

February 10, 2026

To,

BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai - 400 001

BSE Scrip Code: **976163**

Dear Sir/Madam,

Sub: Outcome of the Board Meeting held today i.e., Tuesday, February 10, 2026

Ref: Regulation 51 (2) and 52 read with Part B of Schedule III and Reg 54 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations")

Pursuant to the provisions of Regulation 51 read with Para A of Part B of Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), please note that the Board of Directors at their meeting held on Tuesday, February 10, 2026 have inter alia, considered and approved, the Unaudited Standalone Financial Results along with the Limited Review Report thereon of the company for the quarter and nine months ended December 31, 2025.

Further, the Board of Directors approved the initiation of application for DIN of Mr. Amitabh Sharma, who is proposed to be appointed as a Director of the Company. Intimation to the stock exchange in this regard would be made subsequent to his appointment.

Pursuant to Regulation 52 of the Listing Regulations, please find enclosed the Unaudited Standalone Financial Results and Limited Review Report for the quarter and nine months ended December 31, 2025, thereon, along with the line items to be disclosed while submission of financial results forming part of the notes to the enclosed Financial Results.

As per Regulation 54 of the Listing Regulations, the Security Cover Certificate with respect to extent and nature of security created and maintained for the Non-Convertible Debentures is also annexed herewith as "Annexure A".

Further, disclosure pursuant to Regulation 52(7) and 52(7A) of the Listing Regulations and Circular(s) issued by SEBI, regarding a statement indicating the utilization of issue proceeds of non-convertible Debentures and statement indicating deviation and variation is also annexed herewith as "Annexure B".

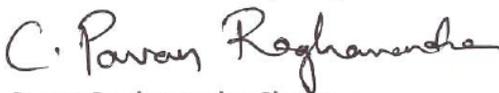
The Board Meeting commenced at 04:00 p.m. (IST) and concluded at 04:15 p.m. (IST)

Request you to kindly take note of the same.

Thanking you,

Yours faithfully,

For Indium Software (India) Private Limited



Pavan Raghavendra Cheruvu

Company Secretary and Compliance Officer

M. No. A66753



Encl: As above

INDIUM SOFTWARE (INDIA) PRIVATE LIMITED

CIN: U72200TN1999PTC042263

Regd. Office: No.64, "Ganesh Chambers", Eldams Road, Teynampet, Chennai - 600 018

Bangalore Office: #502, 5th Floor, Southern Wing (B - Wing), Embassy Prime, Dr. APJ Abdul Kalam Road, Krishnappa Garden, C V Raman Nagar, Bengaluru - 560093

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BSE Limited,
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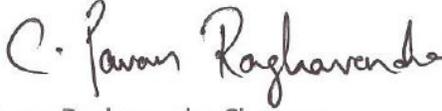
Dear Sir/Madam,

Sub: Submission of Financial Results pursuant to Regulation 52 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (LODR)

Pursuant to Regulation 52 of the SEBI (LODR) Regulations, please find enclosed the Unaudited Standalone Financial Results and Limited Review Report for the quarter and nine months ended December 31, 2025, thereon, along with the line items to be disclosed while submission of financial results forming part of the notes to the enclosed Financial Results.

Request you to kindly take the above on record.

Thanking you,
Yours faithfully,
For Indium Software (India) Private Limited



Pavan Raghavendra Cheruvu
Company Secretary and Compliance Officer
M. No. A66753

Encl: As above

INDIUM SOFTWARE (INDIA) PRIVATE LIMITED

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Walker ChandioK & Co LLP

11th floor, A wing,
Prestige Polygon,
471 Anna Salai, Teynampet,
Chennai - 600 035
Tamil Nadu, India

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Independent Auditor's Review Report on Unaudited Quarterly Financial Results and Year to Date Results of the Company pursuant to Regulation 52 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended)

To the Board of Directors of Indium Software (India) Private Limited

1. We have reviewed the accompanying statement of unaudited financial results ('the Statement') of Indium Software (India) Private Limited ('the Company') for the quarter ended 31 December 2025 and the year to date results for the period 01 April 2025 to 31 December 2025, being submitted by the Company pursuant to the requirements of Regulation 52 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended) ('Listing Regulations').
2. The Statement, which is the responsibility of the Company's management and approved by the Company's Board of Directors, has been prepared in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34, Interim Financial Reporting ('Ind AS 34'), prescribed under section 133 of the Companies Act, 2013 ('the Act'), and other accounting principles generally accepted in India and is in compliance with the presentation and disclosure requirements of Regulation 52 of the Listing Regulations. Our responsibility is to express a conclusion on the Statement based on our review.
3. We conducted our review of the Statement in accordance with the Standard on Review Engagements (SRE) 2410, Review of Interim Financial Information Performed by the Independent Auditor of the Entity, issued by the Institute of Chartered Accountants of India. A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with the Standards on Auditing specified under section 143(10) of the Act, and consequently, does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.
4. Based on our review conducted as above nothing has come to our attention that causes us to believe that the accompanying Statement, prepared in accordance with the recognition and measurement principles laid down in Ind AS 34, prescribed under section 133 of the Act, and other accounting principles generally accepted in India, has not disclosed the information required to be disclosed in accordance with the requirements of Regulation 52 of the Listing Regulations, including the manner in which it is to be disclosed, or that it contains any material misstatement.

For Walker ChandioK & Co LLP

Chartered Accountants

Firm Registration No: 001076N/N500013



Praveen Warriar

Partner

Membership No. 214767

UDIN: 26214767MWJWCE5012



Chennai

10 February 2026

Indium Software (India) Private Limited
Regd Office: Ganesh Chambers, No.64, Old no.143, Teynampet, Chennai 600 018, Tamil Nadu, India
CIN: U72200TN1999PTC042263 | www.indium.tech
Tel: +91 44 6606 9100 | Email: info@indium.tech
Statement of unaudited financial results for the quarter and nine months ended 31 December 2025

(All amounts are ₹ in Lakhs, unless stated otherwise)

Particulars	Quarter ended			Nine months ended		Year ended
	31 December 2025	30 September 2025	31 December 2024	31 December 2025	31 December 2024	31 March 2025
	Unaudited	Unaudited	Unaudited	Unaudited	Unaudited	Audited
INCOME						
I Revenue from operations	14,458	14,407	11,946	41,916	34,649	46,391
II Other income	108	141	59	406	429	535
III Total income (I+II)	14,566	14,548	12,005	42,322	35,078	46,926
IV EXPENSES						
Employee benefits expense	11,057	10,911	8,923	31,805	26,120	35,024
Finance costs	531	512	312	1,532	490	968
Depreciation and amortisation expense	477	464	370	1,287	1,061	1,316
Other expenses	1,612	1,589	1,771	4,458	4,138	5,576
Total expenses	13,677	13,476	11,376	39,082	31,809	42,884
V Profit before exceptional loss and tax (III-IV)	889	1,072	629	3,240	3,269	4,042
VI Exceptional loss (Refer note 4)	3,284	995	-	7,229	-	2,819
VII Profit / (loss) before tax (V-VI)	(2,395)	77	629	(3,989)	3,269	1,223
VIII Tax expense:						
(1) Current tax	226	291	155	821	877	1,076
(2) Deferred tax	(6)	(9)	(11)	(22)	(138)	(145)
Total tax expenses	220	282	144	799	739	931
IX (Loss) / profit after tax for the period/year (VII-VIII)	(2,615)	(205)	485	(4,788)	2,530	292
X Other comprehensive income						
(i) Items that will not be reclassified to profit or loss:						
(a) Re-measurements of defined benefit plans	76	21	55	171	9	9
Income tax relating to above	(19)	(5)	(14)	(43)	(2)	(2)
(ii) Items that will be reclassified to profit or loss:						
(a) Effective portion of gains/(loss) on hedging instruments in a cash flow hedge (Refer note 5)						
- Current period loss	(345)	(966)	-	(1,311)	-	-
- Reclassification to profit and loss	330	-	-	330	-	-
Income tax relating to above	4	243	-	247	-	-
Total other comprehensive (loss)/ income for the period / year	46	(707)	41	(606)	7	7
XI Total comprehensive (loss) / income	(2,569)	(912)	526	(5,394)	2,537	299
XII Paid up share capital (face value of ₹1 each)	162	162	162	162	162	162
XIII Other equity						11,431
XIV Earnings/ (loss) per equity share						
Original shares (face value of ₹1 each)						
(1) Basic (in ₹)	(16.19)	(1.27)	3.00	(29.64)	15.66	1.81
(2) Diluted (in ₹)	(16.19)	(1.27)	3.00	(29.64)	15.63	1.80
			Not Annualised			



Indium Software (India) Private Limited
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CIN: U72200TN1999PTC042263 | www.indium.tech
Tel: +91 44 6606 9100 | Email: info@indium.tech
Statement of unaudited financial results for the quarter and nine months ended 31 December 2025

- 1 The above unaudited financial results were reviewed and approved by the Board of Directors in their meeting held on 10 February 2026. The unaudited financial results for the quarter and nine months ended 31 December 2025 have been subjected to limited review by the statutory auditors.
- 2 As per SEBI Circular SEBI/HO/DDHS/CIR/2021/0000000637 dated 5 Oct 2021, issuers of listed non-convertible securities (NCDs) are required to submit only standalone quarterly financial results under Regulation 52. Hence the statement includes only the unaudited standalone financial results for the quarter and nine months ended 31 December 2025.
- 3 The above unaudited financial results have been prepared in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34, Interim Financial Reporting ('Ind AS 34') prescribed under section 133 of the Companies Act, 2013 ('the Act') and other accounting principles generally accepted in India and is in compliance with the presentation and disclosure requirements of Regulation 52 of SEBI LODR, 2015.
- 4 On 14 November 2024, the Company had acquired a 52.3% equity interest in Experion Technologies (India) Private Limited, thereby obtaining control. In accordance with the terms of the shareholders' agreement, the Company has an obligation to purchase the remaining 47.7% equity interest from the non-controlling shareholders post 31 March 2027. This obligation was recognised as a derivative financial liability measured at fair value through profit or loss (FVTPL), in accordance with Ind AS 109 – Financial Instruments. The remeasurement of this liability for the nine months ended 31 December 2025 resulted in a charge of ₹ 7,229 Lakhs (quarter ended 31 December 2025 : ₹ 3,284 Lakhs, quarter ended 30 September 2025 : ₹ 995 Lakhs and year ended 31 March 2025: ₹ 2,819 Lakhs), which has been presented as an exceptional item in the Statement of unaudited financial results.
- 5 During the nine months ended 31 December 2025, the Company has entered into forward contracts to manage its foreign currency exposure. These forward contracts are designated as cash flow hedge instruments in accordance with Ind AS 109. The effective portion of the changes in fair value of the hedging instruments are recognised in Other Comprehensive Income (OCI) and accumulated in the cash flow hedge reserve within equity. These amounts will be subsequently reclassified to statement of profit or loss in the period of realisation. Due to the volatility in the foreign currency market, the Company has incurred a mark-to-market (MTM) loss of ₹ 1,311 Lakhs for the nine months ended 31 December 2025 (quarter ended 31 December 2025 : ₹ 345 Lakhs, quarter ended 30 September 2025 : ₹ 966 Lakhs) which is recognised in OCI and ₹ 330 Lakhs for the nine months ended 31 December 2025 (quarter ended 31 December 2025 : ₹ 330 Lakhs, quarter ended 30 September 2025 : Nil) has been reclassified to profit and loss on actual realisation.
- 6 One-time impact of New Labour Codes : Effective 21 November 2025, The Government of India has consolidated multiple existing labour legislations into a unified framework comprising four Labour Codes - the Code on Wages, 2019, the Industrial Relations Code, 2020, the Code on Social Security, 2020, the Occupational Safety, Health and Working Conditions Code, 2020 collectively referred to as the 'New Labour Codes'. Under Ind AS 19, changes to employee benefit plans arising from legislative amendments constitute a plan amendment, requiring recognition of past service cost immediately in the statement of profit and loss. The New Labour Codes has resulted in estimate one time increase in provision for employee benefits of the Company of ₹ 415 Lakhs and the same has been recognized as an employee benefit expense in the current reporting period. The Government is in the process of notifying related rules to the New Labour Codes and impact of these will be evaluated and accounted for in accordance with applicable accounting standards in the period in which they are notified.
- 7 Disclosure in compliance with Regulations 52(4) of the SEBI LODR, 2015 as amended, for the quarter and nine months ended 31 December 2025 is included in Annexure 1.

For and on behalf of the board of directors of
Indium Software (India) Private Limited

S
Ramchander

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Ramchander
Date: 2026.02.10 17:13:07
+05'30'

S. Ramchander
Whole-Time Director
DIN : 00266298
Place : Chennai
Date : 10 February 2026



Indium Software (India) Private Limited
 Regd Office: Ganesh chambers, No.64, Old no.143, Teynampet, Chennai 600 018, Tamil Nadu, India.
 CIN: U72200TN1999PTC042263 | www.indium.tech
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Annexure 1:

Disclosure in compliance with Regulations 52(4) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended, for the quarter and nine months ended 31 December 2025

Sr. No	Particulars	Ratios					
		Quarter ended			Year to date ended		
		31 December 2025 Unaudited	30 September 2025 Unaudited	31 December 2024 Unaudited	31 December 2025 Unaudited	31 December 2024 Unaudited	31 March 2025 Audited
1	Debt-Equity Ratio ¹	2.93	2.23	1.34	2.93	1.34	1.63
2	Debt service coverage ratio ²	3.57	4.00	2.94	3.96	7.50	6.54
3	Interest service coverage ratio ³	3.57	4.00	3.02	3.96	7.67	6.54
4	Outstanding redeemable preference shares	Nil	Nil	Nil	Nil	Nil	Nil
5	Capital redemption reserve (in ₹ Lakhs)	22.00	22.00	22.00	22.00	21.53	22.00
6	Debenture redemption reserve (in ₹ Lakhs)	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable
7	Net worth (in ₹ Lakhs)	6,404	8,904	13,673	6,404	13,673	11,593
8	Net profit / (loss) after tax (in ₹ Lakhs)	(2,615)	(205)	485	(4,785)	2,530	292
9	Earnings per equity share (not annualised):						
	(a) Basic (in ₹)	(16.19)	(1.27)	3.00	(29.64)	15.66	1.81
	(b) Diluted (in ₹)	(16.19)	(1.27)	3.00	(29.64)	15.63	1.80
10	Current ratio ⁴	2.13	2.09	2.13	2.13	2.13	2.01
11	Long term debt to working capital ⁵	2.55	2.28	2.50	2.55	2.50	2.63
12	Bad debts to Account receivable ratio ⁶	0.01	0.01	0.01	0.01	0.01	0.01
13	Current liability ratio ⁷	0.14	0.15	0.23	0.14	0.23	0.15
14	Total debts to total assets ⁸	0.29	0.31	0.46	0.29	0.46	0.32
15	Debtors turnover ⁹	7.59	7.02	9.93	7.59	9.93	3.34
16	Inventory turnover	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable
17	Operating margin ¹⁰	(0.15)	0.01	0.07	(0.09)	0.10	0.02
18	Net profit / (loss) margin ¹¹	(0.18)	(0.01)	0.04	(0.11)	0.07	0.01

Note:

- (1) Debt equity ratio = Debt / Net worth
 (Debt or Paid-up debt capital: Non-current borrowings + Current borrowings)
 (Net worth: Paid-up equity share capital + Other equity)
- (2) Debt service coverage ratio = Profit before exceptional items, depreciation, tax and finance costs / (Finance costs + Repayment of borrowing includes repayment of long-term borrowings and repayment of short-term borrowings)
- (3) Interest service coverage ratio = Profit before exceptional items, depreciation, tax and finance costs / Finance costs
- (4) Current ratio = Current assets / Current liabilities
- (5) Long term debt to working capital = (Non-current borrowings (including current maturity of non-current borrowings)) / (Current assets less current liabilities (excluding current maturity of Non-current borrowing))
- (6) Bad Debts to Account receivable Ratio = Bad Debts / Average gross trade receivables
- (7) Current liability ratio = Total current liabilities / Total liabilities
- (8) Total debt to total assets = Debt / Total assets
- (9) Debtors turnover = Annualised sale of goods / Average gross trade receivables
- (10) Operating margin = (Profit before exceptional items and tax - Other income + Finance cost) / Total revenue from operations
- (11) Net Profit margin = Net Profit for the period / Total Income



February 10, 2026

To,

BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai - 400 001

BSE Scrip Code: **976163**

Dear Sir/Madam,

Sub: Submission of the Security Cover certificate in terms of Regulation 54 and 56 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (LODR)

Pursuant to Regulation 54(2) read with Regulation 56(1)(d) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Security Cover Certificate containing the disclosure of extent and nature of security created and maintained with respect to secured listed non-convertible debentures of the Company for the quarter and period ended December 31, 2025, is enclosed herewith in the prescribed format given in the SEBI circular no. SEBI/HO/DDHS-PoD3/P/CIR/2024/46 dated May 16, 2024.

Request you to kindly take the above on record.

Thanking you,
Yours faithfully,
For Indium Software (India) Private Limited



Pavan Raghavendra Cheruvu
Company Secretary and Compliance Officer
M. No. A66753



Encl: As above

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Security Cover Certificate as per Reg 56(1)(d) read with Reg 54(3) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

Statement on book value of assets and compliance status of financial covenants for the secured listed non-convertible securities of the Company, as at December 31, 2025

(Amount in Rs. Lakhs)

Column A	Column B	Column C	Column D	Column E	Column F	Column G	Column H	Column I	Column J	Column K	Column L	Column M	Column N	Column O	Column P
Particulars	Description of asset for which this certificate relate	Exclusive Charge	Exclusive Charge	Pari-Passu Charge	Pari-Passu Charge	Pari-Passu Charge	Assets not offered as Security	Eliminati on (amount in negative)	Debt not backed by any assets offered as security	(Total C to H) (Note 2)	Related to only those items covered by this certificate				
		Debt for which this certificate being issued	Other Secured Debt	Debt for which this certificate being issued	Assets shared by pari passu debt holder (includes debt for which this certificate is issued & other debt with pari-passu charge)	Others assets on which there is pari-Passu charge (excluding items covered in column F)	Market Value for Assets charged on Exclusive basis	Carrying book value for exclusive charge assets where market value is not ascertainable or applicable (Note 3)			Market Value for Pari passu charge Assets	Carrying value/book value for pari passu charge assets where market value is not ascertainable or	Total Value=(K+L+M+N)		
		Book Value	Book Value	Yes/No	Book Value	Book Value									
ASSETS															
Property, Plant and Equipment				No			1,236		-	1,236					
Capital Work-in Progress				No			-		-	-					
Right of Use Assets				No			3,554		-	3,554					
Goodwill				No			414		-	414					
Intangible Assets				No			1		-	1					
Intangible Assets under Development				No			147		-	147					
Investments	Investments	22,606		Yes	5,684		17,722		-	46,012		22,606	5,684	-	28,290
Leases				No					-	-					
Inventories				No					-	-					
Trade Receivables	Receivables			Yes	8,066		8,066		-	8,066				8,066	8,066
Cash and Cash Equivalents	Balances with banks in current accounts			Yes	866		866		-	866				866	866
Bank Balances other than Cash and Cash Equivalents	Balances with banks and bank deposits			Yes	964		964		-	964				964	964
Others	Advances to employees, Security Deposits, other receivable, balances with government authorities, prepaid expenses, dues from subsidiaries, Deferred tax assets, Income tax assets, other non-current assets			Yes	2,105		1,137		-	3,242				2,105	2,105
Total		22,606			17,745		24,211			64,562				12,061	40,351
LIABILITIES															
Debt securities to which this certificate pertains	Secured Non-Convertible Debentures along with interest secured	16,934		Yes	16,934			(16,934)	-	16,934					
Other debt sharing pari-passu charge with above debt									-	-					
Other Debt	vehicle loan			No			14		-	14					
Subordinated debt				No					-	-					
Borrowings				No					-	-					
Bank	Cash Credit Facility		Net to be filled	Yes	1,842				-	1,842					
Debt Securities				No					-	-					
Others				No					-	-					
Trade payables				No			1,417		-	1,417					
Lease Liabilities				No			3,641		-	3,641					
Provisions				No			3,165		-	3,165					
Others				No			31,146		-	31,146					
Total		16,934			18,776		39,383			66,159					
Cover on Book Value		1.33			0.95										

Notes:

- The Non-Convertible Debentures are secured by way of exclusive charge over the investment constituting 51% of issued equity share capital of Experion Technologies (India) Private Limited (on fully diluted basis) and pari-passu charge over the Current Assets of the Company.
- The investment value in Experion Technologies (India) Private Limited is Rs. 22,606 lakh and it excludes the IND AS adjustment value of Rs. 17,441 lakh as represented in the financial statements.
- The Bank Loan of Rs. 1,842 lakh is secured only to the extent of pari-passu charge over Trade Receivables along with the NCD holder and does not include charge over any other assets of the Company.
- Company has not performed market valuation of the investments in Experion Technologies (India) Private Limited hence has considered book value as market value as at December 31, 2025.
- All the financial covenants of listed non-convertible debentures have been complied as on December 31, 2025.
- Adequate security cover in respect of the listed non-convertible debentures has been maintained by the Company.
- The above financial information has been extracted from the unaudited standalone financial statements for the quarter and nine months ended 31 December 2025, which have been subjected to limited review.
- The Company has not issued any other debt securities apart from the NCDs as disclosed in this Security Cover Certificate. Accordingly, this disclosure is in compliance with Chapter V, Clause 1.9 of the SEBI Master Circular for Debenture Trustees dated May 16, 2024.
- The Company does not have any debt that is not backed by any assets offered as security. Accordingly, this disclosure is in compliance with Chapter V, Clause 1.9 of the SEBI Master Circular for Debenture Trustees dated May 16, 2024.
- The market value of the assets provided as security are not ascertainable. Hence, the book value is considered as the market value of the assets.

For and on behalf of Indium Software (India) Private Limited

S Ramchander
Digitally signed by S
Ramchander
Date: 2026.02.10 17:07:32
+05'30'

Name: S. Ramchander
Designation: Whole-time Director
DIN: 00266298

Place: Chennai
Date: February 10, 2026



Walker ChandioK & Co LLP

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Prestige Polygon,
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Tamil Nadu, India

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To,
The Board of Directors
Indium Software (India) Private Limited
Ganesh Chambers, Old No. 143, New No. 64,
Eldams Road, Venus Colony,
Teynampet, Chennai – 600018.

Independent Auditor's Certificate pursuant to Regulation 56(1)(d) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended) and Regulation 15(1)(t)(ii)(a) of Securities and Exchange Board of India (Debenture Trustees) Regulations, 1993 (as amended) read with Clause 3.1(a) of SEBI circular dated 19 May 2022

1. This certificate is issued in accordance with the terms of our engagement letter dated 04 November 2025 with **Indium Software (India) Private Limited** ('the Company').
2. The accompanying Statement containing details of security coverage maintained against listed secured Non-Convertible Debenture ('NCD') of the Company outstanding as at 31 December 2025 (hereinafter referred to as 'the Statement') has been prepared by the Company's Management for the purpose of submission of the Statement along with this certificate to the Debenture Trustee of the Company, pursuant to the requirements of Regulation 56(1)(d) of Securities and Exchange Board of India ('SEBI') (Listing Obligation and Disclosure Requirements) Regulations, 2015 (as amended) and Regulation 15(1)(t)(ii)(a) of Securities and Exchange Board of India (Debentures Trustee) Regulations, 1993 (as amended) read with Clause 3.1(a) of SEBI circular SEBI/HO/MIRSD/MIRSD_CRADT/CIR/P/2022/67 dated 19 May 2022 (collectively referred to as 'the Regulations'). We have initialed the Statement for identification purposes only.

Management's Responsibility for the Statement

3. The preparation of the Statement, including the preparation and maintenance of all accounting and other relevant supporting records and documents, is solely the responsibility of the Management of the Company. This responsibility includes the design, implementation and maintenance of internal control relevant to the preparation and presentation of the Statement and applying an appropriate basis of preparation; and making estimates that are reasonable in the circumstances.
4. The Management is also responsible for ensuring compliance with the requirements of the Regulations and the Debenture Trust Deed ('DTD') for the purpose of furnishing this Statement and providing all relevant information to the Debenture Trustee.



Auditor's Responsibility

5. Pursuant to requirements as referred to in paragraph 2 above, it is our responsibility to express a limited assurance in the form of a conclusion as to whether anything has come to our attention that causes us to believe that the book value of the assets included in the Statement, offered as security in respect of listed NCD of the Company outstanding as at 31 December 2025, is not in agreement, in all material aspects, with the standalone unaudited financial results of the Company, underlying books of account and other relevant records and documents maintained by the Company for the nine months ended 31 December 2025.
6. The standalone unaudited financial results of the Company for the nine months ended 31 December 2025 referred to in paragraph 5 above, have been reviewed by us, on which we have expressed an unmodified conclusion vide our review report dated 10 February 2026. Our review of the standalone unaudited financial results was conducted in accordance with the Standards on Review Engagements (SRE) 2410, Review of Interim Financial Information performed by the Independent Auditor of the Entity, issued by the Institute of Chartered Accountants of India ('the ICAI'). This standard requires that we plan and perform the review to obtain moderate assurance that the financial information is free of material misstatement. A review is limited primarily to inquiries of the Company personnel and analytical procedures applied to the financial data and thus, provides less assurance than an audit. We have not performed an audit and accordingly, we did not express an audit opinion.
7. We conducted our examination of the Statement in accordance with the Guidance Note on Reports or Certificates for Special Purposes (Revised 2016) ('the Guidance Note'), issued by the ICAI. The Guidance Note requires that we comply with the ethical requirements of the Code of Ethics issued by the ICAI.
8. We have complied with the relevant applicable requirements of the Standard on Quality Control (SQC) 1, Quality Control for Firms that Perform Audits and Reviews of Historical Financial Information, and Other Assurance and Related Services Engagements, issued by the ICAI.
9. The procedures performed in a limited assurance engagement vary in nature and timing from, and are less in extent than for, a reasonable assurance engagement; and consequently, the level of assurance obtained in a limited assurance engagement is substantially lower than the assurance that would have been obtained had a reasonable assurance engagement been performed. The procedures selected depend on the auditor's judgment, including the assessment of areas where a material misstatement of the subject matter information mentioned in paragraph 5 is likely to arise. We have performed the following procedures in relation to the Statement:
 - a) Verified the details of the ISIN, issue size, security coverage details of the listed NCD outstanding as at 31 December 2025 from the respective transaction documents and/or key information documents;
 - b) Obtained the details of the assets provided as security for the NCD and ensured that the value of the security does not breach the minimum coverage ratio for the NCD;
 - c) Traced the value of assets forming part of the Statement to the standalone unaudited financial results, underlying books of account and other relevant records and documents maintained by the Company for the nine months ended 31 December 2025;
 - d) Verified the arithmetical accuracy of the Statement; and
 - e) Performed necessary inquiries with the management and obtained necessary representations.



Walker ChandioK & Co LLP

Conclusion

10. Based on our examination and the procedures performed as per paragraph 9 above, evidences obtained, and the information and explanations given to us, along with the representations provided by the Management, nothing has come to our attention that causes us to believe that the book value of the assets included in the Statement, offered as security in respect of listed NCD of the Company outstanding as at 31 December 2025, is not in agreement with the standalone unaudited financial results of the Company, underlying books of account and other relevant records and documents maintained by the Company for the nine months ended 31 December 2025.

Restriction on distribution or use

11. Our work was performed solely to assist you in meeting your responsibilities in relation to your compliance with the requirements of the Regulations. Our obligations in respect of this certificate are entirely separate from, and our responsibility and liability is in no way changed by, any other role we may have as statutory auditors of the Company or otherwise. Nothing in this certificate, nor anything said or done in the course of or in connection with the services that are the subject of this certificate, will extend any duty of care we may have in our capacity as statutory auditors of the Company.
12. The certificate is addressed to and provided to the Board of Directors of the Company solely for the purpose of enabling it to comply with the requirements of the Regulations which, inter alia, requires it to submit this certificate along with the Statement to the Debenture Trustee of the Company, and therefore, this certificate should not be used, referred to or distributed for any other purpose or to any other party without our prior written consent. Accordingly, we do not accept or assume any liability or any duty of care for any other purpose or to any other party to whom this certificate is shown or into whose hands it may come without our prior consent in writing.

For **Walker ChandioK & Co LLP**
Chartered Accountants
Firm Registration No: 001076N/N500013



Praveen Warriar
Partner
Membership No: 214767
UDIN: 26214767OSXJZQ6896



Chennai
10 February 2026

Annexure to Independent Auditor's Certificate

Statement on book value of assets and compliance status of financial covenants for the secured listed non-convertible securities of the Company, as at December 31, 2025

(Amount in Rs. Lakhs)

Column A	Column B	Column C	Column D	Column E	Column F	Column G	Column H	Column I	Column J	Column K	Column L	Column M	Column N	Column O	Column P
Particulars	Description of asset for which this certificate relate	Exclusive Charge	Exclusive Charge	Parl-Passu Charge	Parl-Passu Charge	Parl-Passu Charge	Assets not offered as Security	Eliminati on (amount in negative)	Debt not backed by any assets offered as security	(Total C to I) (Note 2)	Related-to-only-those-items-covered-by-the-certificate-				
		Debt for which this certificate being issued	Other Secured Debt	Debt for which this certificate being issued	Assets shared by parl passu debt holder (includes debt for which this certificate is issued & other debt with parl-passu charge)	Others assets on which there is parl-Passu charge (excluding items covered in column F)	Debt amount considered more than once (due to exclusive plus parl passu charge)	Market Value for Assets charged on Exclusive basis			Carrying- /book-value-for-exclusive charge- assets where market value is not ascertainable	Market- Value-for- Parl-passu- charge-Assets	Carrying-value/book-value-for-part-passu-charge-assets-where- market-value- is-not-ascertainable-or- applicable-	Total Value=(K+L+M+ N)	
		Book Value	Book Value	Yes/No	Book Value	Book Value									
ASSETS															
Property, Plant and Equipment				No				1,238		-					
Capital Work-in Progress				No				-		-					
Right of Use Assets				No				3,554		-					
Goodwill				No				414		-					
Intangible Assets				No				1		-					
Intangible Assets under Development				No				147		-					
Investments	Investments	22,606		Yes	5,684			17,722		-					
Loans				No						-					
Inventories				No						-					
Trade Receivables	Receivables			Yes	8,086					-					
Cash and Cash Equivalents	Balances with banks in current accounts			Yes	886					-					
Bank Balances other than Cash and Cash Equivalents	Balances with banks and bank deposits			Yes	984					-					
Others	Advances to employees, Security Deposits, other receivable, balances with government authorities, prepaid expenses, other financial assets, Deferred tax assets, Income tax assets, other non-current assets			Yes	2,105			1,137		-					
Total		22,606				17,745		24,211							
LIABILITIES															
Debt securities to which this certificate pertains	Secured Non- Convertible Debentures along with interest accrued	16,934		Yes	16,934				(16,934)						
Other debt sharing pari- passu charge with above debt				No						-					
Other Debt				No				14		-					
Subordinated debt				No						-					
Borrowings				No						-					
Bank	Cash Credit Facility		Not to be filled	Yes	1,842					-					
Debt Securities				No						-					
Others				No						-					
Trade payables				No				1,417		-					
Lease Liabilities				No				3,841		-					
Provisions				No				3,185		-					
Others				No				31,148		-					
Total		16,934				18,776		39,383							
Cover on Book Value		1.33				0.95									

Notes:

- The Non-Convertible Debentures are secured by way of exclusive charge over the investment constituting 51% of issued equity share capital of Experion Technologies (India) Private Limited (on fully diluted basis) and pari-passu charge over the current assets of the Company.
- The investment value in Experion Technologies (India) Private Limited is Rs. 22,606 lakh and it includes the derivative liability value of Rs. 17,441 lakh as represented in the financial statements.
- The Bank Loan of Rs. 1,842 lakh is secured only to the extent of pari-passu charge over Trade Receivables along with the NCD holder and does not include charge over any other assets of the Company.
- Company has not performed market valuation of the investments in Experion Technologies (India) Private Limited hence has considered book value as the market value as at 31 December 2025.
- Adequate security cover in respect of the listed non-convertible debentures has been maintained by the Company.
- The above financial information has been extracted from the standalone unaudited financial results of the Company for the quarter and nine months ended 31 December 2025, which have been subjected to limited review.
- The Company has not issued any other debt securities apart from the NCDs as disclosed in this Security Cover Certificate. Accordingly, this disclosure is in compliance with Chapter V, Clause 1.9 of the SEBI Master Circular for Debenture Trustees dated May 16, 2024.
- The Company does not have any debt that is not backed by any assets offered as security. Accordingly, this disclosure is in compliance with Chapter V, Clause 1.9 of the SEBI Master Circular for Debenture Trustees dated May 16, 2024.

For and on behalf of the board of directors of Indium Software (India) Private Limited

S Ramchander Digitally signed by S Ramchander Date: 2026.02.10 17:14:01 +05'30'

S. Ramchander
Whole-Time Director
DIN : 00266298
Place: Chennai
Date: 10 February 2026



Walker ChandioK & Co LLP

11th floor, A wing,
Prestige Polygon,
471 Anna Salai, Teynampet,
Chennai - 600 035
Tamil Nadu, India

T +91 44 4294 0099

F +91 44 4294 0044

To,
The Board of Directors
Indium Software (India) Private Limited
Ganesh Chambers, Old No 143, New No. 64
Eldams Road, Venus Colony
Teynampet Chennai – 600018.

Independent Auditor's Certificate on compliance with financial covenants of the listed Non-convertible debt securities ('NCD') pursuant to Regulation 56(1)(d) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended) and Regulation 15(1)(t)(ii)(a) of Securities and Exchange Board of India (Debenture Trustees) Regulations, 1993 (as amended) read with Clause 7 of SEBI circular dated 19 May 2022

1. This certificate is issued in accordance with the terms of our engagement letter dated 04 November 2025 with **Indium Software (India) Private Limited** ('the Company').
2. The accompanying Statement containing details of the Company's compliance with the financial covenants as per the terms of the Debenture Trust Deed ('DTD') of the listed NCD of the Company outstanding as at 31 December 2025 (hereinafter referred to as 'the Statement') has been prepared by the Company's Management for the purpose of submission of the Statement along with this certificate to the Debenture Trustee of the Company, pursuant to the requirements of Regulation 56(1)(d) of Securities and Exchange Board of India ('SEBI') (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended) and Regulation 15(1)(t)(ii)(a) of Securities and Exchange Board of India (Debenture Trustees) Regulation, 1993 (as amended) read with Clause 7 of SEBI circular SEBI/HO/MIRSD/MIRSD_CRADT/CIR/P/2022/67 dated 19 May 2022 (collectively referred to as 'the Regulations'). We have initialled the Statement for identification purposes only.

Management's Responsibility for the Statement

3. The preparation of the Statement, including the preparation and maintenance of all accounting and other relevant supporting records and documents, is solely the responsibility of the Management of the Company. This responsibility includes the design, implementation and maintenance of internal control relevant to the preparation and presentation of the Statement and applying an appropriate basis of preparation; and making estimates that are reasonable in the circumstances.
4. The Management is also responsible for ensuring the compliance with the requirements of the Regulations and the DTD for the purpose of furnishing this Statement and for providing all relevant information to the Debenture Trustee.



Auditor's Responsibility

5. Pursuant to requirements of the Regulations, it is our responsibility to express limited assurance in the form of a conclusion as to whether anything has come to our attention that causes us to believe that the details included in the accompanying Statement with respect to the compliance with the financial covenants is not as per the terms of the DTD of the listed NCD of the Company outstanding as at 31 December 2025 and the amounts used in computation of such financial covenants are not in agreement with the unaudited consolidated financial information of the Company, underlying books of accounts and other relevant records and documents maintained by the Company for the nine months ended 31 December 2025.
6. The unaudited consolidated financial information of the Company, underlying books of accounts and other records and documents maintained by the Company for the nine months ended 31 December 2025 as mentioned in paragraph 5 above have not subjected to either audit or review.
7. We conducted our examination of the Statement in accordance with the Guidance Note on Reports or Certificates for Special Purposes (Revised 2016) ('the Guidance Note') issued by the ICAI. The Guidance Note requires that we comply with the ethical requirements of the Code of Ethics issued by the ICAI.
8. We have complied with the relevant applicable requirements of the Standard on Quality Control (SQC) 1, Quality Control for Firms that Perform Audits and Reviews of Historical Financial Information, and Other Assurance and Related Services Engagements, issued by the ICAI.
9. The procedures performed in a limited assurance engagement vary in nature and timing from, and are less in extent than for, a reasonable assurance engagement; and consequently, the level of assurance obtained in a limited assurance engagement is substantially lower than the assurance that would have been obtained had a reasonable assurance engagement been performed. The procedures selected depend on the auditor's judgment, including the assessment of areas where a material misstatement of the subject matter information mentioned in paragraph 5 is likely to arise. We have performed the following procedures in relation to the Statement:
 - a) Obtained the details of the financial covenants as stated in the DTD in respect of the listed NCD of the Company outstanding as at 31 December 2025;
 - b) Obtained the unaudited consolidated financial information for the nine months ended 31 December 2025 which has been prepared and certified by the Management and which have not been subjected to either audit or review;
 - c) Understood the basis of computation of such financial covenants and verified that the computation of financial covenants as on 31 December 2025 is in accordance with the basis of computation as mentioned in the DTD and the amounts used in computation of such financial covenants are in agreement with the above mentioned unaudited consolidated financial information for the nine months ended 31 December 2025;
 - d) Verified the arithmetical accuracy of the Statement; and
 - e) Obtained necessary representations from the management.
10. With respect to covenants other than financial covenants, we have only obtained representation from the Management confirming that the Company has complied with all the other covenants including ownership, rating, affirmative, reporting and negative covenants, as prescribed in the DTD, as at 31 December 2025. We have solely relied on the same.



Walker ChandioK &Co LLP

Conclusion

11. Based on our examination and the procedures performed as per paragraph 9 above, evidences obtained, and the information and explanations given to us, along with the representations provided by the Management, nothing has come to our attention that causes us to believe that the details included in the Statement with respect to compliance with the financial covenants as per the terms of the DTD of the listed NCD of the Company outstanding as at 31 December 2025 and the amounts used in the computation of such financial covenants are not in agreement, in all material respects, with the unaudited consolidated financial information of the Company, underlying books of accounts and other relevant records and documents maintained by the Company for the nine months ended 31 December 2025.

Restriction on distribution or use

12. Our work was performed solely to assist you in meeting your responsibilities in relation to your compliance with the requirements of the Regulations. Our obligations in respect of this certificate is entirely separate from, and our responsibility and liability is in no way changed by, any other role we may have as the statutory auditors of the Company or otherwise. Nothing in this certificate, nor anything said or done in the course of or in connection with the services that are the subject of this certificate, will extend any duty of care we may have in our capacity as statutory auditors of the Company.
13. The certificate is addressed to and provided to the Board of Directors of the Company solely for the purpose of enabling it to comply with the requirements of the Regulations, which inter alia, require it to submit this certificate along with the Statement to the Debenture Trustee of the Company, and therefore, this certificate should not be used, referred to or distributed for any other purpose or to any other party without our prior written consent. Accordingly, we do not accept or assume any liability or any duty of care for any other purpose or to any other person to whom this certificate is shown or into whose hands it may come without our prior consent in writing.

For **Walker ChandioK & Co LLP**

Chartered Accountants

Firm's Registration No.: 001076N/N500013



Praveen Warriar

Partner

Membership No.: 214767

UDIN: 26214767RFFHJX1419



Chennai

10 February 2026

Statement of Compliance of Covenants for Non-convertible debt securities as at 31 December 2025

S.No	ISIN	Covenants	Management Declaration
1	INE04ZW07019	1. Group Interest Service Cover - 2:1 Interest Service Coverage Ratio (ISCR) $\geq 2.0x$	Complied
		2. Leverage Ratio Leverage ratio not to exceed 3.50:1	Complied
		3. Liquidity On a consolidated level, minimum liquidity of INR 4,200 lakhs	Complied

For and on behalf of the board of directors of
Indium Software (India) Private Limited

S

Ramchander

Digitally signed by S
Ramchander
Date: 2026.02.10
17:11:56 +05'30'

S. Ramchander
Whole-Time Director
DIN : 00266298
Place: Chennai
Date: 10 February 2026



January 05, 2026

To,

BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai - 400 001

BSE Scrip Code: **976163**

Dear Sir/Madam,

Sub: Statement of utilization of issue proceeds under Regulation 52 (7) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Pursuant to Regulation 52(7) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we herewith enclose statement of utilization of issue proceeds of Non-Convertible Debentures ("NCD") issued by the Company and the statement of deviation/variation, if any, in use of issue proceeds for the quarter ended December 31, 2025.

This is for your information and records.

Thanking you,
Yours faithfully,
For Indium Software (India) Private Limited



Pavan Raghavendra Cheruvu
Company Secretary and Compliance Officer
M. No. A66753



Encl: As above

INDIUM SOFTWARE (INDIA) PRIVATE LIMITED

CIN: U72200TN1999PTC042263

Regd. Office: No.64, "Ganesh Chambers", Eldams Road, Teynampet, Chennai - 600 018

Bangalore Office: #502, 5th Floor, Southern Wing (B - Wing), Embassy Prime, Dr. APJ Abdul Kalam Road,
Krishnappa Garden, C V Raman Nagar, Bengaluru - 560093

Statement indicating utilisation and deviation/ variation, if any, in the use of proceeds of issue of listed non-convertible securities,

A. Statement of utilization of issue proceeds:

Name of the Issuer	ISIN	Mode of Fund Raising (Public issues/ Private placement)	Type of instrument	Date of raising funds	Amount Raised (Rs. in crs)	Funds utilized (Rs. in crs)	Any deviation (Yes/ No)	If 8 is Yes, then specify the purpose of for which the funds were utilized	Remarks, if any
1	2	3	4	5	6	7	8	9	10
Indium Software (India) Private Limited	INE04ZW07019	Private Placement	Non-Convertible Debenture	07-11-2024	168	168	No	N.A	NIL

B. Statement of deviation/ variation in use of Issue proceeds:

Name of listed entity	Indium Software (India) Private Limited
Mode of fund raising	Private Placement
Type of instrument	Non-Convertible Debenture
Date of raising funds	07-11-2024
Amount raised (in crs)	168.00
Report filed for quarter ended	December 31, 2025
Is there a deviation/ variation in use of funds raised?	No
Whether any approval is required to vary the objects of the issue stated in the prospectus/ offer document?	N.A
If yes, details of the approval so required?	N.A
Date of approval	N.A
Explanation for the deviation/ variation	N.A
Comments of the audit committee after review	N.A
Comments of the auditors, if any	N.A
Objects for which funds have been raised and where there has been a deviation/ variation, in the following table:	The proceeds of the issuance were raised and utilized for acquisition of shares of a company.

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Original Object	Modified object, if any	Original Allocation (Rs. in crs)	Modified Allocation, if any	Funds Utilised	Amount of deviation/variation for the quarter according to applicable object (in Rs. Crore and in %)	Remarks, if any
NA	NA	NA	NA	NA	NA	NA

Deviation could mean:

- Deviation in the objects or purposes for which the funds have been raised.
- Deviation in the amount of funds actually utilized as against what was originally disclosed.

For Indium Software (India) Private Limited



Pavan Raghavendra Cheruvu
Company Secretary and Compliance Officer
M. No. A66753

Date: 05-01-2026

INDIUM SOFTWARE (INDIA) PRIVATE LIMITED

CIN: U72200TN1999PTC042263

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