₹ 10 per share. Each holder of equity shares, as reflected in the records of the Company as of the date of the shareholders meeting, is entitled to one vote in respect of each share held for all matters submitted to vote in the shareholders meeting. The equity shares are entitled to receive dividend as declared from time to time subject to approval of the shareholders at the ensuing Annual General Meeting.

In the event of liquidation of the Company, the holders of equity shares will be entitled to receive remaining assets of the Group after distribution of all preferential amounts, if any. The distribution will be in the proportion to the number of equity shares held by the shareholders.

e) Aggregate number of shares issued for consideration other than cash:

The Company has not made any buy-back, nor there has been an issue of shares by way of bonus shares during the period from incorporation up to 31st March 2026. During the year ended 31st March 2025, the company had issued 393,991,918 shares of ₹10 each along with a premium of ₹ 18.30 each were issued for consideration other than cash.

f) No shares are reserved for issue under options.

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(All amounts are in Indian Rupees millions, unless otherwise stated)

17 OTHER EQUITY

Particulars		As at 31st March 2026	As at 31st March 2025
(i)	**Securities premium**		
	Balance at the beginning of the year	50,523.72	43,241.02
	Add: movement during the year (refer note 16)	-	7,210.72
	Add: Share issue expenses reimbursed	-	71.98
	Balance at the end of the year- (A)	**50,523.72**	**50,523.72**
(ii)	**Common control adjustment deficit account**		
	Balance at the beginning of the year	(28,186.58)	(28,186.58)
	Add: Movement during the year	-	-
	Balance at the end of the year - (B)	**(28,186.58)**	**(28,186.58)**
(iii)	**Effective portion of cashflow hedge**		
	Balance at the beginning of the year	40.23	52.16
	Add: movement during the year (net)	(1,536.75)	(11.93)
	Balance at the end of the year	**(1,496.52)**	**40.23**
(iv)	**Exchange difference on translation of financial statements of foreign operations**		
	Balance at the beginning of the year	4,085.42	2,971.86
	Add: Movement during the year	5,655.11	1,113.56
	Balance at the end of the year	**9,740.53**	**4,085.42**
(v)	**Share based payments reserve**		
	Balance at the beginning of the year	1,275.17	-
	Add: Impact of modification of share based payment awards	-	946.16
	Add: Expenses relating to share based payment awards	122.42	329.01
	Balance at the end of the year	**1,397.59**	**1,275.17**
(vi)	**Retained earnings**		
	Balance at the beginning of the year	8,829.84	3,500.00
	Add: Profit for the year	9,247.68	5,391.23
	Add: Re-measurements gains/ (losses) on defined employee benefit plans (net of tax)	(23.96)	(61.39)
	Less: Appropriations		
	-Dividends*	(234.07)	-
	Balance at the end of the year	**17,819.49**	**8,829.84**
	Total Other components of the equity (sum of iii to vi) **-(C)**	**27,461.09**	**14,230.66**
	Total (A+B+C)	**49,798.23**	**36,567.80**

*During the year, the Company's Board of Directors, at their meeting held on 29th October 2025, approved an interim dividend of ₹0.05/- per equity share . The interim dividend was paid on 26th November 2025. This has resulted in cash outflow of ₹233.89 Million.

Pursuant to the requirements of Division II to Schedule III, below is the nature and purpose of each reserve:

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for the year ended 31st March 2026

(All amounts are in Indian Rupees millions, unless otherwise stated)

Nature & purpose of reserves

(i) Securities premium

Securities premium is used to record the premium on issue of shares. The reserve is utilised in accordance with the provisions of Section 52 of the Companies Act, 2013.

(ii) Common control adjustment deficit account

The deficit account pertains to the impact of accounting for common control business combinations in the previous years. The same will be utilized for the purposes as permitted by the Companies Act, 2013.

(iii) Effective portion of cashflow hedge

Cumulative changes in the fair value of financial instruments designated and effective as a hedge are recognized in this reserve through OCI (net of taxes). Amounts recognized in the Effective portion of cashflow hedge are reclassified to the consolidated interim statement of profit and loss when the underlying transaction occurs.

(iv) Exchange difference on translation of financial statements of foreign operations

Exchange differences relating to the translation of the results and net assets of the foreign operations from their respective functional currencies to the Company's functional and presentation currency are recognized directly in OCI and accumulated in other equity. When a foreign operation is disposed off, the relevant amount recognized in other equity is transferred to the consolidated interim statement of profit and loss as part of the profit or loss on disposal.

(v) Share based payments reserve

Share based payments reserve is used to record the fair value of equity-settled share-based payment transactions. This represents a restricted reserve and is not available for dividend distributions.

(vi) Retained earnings

Retained earnings comprises of prior and current year undistributed earnings / (losses) after tax.

18 BORROWINGS

Particulars	As at 31st March 2026	As at 31st March 2025
Non-current		
Unsecured borrowings from related parties (Refer note 36)		
8% p.a 13,000 Non-convertible bonds of ₹ 1,000,000 each [Refer note (A)]	-	5,670.42
	-	**5,670.42**
Current		
Unsecured borrowings from related parties (Refer note 36)		
8% p.a 13,000 Non-convertible bonds of ₹ 1,000,000 each [Refer note (A)]	5,670.42	2,350.00
Interest accrued but not due	105.31	149.14
	5,775.73	**2,499.14**
Total	**5,775.73**	**8,169.56**

Note:

A. (i) On 04th January 2022, the Company allotted 13,000 Non-convertible bonds ("NCB") at a face value of ₹ 1,000,000 each to Sagility B.V. (the immediate holding company)

(ii) The term of the NCB is 60 (Sixty) months from contractual agreed drawdown date. i.e. 04th January 2022.

(iii) The NCB's are entitled to a fixed coupon rate of interest at 8% per annum.

(iv) The NCB's can be fully or partially repaid before the contractual repayment dates, subject to compliance with applicable regulations in India

Notes to the Consolidated Financial Statements

for the year ended 31st March 2026

(All amounts are in Indian Rupees millions, unless otherwise stated)

Remaining Repayment schedule

Scheduled redemption (repayment) date	Redemption/ Repayment amount (₹ in Million)
04th July 2026	1,496.00
04th January 2027	4,174.42

During the year ended 31st March 2026, total repayment of borrowings amounted to ₹ 2,350.00 Million (31st March 2025: ₹ 2,489.58 Million).

B. Net debt reconciliation

(i) This section sets out an analysis of net debt and the movements in net debt for each of the periods presented:

Particulars	As at 31st March 2026	As at 31st March 2025
Cash and cash equivalents	3,579.16	3,437.58
Bank balances other than cash and cash equivalents	2,100.00	-
Borrowings (including interest payable)	(5,775.73)	(8,169.56)
Lease liabilities	(5,329.62)	(5,849.80)
Net debt	**(5,426.19)**	**(10,581.78)**

(ii) Movement of net debt

Particulars	Other assets		Liabilities from financing activities		Total
	Cash and cash equivalents	Bank Balance other than Cash and cash equivalents	Lease liabilities	Borrowings (including interest payable)	
Net debt as at 01st April 2025	3,437.59	-	(5,849.80)	(8,169.56)	(10,581.77)
Cash flows	(91.21)	2,100.00	1,394.83	2,350.00	5,753.62
Interest paid	-		448.53	586.92	1,035.45
Non-cash items					
Additions	-	-	(773.15)	-	(773.15)
Deletions	-	-	69.83	-	69.83
Effect of movements in exchange rates	232.79	-	(171.33)	-	61.46
Interest expense	-	-	(448.53)	(543.09)	(991.63)
Net debt as at 31st March 2026	**3,579.16**	**2,100.00**	**(5,329.62)**	**(5,775.73)**	**(5,426.19)**

Notes to the Consolidated Financial Statements

for the year ended 31st March 2026

(All amounts are in Indian Rupees millions, unless otherwise stated)

Particulars	Other assets	Liabilities from financing activities		Total
	Cash and cash equivalents	Lease liabilities	Borrowings (including interest payable)	
Net debt as at 01st April 2024	3,441.26	(5,981.94)	(19,335.18)	(21,875.86)
Cash flows	(62.11)	1,321.78	3,698.79	4,958.46
Cash flow pursuant to purchase option payment (investing activity in statement of cash flows)	-	20.00	-	20.00
Interest paid	-	452.15	867.92	1,320.07
Non-cash items				
Conversion of loan into equity			7,444.96	7,444.96
Additions due to business combination (Refer note 43)		(58.40)	(27.17)	(85.57)
Additions	-	(1,904.41)	-	(1,904.41)
Deletions	-	783.98	-	783.98
Effect of movements in exchange rates	58.44	(30.81)	-	27.63
Interest expense	-	(452.15)	(818.88)	(1,271.03)
Net debt as at 31st March 2025	**3,437.59**	**(5,849.80)**	**(8,169.56)**	**(10,581.77)**

19 LEASE LIABILITIES

Particulars	As at 31st March 2026	As at 31st March 2025
Carried at amortised cost		
Non-current		
Lease liabilities	3,811.12	4,564.26
Current		
Lease liabilities	1,518.50	1,285.54
Total	**5,329.62**	**5,849.80**

20 OTHER FINANCIAL LIABILITIES (NON-CURRENT)

Particulars	As at 31st March 2026	As at 31st March 2025
Derivative liabilities (refer note 38)	261.48	4.46
	261.48	**4.46**

21 PROVISIONS

Non-current

Particulars	As at 31st March 2026	As at 31st March 2025
Provision for employee benefits (refer note 37)		
- Gratuity	857.18	413.70
- Pension	1,303.95	1,323.43
	2,161.13	**1,737.13**

Notes to the Consolidated Financial Statements

for the year ended 31st March 2026

(All amounts are in Indian Rupees millions, unless otherwise stated)

22 TRADE PAYABLES

Particulars	As at 31st March 2026	As at 31st March 2025
Total outstanding dues of micro enterprises and small enterprises ^	242.65	135.14
Total outstanding dues of creditors other than micro enterprises and small enterprises *^	1,973.96	2,001.09
	2,216.61	**2,136.23**

* For transactions with related parties - Refer note 36

Ageing of trade payables

^ MSME stands for Micro enterprises and small enterprises

As at 31st March 2026

Particulars	Unbilled dues	Not due	Outstanding for following period from due date of payment				
			Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) Undisputed dues - MSME^	213.10	-	29.55	-	-	-	242.65
(ii) Undisputed dues - Others	1,646.47	66.07	258.87	2.31	0.24	-	1,973.96
(iii) Disputed dues - MSME^	-	-	-	-	-	-	-
(iv) Disputed dues - Others	-	-	-	-	-	-	-
Total	**1,859.57**	**66.07**	**288.42**	**2.31**	**0.24**	**-**	**2,216.61**

As at 31st March 2025

Particulars	Unbilled dues	Not due	Outstanding for following period from due date of payment				
			Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) Undisputed dues - MSME^	124.04	0.04	10.49	0.57	-	-	135.14
(ii) Undisputed dues - Others	1,615.35	47.33	307.08	31.33	-	-	2,001.09
(iii) Disputed dues - MSME^	-	-	-	-	-	-	-
(iv) Disputed dues - Others	-	-	-	-	-	-	-
Total	**1,739.39**	**47.37**	**317.57**	**31.90**	**-**	**-**	**2,136.23**

23 OTHER FINANCIAL LIABILITIES (CURRENT)

Particulars	As at 31st March 2026	As at 31st March 2025
Purchase consideration payable (refer note 43)	112.72	102.15
Creditors for capital goods	247.42	8.75
Derivative liabilities (refer note 38)	1,546.76	49.92
Employee benefits payable	4,452.45	2,892.77
Discount payable to customer	860.26	-
Unclaimed dividend#	0.18	-
Other payables	54.20	0.74
	7,273.99	**3,054.33**

#Unclaimed dividend when due, shall be credited to Investor Protection and Education fund.(IPEF Fund)

Notes to the Consolidated Financial Statements

for the year ended 31st March 2026

(All amounts are in Indian Rupees millions, unless otherwise stated)

24 OTHER LIABILITIES (CURRENT)

Particulars	As at 31st March 2026	As at 31st March 2025
Contract Liabilities (refer note below)	40.60	54.04
Statutory dues*	545.50	505.34
	586.10	**559.38**

Contract liabilities:

(i) Revenue recognised in relation to contract liabilities

The following table shows how much of the revenue recognised in each of the reporting periods relates to carried-forward contract liabilities and how much relates to performance obligations that were satisfied in a prior year.

Particulars	As at 31st March 2026	As at 31st March 2025
Movement in contract liabilities:		
Opening balance	54.04	235.87
Revenue recognised that was included in the contract liability balance at the beginning of the year	(15.61)	(199.01)
Increases due to invoicing during the year, excluding amounts recognised as revenue during the year	2.17	17.18
Closing balance	**40.60**	**54.04**

**** Breakup of Statutory dues includes:***

Particulars	As at 31st March 2026	As at 31st March 2025
Defined contribution plans	158.66	105.21
Withholding taxes	381.79	395.27
Profession tax	5.05	4.86
	545.50	**505.34**

25 PROVISION

Current

Particulars	As at 31st March 2026	As at 31st March 2025
Provision for employee benefits (refer note 37)		
- Gratuity	150.46	112.87
- Pension	199.83	53.42
- Compensated absences	950.64	785.21
Others*	61.60	-
	1,362.53	**951.50**

***Movement in Provision for Others**

Particulars	As at 31st March 2026	As at 31st March 2025
Opening balance	-	-
Add: Additions	61.60	-
Less: Utilisation	-	-
Closing balance	**61.60**	**-**

Notes to the Consolidated Financial Statements

for the year ended 31st March 2026

(All amounts are in Indian Rupees millions, unless otherwise stated)

26 CURRENT TAX LIABILITIES (NET)

Particulars	As at 31st March 2026	As at 31st March 2025
Provision for tax, net of advance tax	241.55	404.86
	241.55	**404.86**

27 REVENUE FROM OPERATIONS

Particulars	For the year ended 31st March 2026	For the year ended 31st March 2025
Revenue from contracts with customers		
Revenue from sale of services	71,928.51	55,699.18
Total	**71,928.51**	**55,699.18**

Disclosures required under Ind AS 115 - Revenue from contracts with customers

A) Disaggregation of revenue information

a) In the following table, revenues from contracts with customers is disaggregated by major service lines and contract type. The Group believes that this disaggregation best depicts how the nature, amount, timing and uncertainty of our revenues and cashflows are effected by industry, market and other economic factors.

Particulars	For the year ended 31st March 2026	For the year ended 31st March 2025
Major service line		
Business process management services	71,928.51	55,699.18
	71,928.51	**55,699.18**

B) Recognition of revenue over the period of time or at a point in time

Particulars	For the year ended 31st March 2026	For the year ended 31st March 2025
Revenue recognized over time	71,928.51	55,699.18
	71,928.51	**55,699.18**

C) Recognition of revenue as per customer category

Particulars	For the year ended 31st March 2026	For the year ended 31st March 2025
Customer category		
Payer	64,489.50	49,827.35
Provider	7,439.01	5,871.83
	71,928.51	**55,699.18**

D) Reconciliation of revenue recognised with contract price

Particulars	For the year ended 31st March 2026	For the year ended 31st March 2025
Contract price	72,342.17	55,814.55
Adjustments for:		
Addition on account of variable consideration (contingent revenue)	2,194.35	2,043.67
Reduction towards variable consideration components such as penalty, cash and volume discount	(2,608.01)	(2,159.04)
Revenue from contracts with customers	**71,928.51**	**55,699.18**

Notes to the Consolidated Financial Statements

for the year ended 31st March 2026

(All amounts are in Indian Rupees millions, unless otherwise stated)

E) Contract balances

The following table provides information about receivables, contract assets and contract liabilities from contracts with customers.

Particulars	Note	As at 31st March 2026	As at 31st March 2025
Receivables, which are included in "trade receivables"	12	18,390.31	12,667.61
Contract assets which are included in "other assets (current)"	15	6.40	208.35
Contract liabilities	24	40.60	54.04

The contract liabilities primarily relate to the advance consideration received from customers for rendering services, for which revenue is recognised over time. These will be recognized as revenue within next 12 months.

F) The remaining performance obligation disclosure provides the aggregate amount of the transaction price yet to be recognized as revenue and an explanation as to when the Group expects to recognize these amounts in revenue. Unsatisfied or partially satisfied Performance obligations are subject to variability due to several factors such as termination, changes in contract scope, re-validation of estimates and economic factors. Applying the practical expedient as given in Ind AS 115, the Group has not disclosed the remaining performance obligation related disclosures for contracts where the revenue recognized corresponds directly with the value to the customer of the Group's performance completed to date, typically those contracts where invoicing is on time & material or unit price basis.

The aggregate value of performance obligations that are completely or partially unsatisfied as of 31st March 2026 is ₹ 441.73 Million (31st March 2025: ₹54.04 Million). Out of this, the Group expects to recognize revenue of around 9% (31st March 2025: NA) within the next one year.

28 OTHER INCOME

Particulars	For the year ended 31st March 2026	For the year ended 31st March 2025
Interest income under the effective interest rate method on financial assets carried at amortized cost		
- Fixed deposits	133.43	161.11
- Security deposits	46.39	51.57
- on income tax refund	-	46.13
- on others	24.09	-
Other non-operating income		
Net foreign exchange gain	698.34	177.40
Net gain from investments classified as FVTPL	68.56	-
Gain on lease modification	2.61	106.89
Miscellaneous income	6.37	19.98
	979.79	**563.08**

Notes to the Consolidated Financial Statements

for the year ended 31st March 2026

(All amounts are in Indian Rupees millions, unless otherwise stated)

29 EMPLOYEE BENEFITS EXPENSE

Particulars	For the year ended 31st March 2026	For the year ended 31st March 2025
Salaries, bonus and allowances	37,847.23	28,329.09
Contribution to provident and other funds	2,185.90	1,849.34
Defined benefit plan expenses (refer note 37)	393.35	302.07
Share based payment awards (refer note 45)	122.42	1,134.38
Compensated absences	1,186.35	1,005.11
Staff welfare expenses	2,184.67	1,684.38
Others	1,182.84	684.64
	45,102.76	**34,989.01**

30 FINANCE COSTS

Particulars	For the year ended 31st March 2026	For the year ended 31st March 2025
Interest expense on financial liabilities carried at amortized cost		
- Long-term borrowings from related parties *		
On 8% p.a 13,000 non-convertible bonds	543.09	750.76
On Promissory notes	-	68.12
- Lease liabilities	448.53	452.15
	991.62	**1,271.03**

* For transactions with related parties - Refer note 36

31 DEPRECIATION AND AMORTIZATION EXPENSE

Particulars	For the year ended 31st March 2026	For the year ended 31st March 2025
Depreciation on property, plant and equipment (refer note 4)	1,367.99	1,454.12
Depreciation on right of use assets (refer note 5)	1,544.04	1,536.05
Amortization on other intangible assets (refer note 7)	1,961.67	1,678.39
	4,873.70	**4,668.56**

32 OTHER EXPENSES

Particulars	For the year ended 31st March 2026	For the year ended 31st March 2025
Legal and professional fees	1,090.24	1,162.17
Software subscription charges	2,679.85	1,759.60
Travelling and conveyance	1,136.45	1,020.97
Communication expenses	804.36	657.35
Power and fuel	371.28	418.47
Marketing expenses	265.76	133.03
Insurance charges	100.72	100.56
Security expenses	188.26	151.75
Housekeeping charges	174.97	193.80
Recruitment expenses	385.67	199.28
Rent*	327.75	218.14
Rates and taxes	94.79	78.56

Notes to the Consolidated Financial Statements

for the year ended 31st March 2026

(All amounts are in Indian Rupees millions, unless otherwise stated)

Particulars	For the year ended 31st March 2026	For the year ended 31st March 2025
Advertising and sales promotion		-
Hire charges	58.09	36.06
Sub-contracting expenses	337.79	415.00
Repairs and maintenance		
-computers	184.16	168.75
-building	611.45	591.09
-others	7.57	35.40
Postage and courier	144.17	73.79
Provision of expected credit loss	16.64	21.84
Loss on sale of property, plant & equipment	44.60	91.12
CSR expenses	31.26	7.93
Miscellaneous expenses	167.17	196.69
	9,223.00	**7,731.35**

**Represent lease rentals for short term leases.*

33 INCOME TAX

The major components of income tax expense for the year ended 31st March 2026 and 31st March 2025 are:

Consolidated Statement of profit and loss section

Particulars	For the year ended 31st March 2026	For the year ended 31st March 2025
Tax expense:		
Current tax	3,464.92	2,628.76
Deferred tax	(323.61)	(417.68)
Income tax expense reported in the consolidated statement of profit and loss for the year	**3,141.31**	**2,211.08**

OCI Section

Deferred tax related to items recognised in OCI during the year:

Particulars	For the year ended 31st March 2026	For the year ended 31st March 2025
Items that will not be reclassified subsequently to the statement of profit and loss		
Re-measurements (losses)/ gains on defined employee benefit plans	28.20	13.87
Items that will reclassified subsequently to the statement of profit and loss		
Change in fair value of derivatives designated as cash flow hedges	284.10	19.16
	312.30	**33.03**

Notes to the Consolidated Financial Statements

for the year ended 31st March 2026

(All amounts are in Indian Rupees millions, unless otherwise stated)

Reconciliation of tax expense and the accounting profit multiplied by India's domestic tax rate for the year

Particulars	For the year ended 31st March 2026	For the year ended 31st March 2025
Profit before tax	12,388.99	7,602.31
Expected tax expense at the enacted tax rate of 25.17% in India	3,118.06	1,913.35
Tax effect of adjustments to reconcile expected income tax expense to reported income tax expenses:		
Difference in tax rates	(137.46)	4.53
Tax effect of non-deductible expenses	320.24	442.06
Tax incentives for current year	(146.54)	(160.67)
Others	(12.99)	11.81
Net tax expense	**3,141.31**	**2,211.08**

Deferred taxes

(a) Deferred tax assets/ (liabilities) in relation to:

Particulars*	As at 01st April 2025	Recognised pursuant to business combinations (Refer note 43)	Recognised in Statement of profit and loss	Recognised in Other comprehensive income	Effect of movements in exchange rates	As at 31st March 2026
Deferred tax assets						
Lease liabilities	726.09	-	(61.77)	-	6.53	670.85
Derivative Asset	7.06	-	-	284.10	0.52	291.68
Property, plant and equipment and intangible assets	640.41	-	(144.38)	-	5.56	501.59
Provision for employee benefits	477.75	-	(6.61)	28.20	11.12	510.46
Security deposit	39.81	-	(2.34)	-	0.16	37.63
Special tax benefits	131.83	-	(13.48)	-	-	118.35
Right-of-use asset	(687.77)	-	81.37	-	(5.79)	(612.19)
Others	2.46	-	(7.44)	-	0.53	(4.45)
	1,337.64	-	(154.65)	312.30	18.63	1,513.92
Deferred tax liabilities						
Lease liabilities	33.56	-	9.01	-	4.14	46.71
Property, plant and equipment and intangible assets	(4,980.04)	-	344.88	-	(491.88)	(5,127.04)
Provision for employee benefits	290.62	-	203.24	-	43.91	537.77
Net operating loss	402.55	-	(74.11)	-	36.61	365.05
Bad debts	5.91	-	3.55	-	0.85	10.31
Right-of-use asset	(31.70)	-	(8.31)	-	(3.87)	(43.88)
	(4,279.10)	-	478.26	-	(410.24)	(4,211.08)
Deferred tax assets/ (liabilities) (net)	**(2,941.46)**	**-**	**323.61**	**312.30**	**(391.61)**	**(2,697.16)**

**Balances as at 01st April 2025 for each component of deferred tax assets and liabilities have been regrouped to reflect component wise and jurisdiction wise presentation.*

Notes to the Consolidated Financial Statements

for the year ended 31st March 2026

(All amounts are in Indian Rupees millions, unless otherwise stated)

(b) Deferred tax assets/ (liabilities) as at 31st March 2025 in relation to:

Particulars	As at 01st April 2024	Recognised pursuant to business combinations (Refer note 43)	Recognised in Statement of profit and loss	Recognised in Other comprehensive income	Effect of movements in exchange rates	As at 31st March 2025
Deferred tax assets						
Lease liabilities	769.84	-	(49.08)	-	2.07	722.83
Property, plant and equipment and other intangible assets	440.06	-	(124.64)	-	0.64	316.07
Provision for employee benefits	364.06	-	384.97	13.87	5.48	768.38
Interest expense	61.50	-	(62.40)	-	0.91	0.01
Net operating loss	422.52	75.25	(70.96)	-	12.57	439.38
Provision for expected credit loss	0.51	-	5.34	-	0.07	5.91
Expenses allowed on payment basis	31.46	-	(29.07)	-	0.05	2.44
Tax incentives	134.49	-	(2.66)	-	-	131.83
Security deposit	29.50	-	10.29	-	0.01	39.80
	2,253.94	75.25	61.79	13.87	21.80	2,426.65
Deferred tax liabilities						
Property, plant and equipment and other intangible assets	(4,884.73)	-	322.45	-	(130.55)	(4,692.83)
Derivative liabilities	(12.16)	-	-	19.16	(0.07)	6.93
Right-of-use asset	(713.81)	-	33.44	-	(1.84)	(682.21)
	(5,610.70)	-	355.89	19.16	(132.46)	(5,368.11)
Total deferred tax assets/ (liabilities)	**(3,356.76)**	**75.25**	**417.68**	**33.03**	**(110.66)**	**(2,941.46)**

The Group offsets deferred tax assets and liabilities if and only if it has a legally enforceable right to set off current tax assets and current tax liabilities and the deferred tax assets and deferred tax liabilities relate to income taxes levied by the same tax authority.

At 31st March 2026, the Group had a deferred tax liability of ₹ 1,431 Million (31st March 2025: ₹ 924.01 Million) for temporary differences of ₹ 11,077 Million (31st March 2025: ₹ 5,346.46 Million) related to its investments in subsidiaries, However, this liability was not recognized as the Group controls the dividend policy of its subsidiaries and is able to control the timing of reversal of the related taxable temporary differences. Management believes these taxable temporary differences will not reverse in the foreseeable future.

Reflected in Consolidated Balance sheet

Particulars	As at 31st March 2026	As at 31st March 2025
Deferred tax assets (net)	1,513.91	1,337.34
Deferred tax liabilities (net)	(4,211.07)	(4,278.80)
	(2,697.16)	**(2,941.46)**

Notes to the Consolidated Financial Statements

for the year ended 31st March 2026

(All amounts are in Indian Rupees millions, unless otherwise stated)

34 EARNINGS PER SHARE ("EPS")

Basic EPS amounts are calculated by dividing the profit/ (loss) for the year attributable to equity holders of the Company by the weighted average number of equity shares outstanding during the year. Diluted EPS amounts are calculated by dividing the profit/(loss) attributable to the equity holders of the Company by the weighted average number of equity shares outstanding during the year plus the weighted average number of equity shares that would be issued on conversion of all the dilutive potential equity shares into equity shares.

The following table sets forth the computation of basic and dilutive earnings per share:

(Figures in Rupees Millions except number of shares)

Particulars	For the year ended 31st March 2026	For the year ended 31st March 2025
Profit attributable to equity shareholders	9,247.68	5,391.23
Weighted average number of shares for basic EPS	4,68,13,28,413	4,61,76,42,048
Weighted average number of shares for diluted EPS	4,68,13,28,413	4,61,76,42,048
Earnings per share, basic (₹)	1.98	1.17
Earnings per share, diluted (₹)	1.98	1.17

35 SEGMENT INFORMATION

Mr. Ramesh Gopalan - Group Chief Executive Officer has been identified as the Chief Operating Decision Maker ("CODM") as defined by Ind AS 108, "Operating Segments". The CODM evaluates the Group's performance and reviews revenue and earnings before interest expense, taxes, depreciation and amortisation as the performance indicator. The Group operates in one segment only i.e. "Business process management services". The CODM evaluates performance of the Group as one single segment. Accordingly, segment information has not been separately disclosed. With respect to geographic segments, all of the Group's revenue is recognised from contracts with customers in the United States of America.

Major Customers greater than 10% of total revenue

Three customers individually contribute more than 10% of the total revenue. Revenue from such customers in aggregate for the year ended 31st March 2026 amounted to ₹ 43,076.76 Million (31st March 2025: ₹35,983.30 Million)

36 RELATED PARTY DISCLOSURES

In accordance with Ind AS-24 "Related Party Disclosures" of the Companies (Accounts) Rules 2015, as amended time to time and the Companies Act, 2013, the names of related parties along with aggregate amount of transactions and year end balances with them are given as follows:

(i) Ultimate Holding company

EQT AB - ultimate holding company

(ii) Intermediate Holding company

Sagility B.V. (immediate parent company)

(iii) Key managerial personnel (KMP)	Designation
Ramesh Gopalan	Managing Director and Group Chief Executive Officer
Srinivas Rathnam Mattapalli	Chief Financial Officer w.e.f 14th February 2026
Abhishek Kayan	Deputy Chief Financial Officer *
Sarvabhouman Doraiswamy Srinivasan	Chief Financial Officer (resigned w.e.f 15th November 2025)
Hari Gopalakrishnan	Non Executive Non-Independent Director
Satishkumar Sakharayapattana Seetharamaiah	Company Secretary and Compliance Officer
Martin I Cole	Non-Executive Non-Independent Director w.e.f. 24th June 2024
Anil Kumar Chanana	Independent Director w.e.f. 24th June 2024
Ginger Sue Dusek	Independent Director w.e.f. 24th June 2024

Notes to the Consolidated Financial Statements

for the year ended 31st March 2026

(All amounts are in Indian Rupees millions, unless otherwise stated)

Venkat Krishnaswamy	Independent Director w.e.f. 24th June 2024
William Winkenwerder Jr	Independent Director w.e.f. 24th June 2024
Shalini Sarin	Independent Director w.e.f. 24th June 2024
Jimmy Mahtani	Non Executive Non-Independent Director w.e.f. 05th February 2025
Sanjeev Lakra	Director (resigned w.e.f 24th June 2024)
Smita Vishwanathan Nair	Director (resigned w.e.f 14th June 2024)

** Part of the KMP w.e.f 15th November 2025 to 14th February 2026*

(iv) Post-employment benefit plans of the Company

Sagility Employees Gratuity Trust

(i) The following transactions were carried out with related parties during the year in the ordinary course of business:

Particulars	For the year ended 31st March 2026	For the year ended 31st March 2025
Interest expense on borrowings		
Sagility B.V.	543.09	818.10
Equity shares issued and paid-up during the year for other than cash consideration		
Sagility B.V. (refer note note 16)	-	3,939.92
Securities premium received during the year for other than cash consideration		
Sagility B.V. (refer note note 17)	-	7,210.72
Repayment of Non-convertible bonds		
Sagility B.V. (refer note 18)	2,350.00	2,489.58
Repayment of Promissory notes in cash		
Sagility B.V. (refer note 18)	-	1,182.05
Conversion of Promissory notes into equity		
Sagility B.V. (refer note 18)	-	7,444.95
Reimbursement of other expenses incurred by the Group on behalf of a related party		
Sagility B.V.	49.48	573.12
Dividend paid to shareholders		
Sagility B.V.	157.71	-
Renumeration to Directors	112.79	117.00
Remuneration to Key managerial personnel		
Short-term employee benefits	127.11	94.38
Post-employment benefits	3.87	0.99
Cash settled share based payments	-	260.82
Equity settled share based payments	72.09	231.58
Payment to / Reimbursement from the Sagility Employees Gratuity Trust		
Premium payment towards the policy	40.13	29.35
Reimbursement received from the Trust towards settlement of post employee benefits	38.46	55.98

Notes to the Consolidated Financial Statements

for the year ended 31st March 2026

(All amounts are in Indian Rupees millions, unless otherwise stated)

(ii) Balances outstanding at year end:

Particulars	As at 31st March 2026	As at 31st March 2025
Non-convertible bonds outstanding		
Sagility B.V.	5,670.42	8,020.42
Interest accrued but not due on borrowings		
Sagility B.V.	105.31	149.14
Other receivables		
Sagility B.V.	2.11	6.70
Remuneration payable to Directors	7.13	2.51
Remuneration to Key managerial personnel		
Short-term employee benefits	57.18	38.81
Post-employment benefits	7.18	3.30

37 EMPLOYEE BENEFITS

a) Defined contribution plans:

The contributions paid/ payable to Employee Provident Fund, Employees State Insurance Scheme, Employees Pension Schemes, 401(K) and other funds, are determined under the relevant approved schemes and / or statutes and are recognised as an expense in the consolidated statement of profit and loss during the year in which the employee renders the related service. There are no further obligations other than the contributions payable to the appropriate authorities by the Group.

During the year, the Group has recognised the following amounts in the consolidated statement of profit and loss, which are included in contribution to provident and other funds:

Particulars	For the year ended 31st March 2026	For the year ended 31st March 2025
Contribution to provident fund and other funds	2,185.90	1,849.34

b) Compensated absences:

The leave obligation covers the Group's liability towards compensated absences.

The entire amount of the provision of ₹ 950.64 Million (31st March 2025 : ₹ 785.21Million) for compensated absences is presented as a current liability in the balance sheet, since it does not have an unconditional right to defer its settlement beyond 12 months from the reporting date.

c) Defined benefit plans - Gratuity in India

The Company has a defined benefit gratuity plan that provides a lump-sum payment to vested employees at retirement, death, incapacitation, or termination of employment, in accordance with provisions under the Code of Social Security, 2020 and the Payment of Gratuity Act, 1972, as amended from time to time and applicable to the Group during the year.

The gratuity benefit is determined based on the employee's eligible salary, as defined under the applicable law, and the tenure of continuous employment with the Company. The Group's liability is actuarially determined (using the Projected Unit Credit method) at the end of each year. Actuarial gains/ (losses) are recognised under other comprehensive income in the consolidated statement of profit and loss.

Based on the actuarial valuation obtained in this respect, the following table sets out the details of the employee benefit obligation and the plan assets as at the respective reporting dates:

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for the year ended 31st March 2026

(All amounts are in Indian Rupees millions, unless otherwise stated)

Particulars	As at 31st March 2026	As at 31st March 2025
Present value of defined benefit obligation at the end of the year	1,016.66	533.18
Fair value of plan assets at the end of the year	9.02	6.61
Liability recognised in the consolidated balance sheet	**1,007.64**	**526.57**
Current liabilities (refer note 24)	150.46	112.87
Non-current liabilities (refer note 21)	857.18	413.70
	1,007.64	**526.57**

i. Reconciliation of the defined benefit liability

The following table shows a reconciliation from the opening balances to the closing balances for defined benefit liability and its components:

Particulars	As at 31st March 2026	As at 31st March 2025
Obligations as at the beginning of the year	533.18	447.56
Benefits paid	(38.46)	(53.13)
Current service cost	102.12	59.61
Past service cost (refer note 47)	294.74	-
Interest cost	22.30	31.76
Actuarial (gains)/losses recognised in other comprehensive income		
Changes in demographic assumptions	26.98	-
Changes in financial assumptions	(12.18)	9.24
Experience adjustment	87.98	38.14
Obligations as at the end of the year	**1,016.66**	**533.18**

ii. Reconciliation of present value of plan assets

Particulars	As at 31st March 2026	As at 31st March 2025
Balance at the beginning of the year	6.61	33.54
Benefits paid	(38.46)	(53.13)
Interest income	0.05	2.20
Contributions paid by the employer	40.13	26.76
Return on plan assets, excluding interest income	0.68	(2.76)
Plan assets as at the end of the year	**9.02**	**6.61**

Expense recognised in the consolidated statement of profit and loss

Particulars	For the year ended 31st March 2026	For the year ended 31st March 2025
Current service cost	102.12	59.61
Past service cost (refer note 47)	294.74	-
Interest cost (net of interest income)	22.25	29.56
Total	**419.11**	**89.17**

Notes to the Consolidated Financial Statements

for the year ended 31st March 2026

(All amounts are in Indian Rupees millions, unless otherwise stated)

Expense recognised in other comprehensive income

Particulars	For the year ended 31st March 2026	For the year ended 31st March 2025
Changes in demographic assumptions	26.98	-
Changes in financial assumptions	(12.18)	9.24
Experience adjustment (net of return on plan assets)	87.30	40.89
Total	**102.10**	**50.13**

iii. Plan assets

Plan assets comprise the following

Particulars	As at 31st March 2026	As at 31st March 2025
Insurance policies managed by Life Insurance Corporation	9.02	6.61
Total	**9.02**	**6.61**

iv. Economic and Demographic Assumptions

The following were the principal actuarial assumptions at the reporting date (expressed as weighted averages).

Particulars	As at 31st March 2026	As at 31st March 2025
Weighted average duration of defined benefit obligations in years	6.00	4.00
Discount rate	6.59%	6.54%
Future salary growth	8.00%	8.00%
Mortality rate	Indian Assured Lives Mortality 2012-14 (Urban)	Indian Assured Lives Mortality 2012-14 (Urban)
Expected return on plan assets	6.59%	6.54%
Employee Attrition Rate	17% to 26%	25% to 30%

v. Sensitivity analysis

Reasonably possible changes at the reporting date to one of the relevant actuarial assumptions, holding other assumptions constant, would have affected the defined benefit obligation by the amount shown below:

As at 31st March 2026

Particulars	Increase	Decrease
Discount rate (1% movement)	(41.66)	45.85
Future salary growth (1% movement)	44.79	(41.51)
Employee turnover (1% movement)	(7.78)	8.19

As at 31st March 2025

Particulars	Increase	Decrease
Discount rate (1% movement)	(15.19)	16.32
Future salary growth (1% movement)	15.94	(15.12)
Employee turnover (1% movement)	(3.09)	3.22

The above sensitivity analysis is based on a change in an assumption while holding all other assumptions constant. In practice, this is unlikely to occur, and changes in some of the assumptions may be correlated. When calculating the sensitivity of the defined benefit obligation to significant actuarial assumptions the same method (present value of the defined benefit obligation calculated with the projected unit credit method at the end of the reporting period) has been applied as when calculating the defined benefit liability recognised in the Consolidated Financial Statements.

Notes to the Consolidated Financial Statements

for the year ended 31st March 2026

(All amounts are in Indian Rupees millions, unless otherwise stated)

The methods and types of assumptions used in preparing the sensitivity analysis did not change compared to the prior period.

Sensitivities due to mortality and withdrawals are not material and hence impact of change was not calculated.

vi. Maturity profile of defined benefit obligation (undiscounted)

Particulars	As at 31st March 2026	As at 31st March 2025
One to five years	684.03	440.91
Five years and above	732.81	226.59
Total expected cash flows	**1,416.84**	**667.50**

d) Defined benefit plans - Pension in Philippines:

The Group's operations in Philippines has a defined benefit plan governed by The Republic Act No. 7641 that mandates a minimum retirement benefit equivalent to one-half month salary per year of service, a fraction of at least six (6) months being considered as one whole year. One-half month salary is defined as fifteen (15) days salary plus one-twelfth (1/12) of the 13th month pay and the cash equivalent of not more than five (5) days of service incentive leaves.

The benefit shall be payable to employees who retire from service who are at least 60 years old and with at least 5 years of continuous service.

The Group adopted the Projected Unit Credit (PUC) method of valuation. The discount rate used was based on approximated zero-coupon yield of government bonds with remaining maturity approximating the estimated average duration of payments under the plan.

Particulars	As at 31st March 2026	As at 31st March 2025
Present value of retirement benefit obligation at the end of the year	1,515.37	1,403.59
Fair value of plan assets at the end of the year	11.59	26.74
Liability recognised in the consolidated balance sheet	**1,503.78**	**1,376.85**
Current liabilities (refer note 24)	199.83	53.42
Non-current liabilities (refer note 21)	1,303.95	1,323.43
	1,503.78	**1,376.85**

i. Reconciliation of the retirement benefits obligation

The following table shows a reconciliation from the opening balances to the closing balances for retirement benefits obligation and its components:

Particulars	As at 31st March 2026	As at 31st March 2025
Obligations as at the beginning of the year	1,403.59	1,193.38
Benefits paid	(172.20)	(41.69)
Current service cost	179.86	143.05
Interest cost	90.86	73.70
Effect of movements in exchange rates	64.43	11.62
Actuarial (gains)/losses recognised in other comprehensive income		
Changes in demographic assumptions	34.31	(12.82)
Changes in financial assumptions	(62.76)	(45.31)
Experience adjustment	(22.72)	81.66
Obligations as at the end of the year	**1,515.37**	**1,403.59**

Notes to the Consolidated Financial Statements

for the year ended 31st March 2026

(All amounts are in Indian Rupees millions, unless otherwise stated)

ii. Reconciliation of fair value of plan assets

Particulars	As at 31st March 2026	As at 31st March 2025
Balance at the beginning of the year	26.74	62.53
Benefits paid	(167.99)	(37.74)
Contributions paid by the employer	151.48	-
Interest income	1.73	3.86
Effect of movements in exchange rates	0.85	(0.30)
Return on planned assets recognised in other comprehensive income		
Gain/(Loss) on plan assets	(1.23)	(1.61)
Plan assets as at the end of the year	**11.59**	**26.74**

iii. Expense recognised in the consolidated statement of profit and loss

Particulars	For the year ended 31st March 2026	For the year ended 31st March 2025
Current service cost	179.86	143.05
Interest cost (net of interest income)	89.13	69.84
Total	**268.99**	**212.89**

iv. Expense recognised in other comprehensive income

Particulars	For the year ended 31st March 2026	For the year ended 31st March 2025
Changes in demographic assumptions	34.31	(12.82)
Changes in financial assumptions	(62.76)	(45.31)
Experience adjustment (net of return on plan assets)	(21.49)	83.27
Total	**(49.94)**	**25.14**

v. Actuarial Assumptions

The following were the principal actuarial assumptions at the reporting date (expressed as weighted averages).

Particulars	As at 31st March 2026	As at 31st March 2025
Discount rate	6.65%	6.32%
Weighted Average Duration of Benefit Payments in years	6.00	22.00
Employee Attrition Rate		
- less than 13 years of service	-	12% to 42%
- more than 13 years of service	-	2% to 100%
- less than 5 years of service	31.00%	-
- more than 5 years of service	17.00%	-
Future salary growth	4.19%	4.19%

vi. Sensitivity analysis

Reasonably possible changes at the reporting date to one of the relevant actuarial assumptions, holding other assumptions constant, would have affected the defined benefit obligation by the amount shown below:

Particulars	Increase	Decrease
As at 31st March 2026		
Discount rate (1% movement)	(88.86)	99.08
Future salary growth (1% movement)	100.53	(91.68)

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(All amounts are in Indian Rupees millions, unless otherwise stated)

Particulars	Increase	Decrease
As at 31st March 2025		
Discount rate (1% movement)	(150.14)	162.51
Future salary growth (1% movement)	166.19	(158.26)

vii. Maturity profile of defined benefit obligations (Undiscounted)

The following were the principal actuarial assumptions at the reporting date (expressed as weighted averages).

Particulars	As at 31st March 2026	As at 31st March 2025
One to five years	926.69	527.43
Five years and above	1,537.66	12,285.67
Total expected cash flows	**2,464.35**	**12,813.10**

viii. Plan assets

Plan assets comprise the following

Particulars	For the year ended 31st March 2026	For the year ended 31st March 2025
Investment in UITF	11.59	26.74
Total	**11.59**	**26.74**

38 FINANCIAL INSTRUMENTS - FAIR VALUE MEASUREMENT

A. The following table shows the carrying amounts and fair values of financial assets and financial liabilities, including their levels in the fair value hierarchy.

As at 31st March 2026

Particulars	Carrying amount				Fair value			
	FVTPL	FVOCI	Amortised cost	Total	Level 1	Level 2	Level 3	Total
Financial assets measured at fair value								
Investments:								-
Short term mutual funds	3,358.70	-	-	3,358.70	3,358.70	-	-	3,358.70
Financial assets not measured at fair value								
Security deposits	-	-	850.12	850.12	-	-	-	-
Trade receivables	-	-	18,390.31	18,390.31	-	-	-	-
Cash and cash equivalents	-	-	3,579.16	3,579.16	-	-	-	-
Investments in fixed deposit			2,100.00	2,100.00	-	-	-	
Other financial assets	-	-	136.76	136.76	-	-	-	-
Total	**3,358.70**	**-**	**25,056.35**	**28,415.05**	**3,358.70**	**-**	**-**	**3,358.70**
Financial liabilities measured at fair value								
Derivative financial liabilities designated in a hedge relationship	-	1,808.23	-	1,808.23	-	1,808.23	-	1,808.23
Earnout payable	1,144.19	-	-	1,144.19	-	-	1,144.19	1,144.19

Notes to the Consolidated Financial Statements

for the year ended 31st March 2026

(All amounts are in Indian Rupees millions, unless otherwise stated)

Particulars	Carrying amount				Fair value			
	FVTPL	FVOCI	Amortised cost	Total	Level 1	Level 2	Level 3	Total
Financial liabilities not measured at fair value								
Borrowings (including accrued interest) #	-	-	5,775.73	5,775.73	-	5,517.36	-	5,517.36
Trade payables	-	-	2,216.61	2,216.61	-	-	-	-
Lease liability (current and non-current)	-	-	5,329.62	5,329.62	-	-	-	-
Other financial liabilities	-	-	4,583.05	4,583.05	-	-	-	-
Total	**1,144.19**	**1,808.23**	**17,905.01**	**20,857.43**	**-**	**7,325.59**	**1,144.19**	**8,469.78**

As at 31st March 2025

Particulars	Carrying amount				Fair value			
	FVTPL	FVOCI	Amortised cost	Total	Level 1	Level 2	Level 3	Total
Financial assets measured at fair value								
Derivative financial assets designated in a hedge relationship*	-	93.22	-	93.22	-	93.22	-	93.22
Derivative financial assets undesignated	0.80	-	-	0.80		0.80		0.80
Financial assets not measured at fair value								
Security deposits	-	-	825.32	825.32	-	-	-	-
Trade receivables	-	-	12,667.61	12,667.61	-	-	-	-
Cash and cash equivalents	-	-	3,437.58	3,437.58	-	-	-	-
Other financial assets	-	-	57.11	57.11	-	-	-	-
Total	**0.80**	**93.22**	**16,987.62**	**17,081.64**	**-**	**94.02**	**-**	**94.02**
Financial liabilities measured at fair value								
Derivative financial liabilities designated in a hedge relationship*	-	54.38	-	54.38	-	54.38	-	54.38
Earnout payable	842.46	-	-	842.46	-	-	842.46	842.46
Financial liabilities not measured at fair value								
Borrowings (including accrued interest) #	-	-	8,169.56	8,169.56	-	7,606.34	-	7,606.34
Trade payables	-	-	2,136.23	2,136.23	-	-	-	-
Lease liability (current and non-current)	-	-	5,849.80	5,849.80	-	-	-	-
Other financial liabilities	-	-	2,161.95	2,161.95	-	-	-	-
Total	**842.46**	**54.38**	**18,317.54**	**19,214.38**	**-**	**7,660.72**	**842.46**	**8,503.18**

Notes to the Consolidated Financial Statements

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(All amounts are in Indian Rupees millions, unless otherwise stated)

The fair value of cash and cash equivalents, trade receivables (including unbilled receivables), trade payables, other financial assets and liabilities approximate the carrying amount thereof as at 31st March 2026 and 31st March 2025, largely due to the short-term nature of these instruments.

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

Discounted cash flows: The valuation model considers the present value of expected payments, discounted using a risk-adjusted discount rate as at balance sheet date . The own non-performance risk was assessed to be insignificant.

(a) Fair value hierarchy

The section explains the judgements and estimates made in determining the fair value of the financial instruments that are:

a) recognised and measured at fair value.

b) measured at amortised cost and for which fair values are disclosed in the financial statement.

To provide an indication of the reliability of the inputs used in determining fair value, the Group has classified its financial instruments into three levels as mentioned under Indian Accounting Standards.

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 changes in fair value hierarchy during the previous year.

Valuation techniques and significant unobservable inputs

Level 2:

Forward exchange contracts: The fair value is determined using quoted forward exchange rates at the reporting date and present value calculations based on yield curves in the respective currencies.

Level 3:

Earnout payable: The earnout payable is based on achievement of defined financial targets and continued employment of key employees. The Group has evaluated the probability of these targets being met, continued employment of key employees and based on such probability, earnout payable has been accounted for based on the most likely amounts expected to be paid.

B. Measurement of fair values

Reconciliation of level 3 fair value measurement of financial liabilities is as follows:

Particulars	As at 31st March 2026	As at 31st March 2025
Balance at the beginning of the year	842.46	418.71
Additions (Net)	468.41	1,376.61
Payments	(267.54)	(19.97)
Impact of modification of share based payment awards (refer note 45)	-	(946.16)
Effect of movements in exchange rates	100.86	13.27
Balance at the end of the year	**1,144.19**	**842.46**

Financial instruments - risk management

The Group has exposure to the following risks arising from financial instruments: credit risk (refer note (b) below); liquidity risk (refer note (c) below); market risk (refer note (d) below).

(a) Risk management framework

The Risk Management Committee of the Board of Directors have the overall responsibility for the establishment and oversight of the Group's risk management framework. The Group's risk management policies are established to identify and analyse the risks faced by the Group, 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 Group's activities.

Notes to the Consolidated Financial Statements

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(All amounts are in Indian Rupees millions, unless otherwise stated)

The Risk Management Committee of the Board of Directors oversees how management monitors compliance with the Group's risk management policies and procedures, and reviews the adequacy of the risk management framework in relation to the risks faced by the Group. The Risk Management Committee of the Board of Directors is assisted in its oversight role by internal audit. Internal audit undertakes both regular and ad hoc reviews of risk management controls and procedures, the results of which are reported to the Board and appropriate corrective actions are taken as required.

(b) Credit risk

Credit risk is the risk of financial loss to the Group if a customer or a counterparty to any other financial instrument fails to meet its contractual obligations. Credit risk encompasses both the direct risk of default and the risk of deterioration of creditworthiness as well as concentration of risks. The Group is exposed to credit risk from its operating activities (primarily trade receivables) and from its investing activities including deposits with banks, derivative financial instruments and security deposits.

Financial assets that are neither past due nor impaired

The Group has an established process to evaluate the creditworthiness of its customers to minimise potential credit risk. Credit evaluations are performed by the Group before agreements to render services are entered into with prospective customers. Outstanding customer receivables are regularly monitored. Three customer groups individually accounted for more than 10% of the outstanding trade receivable as at 31st March 2026 (31st March 2025 : three customer groups)

The Group's credit period generally ranges from 60–90 days. The amounts outstanding in the consolidated balance sheet represent the maximum exposure to credit risk. The concentration risk with respect to trade receivables is high since they are concentrated in 3 customers individually.

The Group establishes an allowance account for impairment that represents its estimate of losses in respect of trade and other receivables. The allowance account is used to provide for impairment losses. Subsequently when the Group is satisfied that no recovery of such losses is possible, the financial asset is considered irrecoverable and the amount charged to the allowance account is then written off against the carrying amount of the impaired financial asset.

Refer table below for movement in the provision for expected credit losses:

Particulars	As at 31st March 2026	As at 31st March 2025
Balance at the beginning of the year	20.96	21.27
Charge for the year	44.19	39.26
(Reversal) for the year	(27.55)	(17.42)
Utilization during the year	(9.61)	(24.54)
Effect of movements in exchange rates	(1.94)	2.39
Balance at the end of the year	**26.05**	**20.96**

Financial instruments, deposits and balances with banks

Credit risk is limited as the Group generally invests in deposits with banks, derivatives with high credit ratings assigned by international and domestic credit rating agencies. Counterparty credit limits are reviewed by the Group periodically and the limits are set to minimise the concentration of risks and therefore mitigate financial loss through counterparty's potential failure to make payments.

(c) Liquidity risk

Liquidity risk is the risk that the Group will encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset. The Group's approach to managing liquidity is to ensure, as far as possible, that it will have sufficient liquidity to meet its liabilities when they are due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the Group's reputation. The Group believes that the working capital is sufficient to meet its current requirements. Accordingly, no significant liquidity risk is perceived.

(i) Maturities of financial liabilities

The following are the remaining contractual maturities of financial liabilities at the reporting date. The amounts are gross and undiscounted contractual cash flows, and include contractual interest payments and exclude the impact of netting agreements.

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(All amounts are in Indian Rupees millions, unless otherwise stated)

Particulars	Carrying amount	Total undiscounted contractual payments	0–12 months	1–5 years	> 5 years
As at 31st March 2026					
Borrowings - including current maturities and future committed interest	5,775.73	6,061.70	6,061.70	-	-
Trade payables	2,216.61	2,216.61	2,216.61	-	-
Lease liability - Current and non-current	5,329.62	6,271.14	1,889.88	3,921.83	459.43
Other financial liabilities	5,727.24	5,727.24	5,727.24	-	-
	19,049.20	**20,276.69**	**15,895.43**	**3,921.83**	**459.43**

Particulars	Carrying amount	Total undiscounted contractual payments	0–12 months	1–5 years	> 5 years
As at 31st March 2025					
Borrowings - including current maturities and future committed interest	8,169.56	8,980.40	2,925.10	6,055.30	-
Trade payables	2,136.23	2,136.23	2,136.23	-	-
Lease liability - Current and non-current	5,849.80	6,957.11	1,665.91	4,890.18	401.02
Other financial liabilities	3,004.41	3,004.41	3,004.41	-	-
	19,160.00	**21,078.15**	**9,731.65**	**10,945.48**	**401.02**

As of 31st March 2026, the Group had a working capital of ₹10,493.58 Million (31st March 2025: ₹ 7,316.67 Million) including cash and cash equivalents of ₹ 3,579.16 Million (31st March 2025: ₹ 3,437.58 Million) and receivables of ₹ 18,390.31 Million (31st March 2025: ₹ 12,667.61 Million).

(d) Market risk

Market risk is the risk that changes in market prices which is mainly foreign exchange rates affect the Groups' income or the value of its holdings of financial instruments. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimising the return.

i) Currency risk

(a) Foreign currency risk exposure

The exposure to foreign currency risk at the end of the reporting period expressed in ₹, are as follows:

Particulars	As at 31st March 2026		As at 31st March 2025	
	Currency	In ₹ Million	Currency	In ₹ Million
Financial assets				
Cash and cash equivalents	USD	15.52	USD	151.98
Financial liabilities				
Trade payables	USD	109.65	USD	74.35
Lease liabilities	USD	162.34	USD	257.00

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(All amounts are in Indian Rupees millions, unless otherwise stated)

Sensitivity

The sensitivity of profit or loss to changes in the exchange rates arises mainly from foreign currency denominated financial instruments and the impact on other components of equity arises from foreign forward exchange contracts designated as cash flow hedges.

Particulars	Impact on profit after tax	
	As at 31st March 2026	As at 31st March 2025
US$ sensitivity		
US$- Increase by 5% *	(12.82)	(8.63)
US$- Decrease by 5% *	12.82	8.63

* Holding all other variables constant

(b) Impact of hedging activities

The Group's hedging policy only allows for effective hedge relationships to be established. Hedge effectiveness is determined at the inception of the hedge relationship and through periodic prospective effectiveness assessments to ensure that an economic relationship exists between the hedged item and hedging instrument. The Group enters into hedge relationships where the critical terms of the hedging instrument match exactly with the terms of the hedged item.

As the critical terms of the hedging instruments and their corresponding hedged items are the same, the Group performs a qualitative assessment of effectiveness and it is expected that the value of the hedging instruments and the value of the corresponding hedged items will systematically change in opposite direction in response to movements in the underlying exchange rates.

The Group monitors the aforesaid critical terms on a regular basis to assess if the hedging relationship remains highly effective. Hedge ineffectiveness is recognised on a cash flow hedge in the statement of profit and loss. Ineffectiveness represents remaining portion of gain or loss on the hedging instrument that cannot be offset with the change in the fair value of the hedged item.

The table below analyses the derivative financial instruments into relevant maturity groupings based on the remaining maturity period as at the respective reporting dates:

Particulars	Changes in fair value of hedging instrument	
	As at 31st March 2026	As at 31st March 2025
Derivative assets		
Not later than 12 months	-	92.59
Later than 12 months	-	1.43
	-	**94.02**
Derivative liabilities		
Not later than 12 months	1,546.76	49.92
Later than 12 months	261.48	4.46
	1,808.24	**54.38**
Net derivative assets/ (liabilities)	**(1,808.24)**	**39.64**

The reconciliation of cash flow hedge reserve is as follows :

Particulars	As at 31st March 2026	As at 31st March 2025
Balance at the beginning of the year	40.23	52.16
Gain/(Loss) recognized in other comprehensive income during the year	(2,201.04)	(218.59)
Amounts reclassified to profit or loss during the year	380.19	187.50
Tax impact on above	284.10	19.16
Balance at the end of the year	**(1,496.52)**	**40.23**

Notes to the Consolidated Financial Statements

for the year ended 31st March 2026

(All amounts are in Indian Rupees millions, unless otherwise stated)

Cash flow hedges

As at 31st March 2026, the Group held following instruments to hedge exposures to changes in foreign currency

Forward exchange contracts	Maturity		
	0 - 180 days	180 - 365 days	365 days and above
Average ₹ / US$ forward contract rate	90.10	92.61	100.00
Average PHP / US$ forward contract rate	58.55	58.89	59.66

As at 31st March 2025, the Group held following instruments to hedge exposures to changes in foreign currency

Forward exchange contracts	Maturity		
	0 - 180 days	180 - 365 days	365 days and above
Average ₹ / US$ forward contract rate	88.52	86.46	86.78
Average PHP / US$ forward contract rate	58.03	58.48	58.66

The following are outstanding forward contracts which have been designated as cash flow hedges:

Currency	As at 31st March 2026			As at 31st March 2025		
	Number of contracts	Notional amount (Millions in respective currencies)	Fair value gain/ (loss) (₹ in Millions)	Number of contracts	Notional amount (Millions in respective currencies)	Fair value gain/ (loss) (₹ in Millions)
Currency						
US$ / ₹	129	200.00	(997.04)	49	72.00	(44.98)
US$ / PHP	167	212.50	(795.31)	71	74.00	83.82
Undesignated Hedges						
US$ / PHP.	1	20.00	(12.54)	-	-	-
US$ / ₹	2	20.00	(3.35)	2	20.00	0.80

ii) Interest rate risk

Interest rate on the Group's borrowings are fixed, hence there is no interest rate risk.

39 CAPITAL MANAGEMENT

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

The Group's policy is to maintain a strong capital base so as to maintain investor, creditor and market confidence and to sustain future development of the business. The Group's capital structure includes debt and is influenced by the changes in regulatory framework, government policies, available options of financing and the impact of the same on the liquidity position.

The Group monitors capital using a ratio of 'adjusted net debt' to 'adjusted equity'. For this purpose, adjusted net debt is defined as total liabilities, including interest-bearing loans and borrowings less cash and cash equivalents and other bank balances. Adjusted equity comprises all components of equity except hedge reserve.

Notes to the Consolidated Financial Statements

for the year ended 31st March 2026

(All amounts are in Indian Rupees millions, unless otherwise stated)

The Group's adjusted net debt to equity ratio is analysed as follows:

Particulars	As at 31st March 2026	As at 31st March 2025
Total borrowings including lease liabilities	11,105.35	14,019.36
Less: Cash and cash equivalents	(3,579.16)	(3,437.58)
Adjusted net debt	**7,526.19**	**10,581.78**
Total equity	96,590.97	83,360.55
Less : Effective portion of cashflow hedge	(1,496.52)	40.23
Adjusted equity	95,094.46	83,400.78
Adjusted net debt to adjusted equity ratio	**0.08**	**0.13**

40 CONTINGENT LIABILITIES

Claims not acknowledgement as debt

I) Certain wholly owned subsidiaries of the Group, namely Sagility Operations Inc., Sagility LLC, Sagility (US) Holdings Inc. and Sagility (US) Inc., together with Hinduja Global Solutions, Inc. ("HGSI"/ "Sellers") and other entities affiliated with Sagility LLC's ownership prior to 06th January 2022, are parties to an ongoing legal dispute in relation to alleged non-payment of certain vendor-related commissions arising from an agreement allegedly entered into by the vendor prior to the Group's acquisition of the Sagility businesses (the "Synergy Litigation"). The vendor has claimed an amount of US$ 115.9 Million (₹10,939.16 Million) and US$ 53.24 Million (₹ 5,025.03 Million) in damages under two alternative approaches based on the unjust enrichment approach and the lost profits approach.

Pursuant to the share purchase agreements entered into by the Group in connection with the acquisition of Sagility Operations Inc. and Sagility LLC (together with their downstream subsidiaries) during the year ended 31st March 2022, all liabilities arising from the Synergy Litigation were expressly identified as excluded liabilities and were retained by the Sellers. In addition, the Sellers have contractually agreed to defend and fully indemnify the Group for any losses, costs or expenses arising from the Synergy Litigation under a separate Indemnification Agreement which is valid until such time the Sagility group entities have been discharged from the Synergy Litigation or a final judgment that fully and finally resolves the Synergy Litigation has been passed in favor of the Sagility Group entities and becomes non-appealable. In connection with the indemnification arrangements, Sagility B.V. (the immediate holding company) currently holds an unconditional bank guarantee for US$ 45 Million (₹ 4,247.30 Million) from Barclays Bank Plc on behalf of the Sellers, which is valid until 31st January 2027. In the event the Sellers do not extend the validity of the bank guarantee beyond that date, Sagility B.V. is entitled to draw down the entire guaranteed amount.

Sagility B.V. entered into an agreement with the Group pursuant to which it has contracted to reimburse any payments that may be required to be made by the Group in order to settle the Synergy Litigation, to the extent such amounts have been recovered by Sagility B.V. under the bank guarantee referred to above or under the indemnification agreement entered into with the Sellers.

The Synergy Litigation has been ongoing in courts in two states in the United States of America, namely Illinois and Texas.

With respect to the Illinois proceedings, the Northern District of Illinois granted a summary judgment in favour of the Group on the claim seeking declaratory relief regarding contractual obligations and dismissed, without prejudice, the claim alleging violations of the Illinois Uniform Fraudulent Transfer Act. The Court also awarded the Group reimbursement of litigation costs. With this, the Illinois proceedings are considered to be complete.

Based on the Illinois court's ruling that any liabilities associated with the Synergy Litigation were retained by the Sellers and excluded from the assets acquired by the Group, management believes that this determination would have preclusive effect on the remaining proceedings, including the Texas matter, such that any liability, if established, would continue to rest with the Sellers.

With respect to the Texas proceedings, the Group has denied liability, asserted counterclaims and affirmative defenses, and is seeking damages. The Group has filed expert reports challenging the vendor's damages claims as incorrect, speculative and economically flawed. These proceedings remain ongoing.

Notes to the Consolidated Financial Statements

for the year ended 31st March 2026

(All amounts are in Indian Rupees millions, unless otherwise stated)

II) Income tax matters

1. The Group has disputes with income tax authorities in India. The ongoing disputes pertain to financial years 2021-22 and 2022-23. The matters under dispute pertain to transfer pricing and tax treatment of certain deductions or allowances. Claims against the Group in relation to direct taxes and transfer pricing matters not acknowledged as debts amount to ₹925.59 Million (31st March 2025: ₹Nil).These demands are being contested by the Group based on management evaluation, advice of tax consultants and legal advice obtained. No provision has been made in the books of accounts. The Group has filed appeal or in the process of filing appeal against such orders with the appropriate authorities.

2. Amounts paid under protest to statutory authorities against the tax demands amounted to ₹70 Million (31st March 2025: ₹Nil).

41 CAPITAL AND OTHER COMMITMENTS

Capital commitments

Estimated amount of contracts remaining to be executed on capital account and not provided (net of advances) amount to ₹ 336.66 Million (31st March 2025 : ₹ 96.84 Million).

42 ASSESSMENT OF ARMS' LENGTH FOR RELATED PARTY TRANSACTIONS

The Group is subject to local transfer pricing regulations in each of the geographies in which it operates for determining the arm's length income and expenditure as derived from the related party transactions. These regulations, require maintenance of prescribed documents and/or furnishing the certificate by the management or an external accountant within the specified due date under the regulations to support the arm's length outcome determination by the Group. Based on these guidelines, the management is of the opinion that the related party transactions are at arm's length and does not warrant any adjustment, on the part of the management, on the amount of tax expense and tax provision reported in the Consolidated Financials Statements.

43 BUSINESS COMBINATIONS

A) Transactions during the year ended 31st March 2025

(i) Acquisition of BroadPath Healthcare Solutions ("BroadPath")

On 29th January 2025, the Group through its wholly owned subsidiary - Sagility LLC entered into a Stock Purchase Agreement ("SPA") to acquire 100% of the outstanding common stock in and control over (i) BroadPath Global, LLC , (ii) BroadPath LLC, and (iii) Bhive Holdings, LLC, (collectively hereafter referred as "BroadPath").

BroadPath, is a US healthcare solutions provider to mid-market clients in the payer category. Its service portfolio includes member engagement, member acquisition, claims and appeals administration, provider enrollment and credentialing. The Group considers this acquisition to be a business under Ind AS 103 - Business Combinations and has accounted for the same by applying the acquisition method of accounting.

The acquisition was carried out through a share purchase agreement entered into between the parties pursuant to which the Group acquired 100% of the outstanding shares in and consequently control over BroadPath. Out of total purchase consideration of US$ 55.69 Million (₹ 4,825.36 Million) , US$ 55.40 Million(₹ 4,800.36 Million) was discharged upfront fully in cash and balance US$ 0.29 Million (₹25.00 Million) was paid subsequent to the closing date. In addition to purchase consideration, certain identified employees of Broadpath are eligible for retention bonus for US$ 2.81Million (₹ 243.46 Million) which is linked to their continued employment and has hence not been fair valued and considered as part of purchase consideration for goodwill purposes. Based on the expected outcome of future events, the retention bonus will be accounted for as post combination expenses in the consolidated statement of profit and loss. The excess of the purchase consideration paid over the fair value of assets acquired has been attributed to goodwill.

Notes to the Consolidated Financial Statements

for the year ended 31st March 2026

(All amounts are in Indian Rupees millions, unless otherwise stated)

Consideration transferred:

The total fair value of the consideration transferred is determined as follows.

Particulars	Amount
Cash consideration paid	4,825.36
Total fair value of the consideration transferred for purpose of computing goodwill	**4,825.36**

This table represents the final purchase price allocation.

(₹ in Millions)

Particulars	Carrying amount	Fair value adjustment	Purchase price
Fair value of assets acquired:			
Property, plant and equipment	53.40	-	53.40
Right-of-use assets	57.68	-	57.68
Computer Software	48.99	-	48.99
Technology	-	173.29	173.29
Customer relationships	-	1,169.70	1,169.70
Trademark	-	86.64	86.64
Cash	5.51	-	5.51
Trade receivables	837.61	-	837.61
Prepaid expenses	150.65	-	150.65
Other non-current assets	5.39	-	5.39
Total assets acquired (a)	**1,159.23**	**1,429.63**	**2,588.86**
Liabilities assumed:			
Trade payables	94.65	-	94.65
Contract liability	7.52	-	7.52
Lease liability	58.40	-	58.40
Other payables	3.51	-	3.51
Borrowings	27.17	-	27.17
Current tax liability	16.50	-	16.50
Employee benefit payables	165.19	-	165.19
Total liabilities assumed (b)	**372.94**	**-**	**372.94**
Net identifiable assets acquired (a-b)	**786.29**	**1,429.63**	**2,215.92**

The useful life of intangible assets pertaining to technology, trademark and customer relationships were determined to be 3 years, 3 years and 8 years respectively.

All trade receivables are expected to be collected in full.

Calculation of goodwill:

The excess of the consideration transferred over the fair value of the net assets acquired is allocated to goodwill as computed below.

Goodwill of ₹ 2,651.96 Million comprises the value of acquired workforce and expected synergies from the acquisition. Goodwill is deductible for tax purposes.

Notes to the Consolidated Financial Statements

for the year ended 31st March 2026

(All amounts are in Indian Rupees millions, unless otherwise stated)

Particulars	Amount (₹ in Millions)
Total fair value of the consideration transferred for purpose of computing goodwill	4,825.36
Net identifiable assets acquired	2,215.92
Goodwill on acquisition	**2,609.44**

If the acquisition had occurred on 01st April 2024 the revenue and profit for the year ended 31st March 2025 would have been increased by ₹ 5,527.77 Million and decreased by ₹ (41.94) Million respectively. These amounts has been calculated using the results of the acquired business prepared by the management adjusted for the amortisation of identified intangibles assets.

The goodwill on acquisition has been allocated to the Payer CGU. During the year ended 31st March 2025, Broadpath contributed to ₹ 755.68 Million to consolidated revenue and contribution to consolidated profit was not material.

During the current year, the Group finalised the Purchase price allocation and and accordingly updated the value of Goodwill and Receivables as represented in below table:

Particulars	As per the Final PPA	As per the Provision PPA	Movement
Goodwil	2,609.44	2,651.97	(42.53)
Receivables	42.53	-	42.53

B) During the previous year ended 31st March 2025, Sagility (US) Holdings Inc. raised an amount of US$ 44.48 Million (₹ 3,707.96 Million) against issue of shares to Sagility B.V. 16,393.83 shares were issued at a per share value of US$ 2,713.47 (₹ 226,166.44 per share). Such funds received were utilized by the Group to settle the deferred consideration pertaining to the acquisition of Sagility Operations Inc.(formerly known as HGS Healthcare Operations Inc.) (including its down-stream subsidiaries) and Sagility Care Management LLC (formerly known as HGS Axispoint Health, LLC) amounting to ₹ 3,756.25. Contemporaneously, SIL issued 131,015,338 shares to Sagility B.V. as consideration to acquire the shares issued by Sagility (US) Holdings Inc in this regard.

Notes to the Consolidated Financial Statements

for the year ended 31st March 2026

(All amounts are in Indian Rupees millions, unless otherwise stated)

44 ADDITIONAL INFORMATION PURSUANT TO PARAGRAPH 2 OF DIVISION II OF SCHEDULE III TO THE COMPANIES ACT, 2013 'GENERAL INSTRUCTIONS FOR THE PREPARATION OF CONSOLIDATED FINANCIAL INFORMATION

(i) As at 31st March 2026

Name of the entity	Net assets i.e. Total assets minus Total liabilities		Share in profit or loss		Share in OCI		Share in total comprehensive income	
	As % of consolidated net assets	Amount	As % of consolidated profit or loss	Amount	As % of consolidated OCI	Amount	As % of consolidated total comprehensive income	Amount
Parent								
Sagility Limited (formerly known as Sagility India Limited and prior to that Sagility India Private Limited)	107.94%	1,04,255.61	37.93%	3,507.92	-19.24%	(787.81)	20.39%	2,720.11
Foreign Subsidiaries								
Sagility Care Management LLC	4.38%	4,228.85	0.01%	0.64	-	-	0.00%	0.64
Sagility (Jamaica) Limited	11.13%	10,752.82	6.06%	560.64	-	-	4.20%	560.64
Sagility Provider Solutions LLC	3.01%	2,903.63	8.19%	757.57	-	-	5.68%	757.57
Sagility Technologies LLC	-2.39%	(2,304.93)	-6.78%	(627.45)	-	-	-4.70%	(627.45)
Sagility LLC	12.15%	11,734.45	47.45%	4,388.48	-	-	32.89%	4,388.48
Sagility Operations Inc.	32.61%	31,499.71	-15.78%	(1,458.88)	-	-	-10.93%	(1,458.88)
Sagility Philippines B.V.	25.18%	24,316.92	15.32%	1,416.48	-18.88%	(772.90)	4.82%	643.58
Sagility (US) Holdings Inc.	51.32%	49,571.94	-0.61%	(56.62)	-	-	-0.42%	(56.62)
Sagility (US) Inc.	50.18%	48,466.34	0.07%	6.49	-	-	0.05%	6.49
Sagility (Colombia) SAS	0.44%	426.94	0.59%	54.62	-	-	0.41%	54.62
Sagility Payment Integrity Solutions LLC	1.36%	1,311.88	4.15%	383.91	-	-	2.88%	383.91
Birch Technologies Inc	0.66%	639.30	-1.35%	(125.25)	-	-	-0.94%	(125.25)
Bhive Holdings LLC	-0.39%	(379.76)	-0.11%	(10.14)	-	-	-0.08%	(10.14)
Broadpath Global Service Inc.	0.05%	45.59	0.45%	42.04	-	-	0.32%	42.04
BroadPath LLC	1.67%	1,611.86	4.40%	407.23	-	-	3.05%	407.23
BroadPath Global LLC	0.00%	-	0.00%	-	-	-	0.00%	-
Subtotal	**299.28%**	**2,89,081.15**	**100.00%**	**9,247.68**	**-38.12%**	**(1,560.71)**	**57.62%**	**7,686.97**
Eliminations/ Adjustments arising out of consolidation	-199.28%	(1,92,490.18)	-	-	138.12%	5,655.11	42.38%	5,655.11
Non-controlling interests	-	-	-	-	-	-	-	-
Total	**100.00%**	**96,590.97**	**100.00%**	**9,247.68**	**100.00%**	**4,094.40**	**100.00%**	**13,342.08**

Notes to the Consolidated Financial Statements

for the year ended 31st March 2026

(All amounts are in Indian Rupees millions, unless otherwise stated)

(ii) As at 31st March 2025

Name of the entity	Net assets i.e. Total assets minus Total liabilities		Share in profit or loss		Share in OCI		Share in total comprehensive income	
	As % of consolidated net assets	Amount	As % of consolidated profit or loss	Amount	As % of consolidated OCI	Amount	As % of consolidated total comprehensive income	Amount
Parent								
Sagility Limited (formerly known as Sagility India Limited and prior to that Sagility India Private Limited)	122.00%	1,01,697.36	50.36%	2,714.80	-10.29%	(107.06)	40.55%	2,607.74
Foreign Subsidiaries								
Sagility Care Management LLC	4.60%	3,831.64	11.32%	610.38	-	-	9.49%	610.38
Sagility (Jamaica) Limited	11.16%	9,301.81	11.39%	614.07	-	-	9.55%	614.07
Sagility Provider Solutions LLC	2.28%	1,897.57	14.95%	806.04	-	-	12.53%	806.04
Sagility Technologies LLC	-1.78%	(1,481.45)	-10.18%	(548.68)	-	-	-8.53%	(548.68)
Sagility LLC	7.62%	6,349.60	37.30%	2,010.70	-	-	31.26%	2,010.70
Sagility Operations Inc.	35.94%	29,957.75	-36.40%	(1,962.33)	-	-	-30.51%	(1,962.33)
Sagility Philippines B.V.	26.56%	22,137.56	24.88%	1,341.21	3.24%	33.74	21.38%	1,374.96
Betaine (US) Holdings Inc.	53.96%	44,977.87	-5.36%	(289.17)	-	-	-4.50%	(289.17)
Sagility (US) Inc.	52.68%	43,914.88	-1.21%	(65.24)	-	-	-1.01%	(65.24)
Sagility (Colombia) SAS	0.34%	286.77	0.70%	37.89	-	-	0.59%	37.89
Sagility Payment Integrity Solutions LLC	0.98%	817.26	4.48%	241.45	-	-	3.75%	241.45
Birch Technologies Inc	0.84%	700.58	-2.27%	(122.19)	-	-	-1.90%	(122.19)
Bhive Holdings LLC	-0.40%	(334.33)	-0.13%	(6.98)			-0.11%	(6.98)
BroadPath Global LLC	1.28%	1,066.59	0.13%	6.77			0.11%	6.77
BroadPath LLC	0.01%	4.55	0.05%	2.52			0.04%	2.52
Subtotal	**318.05%**	**2,65,126.01**	**100.00%**	**5,391.24**	**-7.05%**	**(73.32)**	**82.69%**	**5,317.93**
Eliminations/ Adjustments arising out of consolidation	-218.05%	(1,81,765.45)	-	-	107.05%	1,113.56	17.31%	1,113.55
Non-controlling interests	-	-	-	-	-	-	-	-
Total	**100.00%**	**83,360.56**	**100.00%**	**5,391.24**	**100.00%**	**1,040.24**	**100.00%**	**6,431.48**

Notes to the Consolidated Financial Statements

for the year ended 31st March 2026

(All amounts are in Indian Rupees millions, unless otherwise stated)

45 SHARE BASED PAYMENTS ARRANGEMENTS

Share based payments arrangements plan

In June 2022, Sagility B.V. the immediate holding company issued share appreciation rights (SARs) to certain identified employees and non-executive directors of the Group. Each SAR granted entitles the employees/non-executive directors to a cash payout, computed as the difference between the distribution threshold of the SAR ('strike price') and the fair value of the SAR on the date the awards are fully vested. The SAR's issued will vest in five annual installments, subject to continued employment with the Group upto the vesting date and achievement of certain defined financial performance targets. However, such awards would only be conditionally vested as on the date when the service and performance conditions are met. 100% of the conditionally vested awards would unconditionally vest upon a change in control event, defined to be a date when the immediate holding company holds no more than 24% of the issued and outstanding equity share capital of the Company.

For certain employees, such time based vesting is 75% of the awards issued to them. The balance 25% of the awards will vest upon a change in control event, defined to be a date when the immediate holding company holds no more than 24% of the issued and outstanding equity share capital of the Company.

These awards were classified as liability settled cash awards till 25 June 2024, as the Group had an obligation to make payments in cash upon vesting of the awards as explained above. Pursuant to an amendment agreement entered into with the identified employees and non-executive directors on 25 June 2024, the obligation to settle these awards has been restricted to the immediate holding company only. Accordingly, with effect from 25 June 2024, the Group does not have the obligation to settle the awards in cash. The Group considers the amendment to be a modification of the awards. Additionally, based on the revised agreements, the Group considers the awards to be equity settled in nature.

During the previous years ended, pursuant to such modification, the incremental fair value of all awards granted and outstanding as on the modification date amounted to ₹ 499 Million. Such incremental fair value of the awards is being accounted for over the vesting term of the awards on a graded basis. The incremental fair value was computed as the difference between the grant date fair value of the awards on the modification date computed in accordance with the Black Scholes option pricing model and the fair value of the awards just before modification based on fair value of the immediate holding company considering it was cash settled awards.

The accrued and outstanding liability towards the awards, accounted for by the Group upto the modification date amounting to ₹ 946.16 Million was reclassed to Share Based Payments Reserve, a component of equity. Expense for the year ended 31st March 2025 in relation to equity settled awards, subsequent to modification date amounted to ₹ 329.01 Million.

Expense for the year ended 31st March 2026 in relation to equity settled awards amounted to ₹ 122.42 Million.

The movements in awards under the above plan is set out as below :

Particulars	For the year ended Mar-2026		For the year ended Mar-2025	
	No. of Awards	Weighted Average Strike Price	No. of Awards	Weighted Average Strike Price
Awards outstanding at the beginning of the year	36,543	54,128.37	34,512	51,161.00
Granted	2,662	1,49,174.70	2,031	1,04,555.15
Forfeited	(4,550)	(55,696.65)	-	-
Lapsed	-	-	-	-
Exercised	-	-	-	-
Awards outstanding at the end of the year	**34,655**	**67,173.89**	**36,543**	**54,128.37**
Exercisable at the end of the year	NIL	-	NIL	-

Notes to the Consolidated Financial Statements

for the year ended 31st March 2026

(All amounts are in Indian Rupees millions, unless otherwise stated)

Valuation of stock option

The weighted average fair value of awards granted during the year was ₹ 11,273.28 . The Black-Scholes valuation model has been used for computing the weighted average fair value considering the following inputs:

Particulars	For the year ended 31st March 2026	For the year ended 31st March 2025
Weighted average share price on the date of grant	75,393.00	85,662.65
Exercise Price	1,49,174.70	51,469.40
Expected Volatility	43.80%	43.80%
Life of Awards granted in years	2-3	4.50
Average risk-free interest rate	4.40%	4.40%
Expected dividend rate	-	-

Expected volatility has been based on an evaluation of the historical volatility of the share price of the comparable listed companies, particularly over the historical period commensurate with the expected term. The expected term of the awards has been based on historical experience, general award holder behaviour and management's expectation of the change in control event as defined above.

During the year ended 31st March 2026, Nil awards were issued to key management personnel (31st March 2025 : Nil)

Pursuant to increase in fair value of the awards measured based on a cash settled liability together with the increase in fair value of awards pursuant to modification as explained above, total employee compensation cost pertaining to share based payment awards, recognized during the year ended 31st March 2026 amounted to ₹ Nil (31st March 2025 : ₹ 1,134.38)

46 ADDITIONAL REGULATORY INFORMATION REQUIRED UNDER SCHEDULE III

(i) Utilisation of borrowed funds and share premium

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

(a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Group (Ultimate Beneficiaries); or

(b) provide any guarantee, security or the like to or on behalf of the ultimate beneficiaries

II During the year ended 31st March 2026, the Group has not received funds from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Group shall :

(a) directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Parties ("Ultimate Beneficiaries"); or

(b) provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

47 EXCEPTIONAL ITEMS

On 21st November 2025, the Government of India notified the four Labour Codes - the Code on Wages, 2019, the Industrial Relations Code, 2020, the Code on Social Security, 2020, and the Occupational Safety, Health and Working Conditions Code, 2020 - consolidating 29 existing labour laws (collectively referred to as "the New Labour Codes"). The Ministry of Labour & Employment published draft Central Rules and FAQs to clarify certain aspects and enable assessment of the financial impact due to changes in regulations.

The Group has concluded the salary restructuring exercise in compliance with the New Labour Codes. The implementation of the Labour Code has resulted in a net increase of ₹328.23 Million in the provision for gratuity and remeasurement of leave encashment, which has been recognised as an exceptional item in the consolidated statement of the profit and loss in the current year. The Group continues to monitor the finalisation of Central and State Rules, as well as Government clarifications on other aspects of the New Labour Codes.

Notes to the Consolidated Financial Statements

for the year ended 31st March 2026

(All amounts are in Indian Rupees millions, unless otherwise stated)

48 SUBSEQUENT EVENTS

The Board of Directors at their meeting held on 12th May 2026 have proposed a final dividend of ₹0.10 per equity share for the year ended 31st March 2026 which is subject to the approval of shareholders at the ensuing Annual General Meeting and if approved, would result in a cash outflow of approximately ₹468.13 Million.

As per our report of even date

for B S R & Co. LLP
Chartered Accountants
Firm registration number: 101248W/W-100022

Hemanth Bhasin
Partner
Membership No: 235040

Place: Bengaluru
Date : 12th May 2026

for and on behalf of the Board of Directors of
Sagility Limited
(formerly known as Sagility India Limited and prior to that Sagility India Private Limited)

Anil Kumar Chanana
Director
DIN-00466197
Place: Gurugram

Ramesh Gopalan
Managing Director and Group Chief Executive Officer
DIN-00636524
Place: Bengaluru

Srinivas Rathnam Mattapalli
Group Chief Financial Officer

Place: Bengaluru
Date : 12th May 2026

Satishkumar Sakharayapattana Seetharamaiah
Company Secretary and Compliance Officer
ACS16008
Place: Bengaluru

FORM AOC-1

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

[Pursuant to first proviso to sub-section (3) of Section 129 of the Companies Act, 2013, read with Rule 5 of Companies (Accounts) Rules, 2014]

Part A - Subsidiaries

(in INR millions)

Sl. No.	Name of the subsidiary	Date since subsidiary was acquired/ incorporated	Reporting currency of each subsidiary	Reporting Period	Share capital in units	Exchange rate as at 31 March 2026	Total equity*	Total Assets	Total Liabilities (excluding (7)	Investments (excluding in subsidiaries)	Turnover	Profit/ (loss) before taxation	Provision for taxation	Profit/ (loss) for the year after taxation	Proposed dividend	% of Shareholding by the Company
	(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)	(10)	(11)	(12)	(13)	(14)	(15)	(16)
1	Sagility (US) Holdings Inc.	January 06, 2022	USD	Apr 25 to Mar 26	231.6246	94.38	49,572	49,981	409	-	-	2	59	(57)	-	100%
2	Sagility Philippines B.V.	January 06, 2022	USD	Apr 25 to Mar 26	1000001	94.38	13,421	20,881	7,460	-	18,839	1,772	356	1,416	-	100%, refer Note 6
3	Sagility (US) Inc.	January 06, 2022	USD	Apr 25 to Mar 26	100	94.38	48,466	51,233	2,767	-	-	8	2	6	-	Refer note 1
4	Sagility (Jamaica) Limited	January 06, 2022	JMD	Apr 25 to Mar 26	The issued, subscribed and paid-up ordinary share capital of Sagility Jamaica is divided into 100 ordinary shares. Since there is no par regime, shares do not carry a price per share	0.60	10,753	11,331	578	-	4,687	615	55	560	-	Refer note 2
5	Sagility (Colombia) S.A.S.	January 06, 2022	COP	Apr 25 to Mar 26	10,89,00,40,000	0.03	427	568	141	-	649	90	35	55	-	Refer note 2
6	Sagility Operations Inc.	January 06, 2022	USD	Apr 25 to Mar 26	10,000	94.38	39,489	43,276	3,787	-	-	(321)	(325)	4	-	Refer note 2
7	Sagility Care Management LLC	January 06, 2022	USD	Apr 25 to Mar 26	No Share Capital	94.38	648	663	15	-	-	1	0	1	-	Refer note 3
8	Sagility Technologies LLC	January 06, 2022	USD	Apr 25 to Mar 26	6,286,020 membership units	94.38	(2,548)	210	2,758	-	86	(799)	(172)	(627)	-	Refer note 4
9	Sagility Provider Solutions LLC	January 06, 2022	USD	Apr 25 to Mar 26	No Share Capital	94.38	2,922	11,442	8,520	-	6,732	1,017	260	757	-	Refer note 3
10	Sagility LLC	January 06, 2022	USD	Apr 25 to Mar 26	251,000 membership units	94.38	11,226	49,217	37,991	285	57,772	6,246	1,522	4,724	-	Refer note 4
11	Sagility Payment Integrity Solutions LLC	April 19, 2023	USD	Apr 25 to Mar 26	No Share Capital	94.38	1,312	2,314	1,002	-	1,466	483	99	384	-	Refer note 5

Sl. No.	Name of the subsidiary	Date since subsidiary was acquired/ incorporated	Reporting currency of each subsidiary	Reporting Period	Share capital in units	Exchange rate as at 31 March 2026	Total equity*	Total Assets	Total Liabilities (excluding (7)	Investments (excluding in subsidiaries)	Turnover	Profit/ (loss) before taxation	Provision for taxation	Profit/ (loss) for the year after taxation	Proposed dividend	% of Shareholding by the Company
	(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)	(10)	(11)	(12)	(13)	(14)	(15)	(16)
12	Birch Technologies Inc.	March 22, 2024	USD	Apr 25 to Mar 26	5884.4426	94.38	(49)	26	75	-	9	(103)	(34)	(69)	-	Refer note 5
13	BHive Holdings LLC	January 29, 2025	USD	Apr 25 to Mar 26	No Share Capital	94.38	(380)	16	396	-	48	(14)	(4)	(10)	-	Refer note 5
14	Broadpath LLC	January 29, 2025	USD	Apr 25 to Mar 26	No Share Capital	94.38	1,612	2,341	729	-	5,898	610	203	407	-	Refer note 5
15	Broadpath Global Services Inc.	January 29, 2025	PHP	Apr 25 to Mar 26	5,000 shares	1.55	46	105	59	-	492	56	14	42	-	Refer note 5

** Total equity includes Share capital and reserve and surplus*

Indian rupee equivalent in Column 7-10 are presented based on closing exchange rate and Column 11 to 15 are based on average exchange rate of FY 25-26 of the respective foreign currencies

Note:

1. Sagility (US) Holdings Inc. holds 100% equity stake in Sagility (US) Inc.
2. Sagility (US) Inc. holds 100% equity stake in:
   a. Sagility (Jamaica) Limited
   b. Sagility (Colombia) S.A.S.
   c. Sagility Operations Inc.
3. Sagility Operations Inc. is the sole owner of:
   a. Sagility Care Management LLC
   b. Sagility Provider Solutions LLC
4. Sagility Operations Inc. holds 100% equity stake in:
   a. Sagility Technologies LLC
   b. Sagility LLC
5. Sagility LLC holds 100% equity stake in
   a. Sagility Payment Integrity Solutions LLC
   b. Birch Technologies Inc.
   c. Bhive Holdings LLC
   d. Broadpath LLC
   e. Broadpath Global LLC
   f. Broadpath Global Services Inc.
6. Sagility Philippines B.V. includes the Sagility Philippines B.V branch which is branch office.
7. BroadPath Global LLC is an inoperative entity.

For and on behalf of the Board

Anil Kumar Chanana
Director
DIN-00466197
Place: Gurugram

Ramesh Gopalan
Managing Director and Group Chief Executive Officer
DIN-00636524
Place: Bengaluru

Srinivas Rathnam Mattapalli
Group Chief Financial Officer

Place: Bengaluru
Date : 12-May-2026

Satishkumar Sakharayapattana Seetharamaiah
Company Secretary
ACS16008
Place: Bengaluru

Notice

NOTICE IS HEREBY GIVEN THAT the **Fifth (5th) Annual General Meeting ('AGM')** of **Sagility Limited (formerly Sagility India Limited, earlier Sagility India Private Limited)**, ('the Company') will be held on **Thursday, 20th August 2026 at 04:00 P.M. (IST) through Video Conferencing ('VC')/ Other Audio Visual Means ('OAVM')** to transact the following businesses:

ORDINARY BUSINESSES

1. **To receive, consider, and adopt the:**

   (A) Audited standalone financial statements of the Company for the financial year ended 31st March 2026 together with the reports of the Board of Directors and Auditors thereon; and

   (B) Audited consolidated financial statements of the Company for the financial year ended 31st March 2026 together with the report of Auditors thereon.

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

   "RESOLVED THAT the audited standalone financial statements of the Company for the financial year ended 31st March 2026 together with the reports of the Board of Directors and Auditors thereon, as circulated to the members, be and are hereby approved and adopted.

   RESOLVED FURTHER THAT the audited consolidated financial statements of the Company for the financial year ended 31st March 2026 together with the report of the Auditors thereon, as circulated to the members, be and are hereby approved and adopted."

2. **To appoint a director in place of Mr. Hari Gopalakrishnan (DIN: 03289463), a Non-Executive Non-Independent Director, who retires by rotation and being eligible, offers himself for re-appointment.**

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

   "RESOLVED THAT in accordance with the provisions of Section 152 and any other applicable provisions of the Companies Act, 2013 and Rules made thereunder (including any statutory modification(s) and/or re-enactment(s) thereof, for the time being in force) read with Article 110 of the Articles of Association of the Company, Mr. Hari Gopalakrishnan (DIN: 03289463), being a Non-Executive Non-Independent Director, who retires by rotation at this ensuing Annual General Meeting of the Company, and being eligible, seeks re-appointment, be and is hereby re-appointed as a Non-Executive Non-Independent Director of the Company, liable to retire by rotation.**"**

3. **To confirm the Interim Dividend of ₹ 0.05 (Five paise only) per equity share of ₹ 10 each paid during the year and to declare Final Dividend of ₹ 0.10 per equity share of ₹ 10 each for the Financial Year ended 31st March, 2026.**

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

   "**RESOLVED THAT** Interim Dividend of ₹0.05 (Five paise only) per equity share of ₹ 10 each fully paid-up, declared by the Board of Directors in October 2025 and paid to the Members of the Company in November 2025 be and is hereby confirmed.

   RESOLVED FURTHER THAT approval be and is hereby accorded for declaration and payment of final dividend of ₹ 0.10 (Ten Paise Only) per equity share of the face value of ₹ 10 (Rupees Ten) each fully paid up, of the Company, as recommended by the Board of Directors for the financial year ended 31st March 2026"

Registered Office: No. 23 & 24, AMR Tech Park, Building 2A, First Floor, Hongasandara Village, Off Hosur Road, Bommanahalli, Bengaluru – 560068, Karnataka, India

By order of the Board of Directors
For Sagility Limited
(formerly Sagility India Limited, earlier Sagility India Private Limited)

Satishkumar Sakharayapattana Seetharamaiah
Company Secretary & Compliance Officer
ACS-16008

Date: 9th July 2026
Place: Bengaluru

NOTES:

a. Since no special business is proposed to be transacted at the Annual General Meeting, the Statement pursuant to Section 102 of the Companies Act, 2013 is not required. However, the disclosures pertaining to Item No. 2 of the Notice, as required under the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") and Secretarial Standard-2 on General Meetings issued by the Institute of Company Secretaries of India ("SS-2"), form an integral part of this Notice.

b. Ministry of Corporate Affairs ("MCA") vide its General Circular No. 03/2025 dated 22nd September 2025 read with circulars issued earlier on the subject ("MCA Circulars"), have permitted to conduct the Annual General Meeting ("AGM") virtually, without physical presence of Members at a common venue.

   In compliance with the MCA Circulars, the provisions of the Act and the SEBI Listing Regulations, the 5th AGM of the Company is being held virtually and transcript of the same shall be made available on the website of the Company.

   MUFG Intime India Private Limited (MUFG) will be providing the facilities for participation in the AGM through VC/OAVM, e-voting during the AGM and remote e-voting.

c. The deemed venue for the AGM shall be the Registered Office of the Company and since this AGM is held through Video Conference/Other Audio Visual Means ("VC/OAVM"), route map to the venue is not required and therefore, the same is not annexed to this Notice.

d. Members attending the meeting through VC/OAVM shall be reckoned for the purpose of quorum under Section 103 of the Act. Members holding equity shares as on Thursday, 13th August 2026 ("Cut-off date") shall be eligible to attend and vote on resolutions proposed at the AGM. Any person who is not a Member as on the Cut-off date shall treat this Notice for informational purpose only.

e. Attendance through VC/OAVM is restricted and hence, Members shall be eligible to join the meeting on first-come-first-serve basis. However, attendance of Members holding more than 2% of the paid-up equity share capital, Institutional investors, Directors, Key Managerial Personnel, Promoters, and Auditors, if any, will not be restricted on first- come-first-serve basis.

   Members may join the AGM before 30 Minutes of the scheduled time by following the procedure outlined in the 'Instameet VC Instructions for shareholders'.

f. Since the 5th AGM is being held through VC/OAVM in accordance with the MCA Circulars, physical attendance of Members has been dispensed with. Accordingly, the facility of appointment of proxy would not be available to the Members for attending the 5th AGM, and therefore, proxy form and attendance slip are not annexed to this Notice.

g. In compliance with Section 108 of the Act, read with the corresponding rules, Regulation 44 of the LODR Regulations and relevant SEBI circulars, the Company has provided a remote e-voting facility to its members in respect of the business to be transacted at the AGM. The facility for e-voting during the AGM will also be made available for 15 minutes after the conclusion of the AGM. Members present in the AGM through VC/OAVM and who have not cast their vote on the resolutions through remote e-voting and are otherwise not barred from doing so, shall be eligible to vote through the e-voting system during the AGM. Members who have cast their votes by remote e-voting prior to the AGM may participate in the AGM but shall not be entitled to cast their votes again. The manner of voting remotely by members holding shares in dematerialized mode and for members who have not registered their email addresses is provided in the 'Instructions for e-voting' and the manner for e-voting during the AGM is provided under 'Instameet VC Instructions for Shareholders' which forms part of this Notice. **Members are requested to carefully read the instructions in connection with remote e-voting as appended to this Notice.**

h. The Board has appointed Mr. Rupesh Agarwal, Managing Partner, Chandrasekaran Associates, Company Secretaries (FRN: P1988DE002500; Peer Review Certificate No.: 6689/2025), in his absence Mr. Shashikant Tiwari, Partner, Chandrasekaran Associates, in his absence Mr. Lakhan Gupta, Partner, Chandrasekaran Associates, Company Secretaries, as the scrutinizer ("Scrutinizer") for conducting the e-voting process in a fair and transparent manner.

i. The remote e-voting period commences on Monday, 17th August 2026 (09:00 a.m. IST) and ends on Wednesday, 19th August 2026 (05:00 p.m. IST). The e-voting module will be disabled by MUFG thereafter. Members will not be allowed to vote again on any resolution on which vote has already been cast. The voting rights of members shall be proportionate to their share of the paid-up equity share capital of the Company as on the cut-off date, i.e. Thursday, 13th August 2026.

j. Corporate shareholders/institutional shareholders intending to authorize their representative(s) to attend / vote at the 5th AGM are requested to send from their registered e-mail address, scan copy of the relevant Board Resolution/ Authority Letter, etc. authorizing their representative(s) to attend / vote, to the Scrutinizer on e-mail ID at rupesh@cacsindia.com with a copy marked to RTA e-mail enotices@in.mpms.mufg.com and investorservices@sagility.com.

k. Electronic/digital copy of the Annual Report for FY 2026 and Notice convening the 5th AGM are being sent to all Members whose e-mail Ids are registered with the RTA/ Depositories. Members who have not registered their e-mail Id may get the same registered through their Depository Participants. For members who have not registered their e-mail address a letter providing a weblink for accessing the Notice of the AGM and Annual Report for FY 2026 will be sent. Members who wish to receive a physical copy of the Annual Report for FY 2026 and the Notice of the AGM may request it by sending an e-mail to investorservices@sagility.com with their DP ID and Client ID, or by submitting a service request to MUFG Intime India Private Limited (formerly Link Intime India Private Limited), the Company's RTA, at https://web.in.mpms.mufg.com/helpdesk/Service_Request.html. Physical copies will be provided only upon request.

l. The Board of Directors has recommended a Final Dividend of ₹ 0.10/- per Equity Share for the Financial Year ended on 31st March 2026 that is proposed to be paid on or before 18th September 2026 subject to the approval of Shareholders. This is in addition to Interim Dividend paid by the Company in November 2025. If the recommended Final Dividend is approved, the aggregate Dividend to the Shareholders for the FY 2026 would be ₹ 0.15/- per share.

m. The Record Date for determining the entitlement of shareholders to the final dividend has been fixed as Friday, 7th August 2026. Accordingly, the dividend shall be paid only to those shareholders whose names appear in the list of beneficial owners as on the Record Date.

n. Members are requested to note that SEBI, vide the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) (Fifth Amendment) Regulations, 2025, has amended Regulation 12 of the SEBI Listing Regulations with effect from 8th November 2025. Pursuant to the said amendment, dividends are required to be paid only through electronic modes of payment, and the issuance of dividend warrants or cheques has been discontinued.

o. Dividend income is taxable in the hands of Members and accordingly, the Final Dividend, if approved, shall be paid after deducting tax at source ('TDS') at the prescribed rates in accordance with the provisions of the Income Tax Act, 2025. A separate communication providing detailed information on TDS requirements has been sent to the Members.

p. The statutory registers maintained under Section 170 and Section 189 of the Companies Act 2013, and other documents referred in the Notice convening this AGM shall be made available for inspection electronically by Members during the remote e-voting period and during the proceedings of the 5th AGM. Members may seek inspection of documents by accessing to the MUFG e-voting platform at https://instavote.linkintime.co.in/ during the aforementioned period.

q. Members who wish to raise a query at the AGM may register as 'Speakers' by sending a request from their registered email address to investorservices@sagility.com, quoting their name, DP ID, and Client ID, no later than Thursday, 13th August 2026.

Members may also express their views or send any queries to investorservices@sagility.com on or before Thursday, 13th August 2026; which may be considered and responded to during the AGM.

r. Members who wish to obtain any information on the Annual Report for FY 2026 or have questions on the financial statements and/or matters to be placed at the 5th AGM, may send a communication from their registered e-mail address to the e-mail Id investorservices@sagility.com quoting their name, DP ID and Client ID, on or before Thursday, 13th August 2026.

s. The Scrutinizer will submit his report to the Chairman of the Company ("the Chairman") or to any person duly authorized by the Chairman, upon completion of the scrutiny of e-voting (including votes cast during the AGM and through remote e-voting), within 48 hours from the conclusion of the AGM. The results, along with the Scrutinizer's report, will be communicated to the stock exchanges and the RTA, and will also be published on the Company's website https://www.sagility.com/ and shall also be displayed on the Notice Board at the registered and Corporate office of the Company.

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

u. The Notice along with Annual Report is being sent to those Members/ beneficial owners whose name are appearing in the register of Members/ list of beneficiaries received from the depositories as on Friday, 24th July 2026.

v. The Notice and the Annual Report for the FY 2026 will be available on the website of the Company https://www.sagility.com/, on the website of e-voting service provider https://instavote.linkintime.co.in and on the website of National Stock Exchange of India Limited (www.nseindia.com) and BSE Limited (www.bseindia.com) , in compliance with the MCA Circulars.

w. Pursuant to Section 124(6) of the Act read with the IEPF Rules as amended from time to time, all the shares in respect of which dividend has remained unpaid/ unclaimed for seven consecutive years or more are required to be transferred to an IEPF Demat Account.

During FY 2027, the Company is not required to transfer any amount to the Investor Education and Protection Fund (IEPF).

x. Details of unclaimed dividends are available on the Company's website at https://sagility.com/investor-relations/shareholder-services/. In compliance with Section 124 of the Act and Rules made thereunder, unclaimed dividend and equity shares in respect whereof dividend remains unclaimed for a period of seven

consecutive years shall be transferred to the Investor Education and Protection Fund ("IEPF").

Members who wish to claim their unclaimed dividend(s) may send a written request to the Company's RTA on e-mail Id investor.helpdesk@in.mpms.mufg.com or by logging in at https://swayam.in.mpms.mufg.com/ or by post to RTA's address at C-101, Embassy 247, L.B.S. Marg, Vikhroli West, Mumbai-400 083, Maharashtra, India. Alternatively, Members may contact RTA at +91 8108116767.

y. Dispute Resolution Mechanism at Stock Exchanges - SEBI, vide its circular no. SEBI/HO/OIAE/OIAE_IAD1/P/CIR/2023/131 dated 31st July 2023 (updated as on 20th December 2023) and SEBI/HO/OIAE/OIAE_IAD-1/P/CIR/2023/135 dated 4th August 2023 read with SEBI's Master Circular for Online Dispute Resolution ("ODR") (updated as on 28th December 2023) prescribed a mechanism for online resolution of dispute in the Indian Securities Market which harnesses online conciliation and online arbitration for the resolution of disputes. Disputes between investors and listed companies including their Registrar and Share Transfer Agent will be resolved in accordance with the SEBI Circulars. The investor can initiate dispute resolution through the Online Dispute Resolution Portal ("ODR Portal") https://smartodr.in/login.

z Members are requested to ensure that their e-mail address, mobile number and other contact details registered with their respective Depository Participants (DPs) are updated and current to facilitate the seamless and timely receipt of communications from the Company.

Item No. 2 - Additional information on directors recommended for appointment / reappointment as required under Regulation 36 of the LODR Regulations and applicable secretarial standards

Name of the Director	Hari Gopalakrishnan
Directors Identification Number	03289463
Date of Birth (Age in years)	22nd March 1977; 49 years
Original date of appointment	28th July 2021
Qualifications	He holds a bachelor's degree in medicine and surgery from University of Kerala and post-graduate diploma in management from Indian Institute of Management, Ahmedabad.
Experience and expertise in specific functional area	He has more than 16 years of experience and has been associated with Baring Private Equity Asia (BPEA) since 2007 (founding member of the BPEA India team) and is currently serving as a partner and global co-head of services, private capital in the BPEA EQT team. He is also a member of EQT's Fund's Investment Committee, Exits and Liquidity Committee and the Mid Market Investment Committee and focusses on investments in the technology and healthcare sectors. He holds expertise across several functional areas such as BPM, US-based healthcare payer-provider, global professional services, finance and accounting, human capital management, risk management and strategic transactions..
Shareholding in the Company including beneficial holding	Nil
Terms and conditions of appointment or re-appointment	He was appointed with effect from 28th July 2021 as a First Director of the Company. Post-IPO, the Board, at its meeting held on 24th June 2024, noted the continuation of this appointment as a Non-Executive Non-Independent Director (liable to retire by rotation). In accordance with Section 152 of the Companies Act, 2013, he retired by rotation and was re-appointed as director at the Annual General Meeting held on 25th September 2024.
Remuneration last drawn	Nil
Details of proposed remuneration	Nil
No. of Board meetings attended during the year	Six(6) out of Twelve (12) meetings
Relationship with other Directors or KMPs	None
Directorships held in other companies in India	Directorships held in Private Companies: • Citiustech Healthcare Technology Private Limited • IGT Solutions Private Limited • Gebbs Healthcare Solutions Private Limited • Indium Software (India) Private Limited Directorships held in Public Companies: Nil
Names of other listed entities in which he holds the directorship and the membership of Committees of the Board (including listed entities resigned in past 3 years)	Directorship held in Listed Companies: Currently held: Nil Previously held (in the past 3 years): Coforge Limited (resigned with effect from May 02, 2024). Memberships currently held in Committees of other listed entities: Nil
Brief Resume of the Director	Hari Gopalakrishnan has more than 16 years of experience and has been associated with Baring Private Equity Asia (BPEA) since 2007 (founding member of the BPEA India team) and is currently serving as a partner and global co-head of services, private capital in the BPEA EQT team. He is also a member of EQT's Fund's Investment Committee, Exits and Liquidity Committee and the Mid Market Investment Committee and focusses on investments in the technology and healthcare sectors. Prior to joining BPEA, Hari was with an India focused investment fund, New Vernon Capital, in their Mumbai office. He holds a bachelor's degree in medicine and surgery from University of Kerala and post-graduate diploma in management from Indian Institute of Management, Ahmedabad.

INSTAMEET VC INSTRUCTIONS FOR SHAREHOLDERS

In terms of Ministry of Corporate Affairs (MCA) General Circular No. 03/2025 dated 22nd September 2025, the companies can continue to conduct AGMs by VC or OAVM, as per the existing procedural requirements. Till further orders, the relaxations will remain in force.

Shareholders are advised to update their mobile number and email Id correctly in their demat accounts to access InstaMeet facility.

Login method for shareholders to attend the General Meeting through InstaMeet:

a) Visit URL: https://instameet.in.mpms.mufg.com & click on **"Login"**.

b) Select the "Company Name" and register with your following details:

c) Select Check Box - **Demat Account No**. / **Folio No.** / **PAN**

- Shareholders holding shares in NSDL/ CDSL demat account shall select check box - Demat Account No. and enter the 16-digit demat account number.
- Shareholders shall select check box – PAN and enter 10-digit Permanent Account Number (PAN). Shareholders who have not updated their PAN with the Depository Participant (DP)/ Company shall use the sequence number provided by MUFG Intime, if applicable.
- Mobile No: Mobile No. as updated with DP is displayed automatically. Shareholders who have not updated their Mobile No with the DP shall enter the mobile no.
- Email ID: Email Id as updated with DP is displayed automatically. Shareholders who have not updated their Email Id with the DP shall enter the Email Id.

d) Click "Go to Meeting".

You are now registered for InstaMeet, and your attendance is marked for the meeting.

Instructions for shareholders to Speak during the General Meeting through InstaMeet:

a) Shareholders who would like to speak during the meeting must register their request with the Company at investorservices@sagility.com.

b) Shareholders will get confirmation on first cum first basis depending upon the provision made by the Company.

c) Shareholders will receive "speaking serial number" once they mark attendance for the meeting. Please remember speaking serial number and start your conversation with panellist by switching on video mode and audio of your device.

d) Other shareholder who has not registered as "Speaker Shareholder" may still ask questions to the panellist via active chat-board during the meeting.

**Shareholders are requested to speak only when moderator of the meeting/ management will announce the name and serial number for speaking.*

Instructions for Shareholders to Vote during the General Meeting through InstaMeet:

Once the electronic voting is activated during the meeting, shareholders who have not exercised their vote through the remote e-voting can cast the vote as under:

a) On the Shareholders VC page, click on link "Cast your vote".

b) Enter your 16-digit Demat Account No. / Folio No. and OTP (received on the registered mobile number/ registered email Id) received during registration for InstaMeet.

c) Click on 'Submit'.

d) After successful login, you will see "Resolution Description" and against the same the option "Favour/ Against" for voting.

e) Cast your vote by selecting appropriate option i.e. "Favour/ Against" as desired. Enter the number of shares (which represents no. of votes) as on the cut-off date under 'Favour/Against'.

f) After selecting the appropriate option i.e. Favour/Against as desired and you have decided to vote, click on "Save". A confirmation box will be displayed. If you wish to confirm your vote, click on "Confirm", else to change your vote, click on "Back" and accordingly modify your vote. Once you confirm your vote on the resolution, you will not be allowed to modify or change your vote subsequently.

Note:

Shareholders/ Members, who will be present in the General Meeting through InstaMeet facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting facility during the meeting.

Shareholders/ Members who have voted through Remote e-Voting prior to the General Meeting will be eligible to attend/ participate in the General Meeting through InstaMeet. However, they will not be eligible to vote again during the meeting.

Shareholders/ Members are encouraged to join the Meeting through Tablets/ Laptops connected through broadband for better experience.

Shareholders/ Members are required to use Internet with a good speed (preferably 2 MBPS download stream) to avoid any disturbance during the meeting.

Please note that Shareholders/ Members connecting from Mobile Devices or Tablets or through Laptops connecting via Mobile Hotspot may experience Audio/Visual loss due to fluctuation in their network. It is therefore recommended to use stable Wi-FI or LAN connection to mitigate any kind of aforesaid glitches.

Helpdesk:

Shareholders facing any technical issue in login may contact INSTAMEET helpdesk by sending a request at instameet@in.mpms.mufg.com or contact on: - Tel: 022 – 4918 6000 / 4918 6175.

REMOTE E-VOTING INSTRUCTIONS FOR SHAREHOLDERS

In terms of SEBI circular no. HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated January 30, 2026, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants.

Shareholders are advised to update their mobile number and email Id correctly in their demat accounts to access remote e-Voting facility.

Login method for Individual shareholders holding securities in demat mode:

Individual Shareholders holding securities in demat mode with NSDL

METHOD 1 - NSDL OTP based login

a) Visit URL: https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp

b) Enter your 8 - character DP ID, 8 - digit Client Id, PAN, Verification code and generate OTP.

c) Enter the OTP received on your registered email ID/ mobile number and click on login.

d) Post successful authentication, you will be re-directed to NSDL depository website wherein you will be able to see e-Voting services under Value added services. Click on "Access to e-Voting" under e-Voting services.

e) Click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

METHOD 2 - NSDL IDeAS facility

Shareholders registered for IDeAS facility:

a) Visit URL: https://eservices.nsdl.com and click on "Beneficial Owner" icon under "IDeAS Login Section".

b) Enter IDeAS User ID, Password, Verification code & click on "Log-in".

c) Post successful authentication, you will be able to see e-Voting services under Value added services section. Click on "Access to e-Voting" under e-Voting services.

d) Click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

Shareholders not registered for IDeAS facility:

a) To register, visit URL: https://eservices.nsdl.com and select "Register Online for IDeAS Portal" or click on https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp

Shareholders/ Members can also download NSDL Mobile App "NSDL Speede" facility by scanning the QR code mentioned below for seamless voting experience

b) Enter 8-character DP ID, 8-digit Client ID, Mobile no, Verification code & click on "Submit".

c) Enter the last 4 digits of your bank account / generate 'OTP'

d) Post successful registration, user will be provided with Login ID and password.

e) Follow steps given above in points (a-d).

METHOD 3 - NSDL e-voting website

a) Visit URL: https://www.evoting.nsdl.com

b) Click on the "Login" tab available under 'Shareholder/ Member' section.

c) Enter User ID (i.e., your 16-digit demat account no. held with NSDL), Password/OTP and a Verification Code as shown on the screen & click on "Login".

d) Post successful authentication, you will be re-directed to NSDL depository website wherein you will be able to see e-Voting services under Value added services. Click on "Access to e-Voting" under e-Voting services.

e) Click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

Individual Shareholders holding securities in demat mode with CDSL

METHOD 1 - CDSL e-voting page

a) Visit URL: https://www.cdslindia.com.

b) Go to e-voting tab.

c) Enter 16-digit Demat Account Number (BO ID) and PAN No. and click on "Submit".

d) System will authenticate the user by sending OTP on registered Mobile and Email as recorded in Demat Account

e) Post successful authentication, user will be able to see e-voting option. The evoting option will have links of e-voting service providers i.e., MUFG InTime. Click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

METHOD 2 - CDSL Easi/ Easiest facility:

Shareholders registered for Easi/ Easiest facility:

a) Visit URL: https://web.cdslindia.com/myeasitoken/Home/Login or Visit URL: www.cdslindia.com, click on "Login" and select "My Easi New (Token)".

b) Enter existing username, Password & click on "Login".

c) Post successful authentication, user will be able to see e-voting option. The evoting option will have links

of e-voting service providers i.e., MUFG InTime. Click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

Shareholders not registered for Easi/ Easiest facility:

a) To register, visit URL: https://web.cdslindia.com/myeasitoken/Home/EasiRegistration / https://web.cdslindia.com/myeasitoken/Home/EasiestRegistration.

b) Proceed with updating the required fields for registration.

c) Post successful registration, user will be provided username and password on the registered email id. Follow steps given above in points (a-c).

Individual Shareholders holding securities in demat mode with Depository Participant

Individual shareholders can also login using the login credentials of your demat account through your depository participant registered with NSDL / CDSL for e-voting facility.

a) Login to DP website

b) After Successful login, user shall navigate through "e-voting" option.

c) Click on e-voting option, user will be redirected to NSDL / CDSL Depository website after successful authentication, wherein user can see e-voting feature.

d) Post successful authentication, click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

Login method for Non-Individual Shareholders holding securities in demat mode.

Non-Individual Shareholders holding securities in demat mode as on the cut-off date for e-voting may register and vote on InstaVote as under:

STEP 1: LOGIN / SIGNUP on InstaVote

Shareholders registered for INSTAVOTE facility:

a) Visit URL: https://instavote.linkintime.co.in & click on **"Login"** under 'SHARE HOLDER' tab.

b) Enter details as under:

1. User ID: Enter User ID
2. Password: Enter existing Password
3. Enter Image Verification (CAPTCHA) Code
4. Click "Submit".

(Home page of e-voting will open. Follow the process given under "Steps to cast vote for Resolutions")

InstaVote USER ID	
NSDL	User ID is 8 Character DP ID followed by 8 Digit Client ID (e.g.IN123456) and 8 digit Client ID (eg. 12345678).
CDSL	User ID is 16 Digit Beneficiary ID
Shares held in physical form	User ID is Event No + Folio no. registered with the Company

Shareholders not registered for INSTAVOTE facility:

a) Visit URL: https://instavote.linkintime.co.in & click on "Sign Up" under 'SHARE HOLDER' tab & register with details as under:

InstaVote USER ID	
NSDL	User ID is 8 Character DP ID followed by 8 Digit Client ID (e.g.IN123456) and 8 digit Client ID (eg. 12345678).
CDSL	User ID is 16 Digit Beneficiary ID
Shares held in physical form	User ID is Event No + Folio no. registered with the Company

1. User ID: Enter User ID
2. PAN: Enter your 10-digit Permanent Account Number (PAN) (Shareholders who have not updated their PAN with the Depository Participant (DP)/ Company shall use the sequence number provided to you, if applicable.
3. DOB/DOI: Enter the Date of Birth (DOB) / Date of Incorporation (DOI) (As recorded with your DP/ Company - in DD/MM/YYYY format)
4. Bank Account Number: Enter your Bank Account Number (last four digits), as recorded with your DP/ Company.
   - Shareholders, holding shares in **NSDL form**, shall provide 'point 4' above.
   - Shareholders, holding shares in **CDSL form**, shall provide 'point 3' or 'point 4' above.
5. Set the password of your choice.

   (The password should contain minimum 8 characters, at least one special Character (!#$&*), at least one numeral, at least one alphabet and at least one capital letter).
6. Enter Image Verification (CAPTCHA) Code.
7. Click "Submit" (You have now registered on InstaVote).

   Post successful registration, click on **"Login"** under 'SHARE HOLDER' tab & follow steps given above in points (a-b).

STEP 2: Steps to cast vote for Resolutions through InstaVote

A. Post successful authentication and redirection to InstaVote inbox page, you will be able to see the "Notification for e-voting".

B. Select 'View' icon. E-voting page will appear.

C. Refer the Resolution description and cast your vote by selecting your desired option 'Favour / Against' (If you wish to view the entire Resolution details, click on the 'View Resolution' file link).

D. After selecting the desired option i.e. Favour / Against, click on 'Submit'.

E. A confirmation box will be displayed. If you wish to confirm your vote, click on 'Yes', else to change your vote, click on 'No' and accordingly modify your vote.

NOTE: Shareholders may click on "Vote as per Proxy Advisor's Recommendation" option and view proxy advisor recommendations for each resolution before casting vote. "Vote as per Proxy Advisor's Recommendation" option provides access to expert insights during the e-Voting process. Shareholders may modify their vote before final submission.

Once you cast your vote on the resolution, you will not be allowed to modify or change it subsequently.

Non-Individual Body corporate shareholders shall send a scanned copy of the board resolution authorising its representative to vote, to the scrutinizer at rupesh@cacsindia.com with a copy marked to RTA at enotices@in.mpms.mufg.com and the company at investorservices@sagility.com.

Guidelines for Institutional shareholders ("Custodian / Corporate Body/ Mutual Fund")

STEP 1 – Custodian / Corporate Body/ Mutual Fund Registration

A. Visit URL: https://instavote.linkintime.co.in

B. Click on "Sign Up" under "Custodian / Corporate Body/ Mutual Fund"

C. Fill up your entity details and submit the form.

D. A declaration form and organization ID is generated and sent to the Primary contact person email ID (which is filled at the time of sign up). The said form is to be signed by the Authorised Signatory, Director, Company Secretary of the entity & stamped and sent to insta.vote@linkintime.co.in.

E. Thereafter, Login credentials (User ID; Organisation ID; Password) is sent to Primary contact person's email ID. (You have now registered on InstaVote)

STEP 2 – Investor Mapping

A. Visit URL: https://instavote.linkintime.co.in and login with InstaVote Login credentials.

B. Click on "Investor Mapping" tab under the Menu section

C. Map the Investor with the following details:

1) 'Investor ID' – Investor ID for NSDL demat account is 8 Character DP ID followed by 8 Digit Client ID i.e., IN00000012345678; Investor ID for CDSL demat account is 16 Digit Beneficiary ID.

2) 'Investor's Name - Enter Investor's Name as updated with DP.

3) 'Investor PAN' - Enter your 10-digit PAN.

4) 'Power of Attorney' - Attach Board resolution or Power of Attorney.

Note: File Name for the Board resolution/ Power of Attorney shall be – DP ID and Client ID or 16 Digit Beneficiary ID.

Further, Custodians and Mutual Funds shall also upload specimen signatures.

D. Click on Submit button. (The investor is now mapped with the Custodian / Corporate Body/ Mutual Fund Entity). The same can be viewed under the "Report section".

STEP 3 – Steps to cast vote for Resolutions through InstaVote

The corporate shareholder can vote by two methods, during the remote e-voting period.

METHOD 1 - VOTES ENTRY

a) Visit URL: https://instavote.linkintime.co.in and login with InstaVote Login credentials.

b) Click on "Votes Entry" tab under the Menu section.

c) Enter the "Event No." for which you want to cast vote.

Event No. can be viewed on the home page of InstaVote under "On-going Events".

d) Enter "16-digit Demat Account No.".

e) Refer the Resolution description and cast your vote by selecting your desired option 'Favour / Against' (If you wish to view the entire Resolution details, click on the 'View Resolution' file link). After selecting the desired option i.e. Favour / Against, click on 'Submit'.

f) A confirmation box will be displayed. If you wish to confirm your vote, click on 'Yes', else to change your vote, click on 'No' and accordingly modify your vote.

(Once you cast your vote on the resolution, you will not be allowed to modify or change it subsequently).

METHOD 2 - VOTES UPLOAD

a) Visit URL: https://instavote.linkintime.co.in and login with InstaVote Login credentials.

b) After successful login, you will see "Notification for e-voting".

c) Select "View" icon for "Company's Name / Event number".

d) E-voting page will appear.

e) Download sample vote file from "Download Sample Vote File" tab.

f) Cast your vote by selecting your desired option 'Favour / Against' in the sample vote file and upload the same under "Upload Vote File" option.

g) Click on 'Submit'. 'Data uploaded successfully' message will be displayed.

(Once you cast your vote on the resolution, you will not be allowed to modify or change it subsequently).

Note: **Non-Individual Body corporate shareholders** shall send a scanned copy of the board resolution authorising its representative to vote, to the scrutinizer at rupesh@cacsindia.com with a copy marked to RTA at enotices@in.mpms.mufg.com and the company at investorservices@sagility.com.

HELPDESK:

Non-Individual Shareholders holding securities in demat mode:

Non-Individual Shareholders holding securities in demat mode facing any technical issue in login may contact INSTAVOTE helpdesk by sending a request at enotices@in.mpms.mufg.com or contact on: - Tel: 022 – 4918 6000.

Individual Shareholders holding securities in demat mode:

Individual Shareholders holding securities in demat mode may contact the respective helpdesk for any technical issues related to login through Depository i.e., NSDL and CDSL.

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending request at evoting@nsdl.co.in or call at: 022 - 4886 7000
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33

Forgot Password:

Non-Individual Shareholders holding securities in demat mode:

Non-Individual Shareholders holding securities in demat mode have forgotten the USER ID [Login ID] or Password or both then the shareholder can use the "Forgot Password" option available on: https://instavote.linkintime.co.in

- Click on **"Login"** under 'SHARE HOLDER' tab.
- Further Click on **"forgot password?"**
- Enter User ID, select Mode and Enter Image Verification code (CAPTCHA).
- Click on "SUBMIT".

In case Custodian / Corporate Body/ Mutual Fund has forgotten the USER ID [Login ID] or Password or both then the shareholder can use the "Forgot Password" option available on: https://instavote.linkintime.co.in

InstaVote USER ID	
NSDL	User ID is 8 Character DP ID followed by 8 Digit Client ID (e.g.IN123456) and 8 digit Client ID (eg. 12345678).
CDSL	User ID is 16 Digit Beneficiary ID
Shares held in physical form	User ID is Event No + Folio no. registered with the Company

- Click on 'Login' under "Custodian / Corporate Body/ Mutual Fund" tab
- Further Click on **"forgot password?"**
- Enter User ID, Organization ID and Enter Image Verification code (CAPTCHA).
- Click on "SUBMIT".

In case shareholders have a valid email address, Password will be sent to his / her registered e-mail address. Shareholders *can set the password of his/her choice by providing information about the particulars of the Security Question and Answer, PAN, DOB/DOI etc. The password should contain a minimum of 8 characters, at least one special character (!#$&*), at least one numeral, at least one alphabet and at least one capital letter.*

Individual Shareholders holding securities in demat mode with NSDL/ CDSL has forgotten the password:

Individual Shareholders holding securities in demat mode have forgotten the USER ID [Login ID] or Password or both, then the Shareholders are advised to use Forget User ID and Forget Password option available at above mentioned depository/ depository participants website.

General Instructions - Shareholders

- It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- During the voting period, shareholders/ members can login any number of time till they have voted on the resolution(s) for a particular "Event".

Notes

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About Sagility

Sagility is a leading healthcare operations partner that helps payers, providers, and pharmacy benefit managers reduce cost, improve quality, and enhance member and provider experiences. With more than 25 years of exclusive focus in healthcare, Sagility combines deep domain expertise with technology-led transformation — embedding analytics, automation, and AI directly into operations while ensuring compliance with complex regulatory and clinical requirements. Serving over 80 healthcare clients, including 7 of the top 10 U.S. health plans, Sagility delivers end-to-end operational transformation at scale through a model built on accountability, transparency, and measurable outcomes. To learn more, visit: sagility.com.

Safe Harbor Statement

Certain statements in this release concerning Sagility's future growth prospects may be seen as forward-looking statements, which involve a number of risks and uncertainties that could cause the actuals to differ materially from such statements. Sagility does not undertake to update any such statement that may have been made from time to time by or on behalf of the Company.

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Crafted with care on eco-friendly paper, reinforcing our commitment to sustainability