# Independent Auditor's Report

**To The Members of Indegene Limited**

**Report on the Audit of the Consolidated Financial Statements**

## Opinion

We have audited the accompanying consolidated financial statements of **Indegene Limited** ("the Parent" or "Parent Company") and its subsidiaries, (the Parent and its subsidiaries together referred to as the "Group") which comprise the Consolidated Balance Sheet as at March 31, 2026, and the Consolidated Statement of Profit and Loss (including Other Comprehensive Income), the Consolidated Statement of Cash Flows and the Consolidated Statement of Changes in Equity for the year ended on that date, and notes to the financial statements, including a summary of material accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid consolidated financial statements give the information required by the Companies Act, 2013 (the "Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act, ("Ind AS") and other accounting principles generally accepted in India, of the consolidated state of affairs of the Group as at March 31, 2026, and their consolidated profit, their consolidated other comprehensive income, their consolidated cash flows and their consolidated changes in equity for the year ended on that date.

## Basis for Opinion

We conducted our audit of the consolidated financial statements in accordance with the Standards on Auditing ("SA"s) specified under Section 143(10) of the Act. Our responsibilities under those Standards are further described in the Auditor's Responsibility for the Audit of the Consolidated Financial Statements section of our report. We are independent of the Group, its associates and joint ventures in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India ("ICAI") together with the ethical requirements that are relevant to our audit of the consolidated financial statements under the provisions of the Act and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our audit opinion on the consolidated financial statements.

## Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the consolidated financial statements of the current period. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined the matters described below to be the key audit matters to be communicated in our report.

| Sr. No. | Key Audit Matter | Auditor's Response |
|---|---|---|
| 1 | **Revenue Recognition for fixed price contract:**<br><br>**(Refer Note 2(iv)(i), 3.10 and 20 of the Consolidated Financial Statements)**<br><br>The Group's contracts with customers under the fixed price contracts include contracts with customer which are recognised either (1) on a straight-line basis when services are performed through an indefinite number of repetitive acts over a specified period, unless some other method better represent the stage of completion (2) using a percentage of completion method when the pattern of benefits from services rendered to the customer and the Company's costs to fulfil the contract is not even through the period of contract because the services are generally discrete in nature and not repetitive. (3) recognized based on the Group's right to invoice for services performed for contracts in which the invoicing is representative of the value being delivered.<br><br>As these contracts with customers involve significant management's judgment with respect to identification of distinct performance obligation and timing and method of the revenue recognition, the same has been identified as a Key Audit Matter. | Our key audit procedures included the following.<br><br>(i) Evaluated the Group's revenue recognition accounting policies and compliance with applicable accounting standard.<br><br>(ii) We have performed walkthrough and obtained the detailed understanding of Group's revenue recognition process.<br><br>(iii) We tested the design, implementation and operating effectiveness of Group's internal financial controls with respect to revenue recognition process.<br><br>(iv) Evaluated the integrity of the general information and technology control environment and tested the operating effectiveness of IT controls over recognition of revenue.<br><br>(v) We have performed substantive testing by selecting samples of revenue recorded during the year and verifying the underlying documents which include, customer contracts (master service agreement and/or statement of work), and other supporting documents |
| 2. | **Business Combinations:**<br><br>**(Refer note 2(iv)(iv), 3.4 and Note 7 of the Consolidated financial statements)**<br><br>The Company has acquired the business of BioPharm Parent Holding Inc. ('BioPharm') for which the purchase price allocation has been finalised during the year. The aggregate purchase consideration was allocated to identifiable net tangible and intangible assets based upon their fair values which led to the recognition of goodwill of Rs. 6,429 million. The Company's accounting for the acquisition included determining the fair value of the assets acquired, which primarily included customer relationship, intellectual property. Brand and customer contracts.<br><br>Given the significance of amounts involved and significant estimates and judgements involved, we determined this to be an area of focus for our audit. | Our key audit procedures included the following.<br><br>(i) Read the signed share purchase agreements and other related documents to obtain an understanding of the acquisition and the key terms and conditions.<br><br>(ii) We tested the design, implementation and operating effectiveness of relevant internal controls over accounting for business combination.<br><br>(iii) Read and analysed the report of the management expert supporting the identification and valuation of intangible assets such as customer relationship, intellectual property, brand, customer contract etc.<br><br>(iv) Evaluated the competence, capability and objectivity of the management expert engaged by the Company and reviewed the purchase price allocation report issued by such specialist.<br><br>(v) Obtained an understanding and tested the reasonableness of the management's cash flow projections including the input data considered with the underlying documents/information provided by the management.<br><br>(vi) With the assistance of our valuation specialists, assessed the appropriateness of the valuation methodologies and the reasonableness of key assumptions and judgements made by the management and valuers.<br><br>(vii) Evaluated whether appropriate disclosures have been included in the consolidated financial statements. |





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

- The Parent Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Director's report, but does not include the consolidated financial statements, standalone financial statements and our auditor's report thereon which we obtained prior to the date of this auditor's report, and the Management Discussion and Analysis Report, Corporate Governance Report and Business Responsibility and Sustainability Report, which is expected to be made available to us after that date.
- Our opinion on the consolidated financial statements does not cover the other information and 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 during the course of our audit or otherwise appears to be materially misstated.
- If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.
- When we read the Management Discussion and Analysis Report, Corporate Governance Report and Business Responsibility and Sustainability Report, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance as required under SA 720 'The Auditor's responsibilities Relating to Other Information.

## Responsibilities of Management and Board of Directors for the Consolidated Financial Statements

The Parent's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these consolidated financial statements that give a true and fair view of the consolidated financial position, consolidated financial performance including other comprehensive income, consolidated cash flows and consolidated changes in equity of the Group in accordance with the accounting principles generally accepted in India, including Ind AS specified under section 133 of the Act. The respective 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 the Group 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 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 Directors of the Parent 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 the respective entities 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 intend to liquidate their respective entities 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 also responsible for overseeing the financial reporting process of the Group.

## Auditor's Responsibility 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 financial controls 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 Parent Company has adequate internal financial controls with reference to consolidated financial statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the ability of the Group 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 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.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the audit of the financial statements of such branches or entities or business activities included in the consolidated financial statements of which we are the independent auditors.

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

We communicate with those charged with governance of the Paret Company and such other entities included in the consolidated financial statements of which we are the independent auditors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal financial controls 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.

### Other Matters

We did not audit the financial statements of 1 subsidiary and 8 Step down subsidiaries, whose financial statements reflect total assets of Rs. 991 million as at March 31, 2026, total revenues of Rs. 980 million and net cash inflows amounting to Rs. 385 million for the year ended on that date, as considered in the consolidated financial statements. These financial statements are unaudited and have been furnished to us by the Management and our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries, is based solely on such unaudited financial statements. In our opinion and according to the information and explanations given to us by the Management, these financial statements are not material to the Group.

Our opinion on the consolidated financial statements above and our report on Other Legal and Regulatory Requirements below, is not modified in respect of the above matters with respect to the financial statements certified by the Management.

### Reporting on comparatives audited by the predecessor auditor

The consolidated financial statements of the Company for the year ended March 31, 2025, were audited by predecessor auditor who expressed an unmodified opinion on those financial statements on April 28, 2025.

Our opinion on the consolidated financial statements is not modified in respect of this matter.

### Report on Other Legal and Regulatory Requirements

1. As required by Section 143(3) of the Act, based on our audit 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 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 by the Group including relevant records so far as it appears from our examination of those books.

    c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss including Other Comprehensive Income, the Consolidated Statement of Cash Flows and the Consolidated Statement of Changes in Equity 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 Parent Company as on March 31, 2026 taken on record by the Board of Directors of the Company none of the directors of the Group companies is disqualified as on March 31, 2026 from being appointed as a director in terms of Section 164 (2) of the Act.

    f) With respect to the adequacy of the internal financial controls with reference to consolidated financial statements and the operating effectiveness of such controls, refer to our separate Report in "Annexure A" which is based on the auditors' reports of the Parent Company. Our report expresses an unmodified opinion on the adequacy and operating effectiveness of internal financial controls with reference to consolidated financial statements of the Parent Company.

    g) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended, in our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Parent Company to their directors during the year is in accordance with the provisions of section 197 of the Act.

    h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended in our opinion and to the best of our information and according to the explanations given to us:

        i. The consolidated financial statements disclose the impact of pending litigations on the consolidated financial position of the Group, Refer Note 33 to the consolidated financial statements.

        ii. The Group 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.

        iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Parent Company

iv. (a) The Management of the Parent Company incorporated in India, whose financial statements have been audited under the Act, have represented to us that, to the best of their knowledge and belief, except as disclosed in the note 39 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 Parent Company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Parent Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(b) The Management of the Parent Company incorporated in India, whose financial statements have been audited under the Act, have represented to us that, to the best of their knowledge and belief, as disclosed in the note 39 to the consolidated financial statements, no funds have been received by the Parent Company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Parent 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 Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(c) Based on the audit procedures performed that have been considered reasonable and appropriate in the circumstances performed by us, nothing has come to our notice that has caused us or the other auditors to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material misstatement.

v. The final dividend proposed in the previous year, declared and paid by the Parent Company is in accordance with section 123 of the Act, as applicable.

As stated in note 42 to the consolidated financial statements, the Board of Directors of the Parent Company have proposed final dividend for the year which is subject to the approval of the members of the Parent Company at the ensuing Annual General Meetings. Such dividend proposed is in accordance with section 123 of the Act, as applicable.

vi. Based on our examination which included test checks, the Parent Company have used accounting software systems for maintaining their respective books of account for the financial year ended March 31, 2026 which have the feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software systems.

Further, during the course of audit, we have not come across any instance of the audit trail feature being tampered with. Additionally, the audit trail, to the extent enabled, has been preserved by the Parent Company as per the statutory requirements for record retention.

2. With respect to the matters specified in Clause (xxi) of paragraph 3 and paragraph 4 of the Companies (Auditor's Report) Order, 2020 ("the Order") issued by the Central Government in terms of Section 143(11) of the Act, according to the information and explanations given to us, and based on the audit report under section 143 issued by us and the auditors of respective companies included in the consolidated financial statements, as provided to us by the Management of the Parent Company, we report that CARO is applicable only to the Parent Company and not to any other company included in the consolidated financial statements. We have not reported any qualification or adverse remark in the CARO report of the Parent.

For **Deloitte Haskins & Sells**
Chartered Accountants
Firm's Registration No. 008072S

**Sathya P Koushik**
Partner
Membership No.: 206920
UDIN: 26206920BBCUJS3677

Place: Bengaluru
Date: April 29, 2026

# Annexure A

to the independent auditor's report

**(Referred to in paragraph 1 (f) under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)**

**Report on the Internal Financial Controls with reference to consolidated financial statements under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 (the "Act")**

In conjunction with our audit of the consolidated Ind AS financial statements of the Company as at and for the year ended March 31, 2026, we have audited the internal financial controls with reference to consolidated financial statements of Indegene Limited (hereinafter referred to as the "Parent"), as of that date.

## Management's and Board of Directors' Responsibilities for Internal Financial Controls

The Company's management and Board of Directors of the Parent, are responsible for establishing and maintaining internal financial controls with reference to consolidated financial statements based on the internal control with reference to consolidated 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 "ICAI)". These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to the Parent's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

## Auditor's Responsibility

Our responsibility is to express an opinion on the Parent's internal financial controls with reference to consolidated financial statements based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") issued by the Institute of Chartered Accountants of India and the Standards on Auditing, prescribed under Section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls with reference to consolidated 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 consolidated financial statements was established and maintained and if such controls operated effectively in all material respects.

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

## Meaning of Internal Financial Controls with reference to consolidated financial statements

A company's internal financial control with reference to consolidated financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control with reference to consolidated financial statements includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

## Inherent Limitations of Internal Financial Controls with reference to consolidated financial statements

Because of the inherent limitations of internal financial controls with reference to consolidated financial statements, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls with reference to consolidated financial statements to future periods are subject to the risk that the internal financial control with reference to consolidated financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

## Opinion

In our opinion to the best of our information and according to the explanations given to us, the Parent, has, in all material respects, an adequate internal financial controls with reference to consolidated financial statements and such internal financial controls with reference to consolidated financial statements were operating effectively as at March 31, 2026, based on the internal control with reference to consolidated 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.

For **Deloitte Haskins & Sells**
Chartered Accountants
Firm's Registration No. 008072S

**Sathya P Koushik**
Partner
Membership No.: 206920
UDIN: 26206920BBCUJS3677

Place: Bengaluru
Date: April 29, 2026

# Consolidated Balance Sheet

(All amounts in ₹ millions, except share data and where otherwise stated)

| | Note | As at 31 March 2026 | As at 31 March 2025 |
|---|---|---|---|
| **Assets** | | | |
| **Non-current assets** | | | |
| Property, plant and equipment | 4a | 586 | 402 |
| Capital work-in-progress | 4b | 118 | 36 |
| Right-of-use assets | 5 | 1,354 | 947 |
| Goodwill | 6 | 11,343 | 3,565 |
| Other intangible assets | 6 | 4,833 | 1,862 |
| Financial assets | | | |
| Loan | 8 | - | - |
| Other financial assets | 9 | 804 | 133 |
| Deferred tax assets (net) | 31 | 768 | 898 |
| Non-current tax assets (net) | | 172 | 91 |
| Other non-current assets | 10 | 41 | 25 |
| **Total non-current assets** | | **20,019** | **7,959** |
| **Current assets** | | | |
| Financial assets | | | |
| Investments | 11 | 10,995 | 12,897 |
| Trade receivables | 12 | | |
| Billed | | 7,702 | 6,322 |
| Unbilled | | 2,116 | 1,192 |
| Cash and cash equivalents | 13 | 3,008 | 2,410 |
| Bank balance other than cash and cash equivalents | 14 | 811 | 1,336 |
| Other financial assets | 9 | 103 | 126 |
| Current tax assets (net) | | 65 | - |
| Other current assets | 10 | 1,384 | 1,017 |
| **Total current assets** | | **26,184** | **25,300** |
| **Total assets** | | **46,203** | **33,259** |
| **Equity and liabilities** | | | |
| **Equity** | | | |
| Equity Share capital | 15(a) | 481 | 479 |
| Other equity | 15(b) | 30,906 | 25,677 |
| **Total equity** | | **31,387** | **26,156** |
| **Liabilities** | | | |
| **Non-current liabilities** | | | |
| Financial liabilities | | | |
| Lease liabilities | 5 | 1,050 | 724 |
| Other financial liabilities | 16 | 2,031 | 149 |
| Provisions | 17 | 873 | 585 |
| **Total non-current liabilities** | | **3,954** | **1,458** |
| **Current liabilities** | | | |
| Financial liabilities | | | |
| Lease liabilities | 5 | 394 | 292 |
| Trade payables | 18 | | |
| Total outstanding dues of micro enterprises and small enterprises and | | 26 | 17 |
| Total outstanding dues of other than micro enterprises and small enterprises | | 1,781 | 917 |
| Other financial liabilities | 16 | 3,055 | 1,151 |
| Other current liabilities | 19 | 4,325 | 2,510 |
| Provisions | 17 | 798 | 677 |
| Current tax liabilities (net) | | 483 | 81 |
| **Total current liabilities** | | **10,862** | **5,645** |
| **Total liabilities** | | **14,816** | **7,103** |
| **Total equity and liabilities** | | **46,203** | **33,259** |

The accompanying notes form an integral part of the consolidated financial statements.

As per our report of even date attached
for **Deloitte Haskins & Sells**
Chartered Accountants
Firm's registration number: 008072S

for and on behalf of the Board of Directors of
**Indegene Limited**

**Sathya P Koushik**
Partner
Membership number:206920
Place: Bengaluru
Date: 29 April 2026

**Manish Gupta**
Chief Executive Officer and Executive Director
DIN: 00219273
Place: Bengaluru
Date: 29 April 2026

**Dr. Sanjay Parikh**
Executive Director
DIN: 00219278
Place: Bengaluru
Date: 29 April 2026

**Suhas Prabhu**
Chief Financial Officer
Place: Bengaluru
Date: 29 April 2026

**Srishti Kaushik**
Company Secretary
Place: Bengaluru
Date: 29 April 2026





# Consolidated Statement of Profit and Loss

(All amounts in ₹ millions, except share data and where otherwise stated)

| Particulars | Note | For the year ended 31 March 2026 | For the year ended 31 March 2025 |
|---|---|---|---|
| **Income** | | | |
| Revenue from operations | 20 | 35,105 | 28,393 |
| Other income | 21 | 720 | 1,072 |
| **Total income** | | **35,825** | **29,465** |
| **Expenses** | | | |
| Employee benefits expense | 22 | 21,977 | 18,152 |
| Finance costs | 23 | 193 | 220 |
| Depreciation and amortisation expense | 24 | 1,264 | 802 |
| Other expenses | 25 | 6,938 | 4,898 |
| **Total expenses** | | **30,372** | **24,072** |
| **Profit before exceptional items and tax** | | **5,453** | **5,393** |
| Exceptional item | 37 | (203) | - |
| **Profit before tax** | | **5,250** | **5,393** |
| Tax expense | | | |
| Current tax | 31 | 1,763 | 1,491 |
| Deferred tax | 31 | (524) | (165) |
| | | **1,239** | **1,326** |
| **Profit for the year** | | **4,011** | **4,067** |
| **Other Comprehensive Income (OCI), net of taxes** | | | |
| **Items that will not be reclassified subsequently to the statement of profit or loss:** | | | |
| Remeasurement of defined benefit obligation | | 41 | (21) |
| Deferred tax relating to items that will not be reclassified to profit and loss | | (10) | 5 |
| **Items that will be reclassified subsequently to the statement of profit or loss:** | | | |
| Exchange differences on translating the financial statements of foreign operations | | 1,412 | 272 |
| Net change in fair value of forward contracts designated as cash flow hedges | | (66) | - |
| Deferred tax relating to items that will be classified to profit and loss | | 17 | - |
| **Total Other Comprehensive Income for the year (net of tax)** | | **1,394** | **256** |
| **Total Comprehensive Income for the year** | | **5,405** | **4,323** |
| **Profit for the year attributable to:** | | | |
| Owners of the Parent | | 4,011 | 4,067 |
| | | **4,011** | **4,067** |
| **Other Comprehensive Income for the year attributable to:** | | | |
| Owners of the Parent | | 1,394 | 256 |
| | | **1,394** | **256** |
| **Total comprehensive income for the year attributable to:** | | | |
| Owners of the Parent | | 5,405 | 4,323 |
| | | **5,405** | **4,323** |
| **Earning per equity share (face value ₹ 2 each)** | 32 | | |
| Basic (in ₹) | | 16.72 | 17.15 |
| Diluted (in ₹) | | 16.62 | 17.02 |

The accompanying notes form an integral part of the consolidated financial statements.

As per our report of even date attached
for **Deloitte Haskins & Sells**
Chartered Accountants
Firm's registration number: 008072S

for and on behalf of the Board of Directors of
**Indegene Limited**

**Sathya P Koushik**
Partner
Membership number:206920
Place: Bengaluru
Date: 29 April 2026

**Manish Gupta**
Chief Executive Officer and Executive Director
DIN: 00219273
Place: Bengaluru
Date: 29 April 2026

**Dr. Sanjay Parikh**
Executive Director
DIN: 00219278
Place: Bengaluru
Date: 29 April 2026

**Suhas Prabhu**
Chief Financial Officer
Place: Bengaluru
Date: 29 April 2026

**Srishti Kaushik**
Company Secretary
Place: Bengaluru
Date: 29 April 2026

# Consolidated Statement of Changes in Equity

(All amounts in ₹ millions, except share data and where otherwise stated)

| Equity share capital | As at 31 March 2026 | | As at 31 March 2025 | |
|---|---|---|---|---|
| | Number of shares | Amount | Number of shares | Amount |
| Balance as at the beginning of the year | 239,635,254 | 479 | 222,062,383 | 444 |
| Add: Fresh issue of IPO shares (refer note 15a) | - | - | 16,833,818 | 34 |
| Add: Issued during the year (refer note 15a) | 893,392 | 2 | 739,053 | 1 |
| **Balance at the end of the reporting year** | **240,528,646** | **481** | **239,635,254** | **479** |

| Other Equity | Share application money pending allotment | Reserves and surplus | | | Other components of equity | | Total Other equity attributable to equity holders of the Company |
|---|---|---|---|---|---|---|---|
| | | Securities premium | Share based payment reserve | Retained earnings | Foreign currency translation reserve | Cash flow hedges | |
| **Balance as at 01 April 2024** | **-** | **2,469** | **314** | **10,725** | **339** | **-** | **13,847** |
| Total comprehensive income for the year | | | | | | | |
| Add : Profit for the year | - | - | - | 4,067 | - | - | 4,067 |
| Add : Other Comprehensive Income (net of tax) for the year (refer note 30) | - | - | - | (16) | 272 | - | 256 |
| **Total comprehensive income for the year** | **-** | **-** | **-** | **4,051** | **272** | **-** | **4,323** |
| Issue of equity shares on exercise of options | - | 204 | (132) | - | - | - | 72 |
| Premium on shares issued during the year by way of Initial Public Offer* | - | 7,575 | - | - | - | - | 7,575 |
| Share premium adjusted towards Initial Public Offer expenses (refer note 40) | - | (319) | - | - | - | - | (319) |
| Share application money received pending allotment | 9 | | | | | - | 9 |
| Compensation cost related to equity settled share based payment (refer note 22) | - | - | 170 | - | - | - | 170 |
| | **9** | **7,460** | **38** | **4,051** | **272** | **-** | **11,830** |
| **Balance as at 31 March 2025** | **9** | **9,929** | **352** | **14,776** | **611** | **-** | **25,677** |
| **Balance as at 01 April 2025** | **9** | **9,929** | **352** | **14,776** | **611** | **-** | **25,677** |
| Total comprehensive income for the year | | | | | | | |
| Add : Profit for the year | - | - | - | 4,011 | - | | 4,011 |
| Add : Other Comprehensive Income (net of tax) for the year (refer note 27 and 30) | - | - | - | 31 | 1,412 | (49) | 1,394 |
| **Total comprehensive income for the year** | **-** | **-** | **-** | **4,042** | **1,412** | **(49)** | **5,405** |
| Issue of equity shares on exercise of options | (9) | 207 | (150) | - | - | - | 48 |
| Dividend | - | - | - | (480) | - | - | (480) |
| Share premium adjusted towards Initial Public Offer expenses (refer note 40) | - | ^ | - | - | - | - | ^ |
| Transfer of foreign currency translation reserve on closure of foreign operations | - | - | - | (3) | - | - | (3) |
| Share application money received pending allotment | 3 | - | - | - | - | - | 3 |
| Compensation cost related to equity settled share based payment (refer note 22) | - | - | 256 | - | - | - | 256 |
| | **(6)** | **207** | **106** | **3,559** | **1,412** | **(49)** | **5,229** |
| **Balance as at 31 March 2026** | **3** | **10,136** | **458** | **18,335** | **2,023** | **(49)** | **30,906** |

*Adjusted for employee discount on Initial Public Offer.

The accompanying notes form an integral part of the consolidated financial statements.

As per our report of even date attached
for **Deloitte Haskins & Sells**
Chartered Accountants
Firm's registration number: 008072S

for and on behalf of the Board of Directors of
**Indegene Limited**

**Sathya P Koushik**
Partner
Membership number:206920
Place: Bengaluru
Date: 29 April 2026

**Manish Gupta**
Chief Executive Officer and Executive Director
DIN: 00219273
Place: Bengaluru
Date: 29 April 2026

**Dr. Sanjay Parikh**
Executive Director
DIN: 00219278
Place: Bengaluru
Date: 29 April 2026

**Suhas Prabhu**
Chief Financial Officer
Place: Bengaluru
Date: 29 April 2026

**Srishti Kaushik**
Company Secretary
Place: Bengaluru
Date: 29 April 2026





# Consolidated Statement of Cashflows

(All amounts in ₹ millions, except share data and where otherwise stated)

| Particulars | For the year ended 31 March 2026 | For the year ended 31 March 2025 |
|---|---|---|
| **A. Cash flows from operating activities** | | |
| Profit before tax for the year | 5,250 | 5,393 |
| **Adjustments to reconcile profit for the year to net cash generated from operating activities:** | | |
| Depreciation and amortisation expense | 1,265 | 802 |
| Finance costs | 159 | 194 |
| Gain due to change in contingent consideration | - | (162) |
| Exceptional items - Provision for litigation expenses | 203 | - |
| Interest income and dividend income | (363) | (501) |
| Loss allowance on loan | - | 135 |
| Net gain on disposal / fair valuation of investments | (300) | (292) |
| Gain on termination of lease | (9) | - |
| Loss on sale of fixed assets | (1) | - |
| Bad debts written off | 8 | - |
| Expected credit loss provision / (reversal) on trade receivables and advances | - | 18 |
| Equity settled share based payment expense | 256 | 174 |
| Effect of exchange loss / (gain) on restatement | 54 | 17 |
| **Operating profit before working capital changes** | **6,522** | **5,778** |
| **Changes in working capital** | | |
| (Increase)/ decrease in trade receivables | 35 | (820) |
| (Increase)/ decrease in loans and advances and other assets | (231) | 343 |
| Increase/ (decrease) in liabilities | 1,437 | 611 |
| Increase/ (decrease) in provisions | 221 | 107 |
| **Cash generated from operating activities** | **7,984** | **6,019** |
| Income tax paid (net) | (1,476) | (1,600) |
| **Net cash generated from operating activities [A]** | **6,508** | **4,419** |
| **B. Cash flows from investing activities** | | |
| Purchase of property, plant and equipment | (443) | (300) |
| Interest received | 126 | 486 |
| Payment for acquisition of business, net of cash acquired (refer note 7) | (7,235) | (1,113) |
| Purchase of Investments accounted for using the FVTPL | (35,616) | (52,572) |
| Redemption of Investments | 38,090 | 47,932 |
| Investment in fixed deposit | (3,663) | (18,168) |
| Redemption / maturity of fixed deposit | 3,617 | 16,908 |
| **Net cash used in investing activities [B]** | **(5,124)** | **(6,827)** |
| **C. Cash flows from financing activities** | | |
| Proceeds from fresh issue of equity shares (net of share issue expense) | 53 | 7,327 |
| Interest expense paid | ^ | (103) |
| Payment of lease liabilities | (399) | (318) |
| Payment of dividend | (480) | - |
| Repayment of borrowings | - | (4,031) |
| **Net cash generated from / (used) in financing activities [C]** | **(826)** | **2,875** |
| **Net increase in cash and cash equivalents (A+B+C)** | **558** | **467** |
| Cash and cash equivalents at the beginning of the year | 2,410 | 1,886 |
| Effect of exchange differences on translation of foreign currency cash and cash equivalents | 40 | 57 |
| **Cash and cash equivalents at the end of the year** | **3,008** | **2,410** |

# Consolidated Statement of Cashflows

(All amounts in ₹ millions, except share data and where otherwise stated)

**For the purpose of the statement of cash flows, cash and cash equivalents comprise the following:**

| Particulars | As at 31 March 2026 | As at 31 March 2025 |
|---|---|---|
| Cash in hand | - | - |
| Balances with banks: | | |
| - In current accounts | 2,258 | 1,503 |
| - In deposit accounts | 750 | 907 |
| **Total** | **3,008** | **2,410** |

The accompanying notes form an integral part of the consolidated financial statements.

As per our report of even date attached
for **Deloitte Haskins & Sells**
Chartered Accountants
Firm's registration number: 008072S

for and on behalf of the Board of Directors of
**Indegene Limited**

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Membership number:206920
Place: Bengaluru
Date: 29 April 2026

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Place: Bengaluru
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**Suhas Prabhu**
Chief Financial Officer
Place: Bengaluru
Date: 29 April 2026

**Srishti Kaushik**
Company Secretary
Place: Bengaluru
Date: 29 April 2026





# Material Accounting Policies to Consolidated Financial Statements

(All amounts in ₹ millions, except share data and where otherwise stated)

## 1. Corporate Information

Indegene Limited ('the Company' or 'Indegene' or 'the Parent' or 'the Holding Company') together with its subsidiaries (collectively 'the Group') is a global provider of solutions consisting of analytics, technology and commercial, medical, regulatory and safety services to life science and healthcare organizations.

The Company was incorporated in the year 1998 in India and subsidiaries in the United States of America, United Kingdom, Republic of Ireland, Japan, People's Republic of China, Canada, Singapore, Switzerland, Mexico, Germany, Spain and Austria. The registered office of the Company is situated at Aspen G4, 3rd Floor, Manyata Embassy Business Park, Outer Ring Road, Nagavara, Bengaluru – 560045, India. The Company has completed its Initial Public Offer (IPO) and accordingly the Company's equity shares are listed on National Stock Exchange of India Limited (NSE) and BSE Limited (BSE) on 13 May 2024.

These consolidated financial statements were authorized for issue by the Board of Directors on 29 April 2026.

## 2. Basis of preparation of consolidated financial statements

### (i). Statement of compliance and basis of preparation

The consolidated financial information of the Group comprise the consolidated Balance Sheet as at 31 March 2026 and 31 March 2025, the consolidated Statement of Profit and Loss (including Other Comprehensive Income), consolidated statement of changes in equity and the consolidated statement of cash flows for the year ended 31 March 2026 and 31 March 2025, the summary of material accounting policies and explanatory notes (collectively, the 'consolidated financial statement').

The consolidated financial information of the Group have been prepared to comply in all material respects with the Indian Accounting Standards ("Ind AS") as prescribed under Section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015 (as amended from time to time), presentation requirements of Division II of Schedule III to the Companies Act, 2013, as applicable to the consolidated financial statements and other relevant provisions of the Act.

The accounting policies have been consistently applied by the Group in preparation of the consolidated financial statements. These consolidated financial statements do not reflect the effects of events that occurred subsequent to the respective dates of auditor's reports on the audited consolidated financial statements mentioned above. All amounts disclosed in the consolidated financial statements and notes have been rounded off to the nearest ₹ millions as per the requirement of Schedule III, unless otherwise stated. There were no changes in accounting policies during the year of these consolidated financial statements.

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

### (ii). Functional and presentation currency

The consolidated financial statements is reported in Indian rupees, which is also the functional currency of the Parent Company, except share and per share data, unless otherwise stated. Items included in the financial statements of each of the Group's entities are measured using the currency of the primary economic environment in which these entities operate (i.e. the "functional currency"). Due to rounding off, the numbers presented throughout the document may not add up precisely to the totals and percentages may not precisely reflect the absolute figures. "^" in the financial information denote amounts less than ₹ 0.50 million.

### (iii). Basis of measurement

The consolidated financial statements have been prepared on a going concern basis, the historical cost convention and on an accrual basis, except for the following material items which have been measured at fair value as required by relevant Ind AS:-

a) Derivative financial instruments;

# Material Accounting Policies to Consolidated Financial Statements

(All amounts in ₹ millions, except share data and where otherwise stated)

b) Financial instruments classified as fair value through Other Comprehensive Income or fair value through profit or loss;

c) Acquired asset and liability including Intangible assets and Goodwill

d) Defined benefits assets/(liability)

e) Share based payments

**(iv). Use of estimates or judgement**

The preparation of consolidated financial statements in conformity with Ind AS requires management to make judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. The management bases its estimates on historical experience and various other assumptions that are believed to be reasonable under the circumstances. Actual results may differ from those estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the year in which the estimates are revised and in any future years affected. In particular, information about significant areas of estimation, uncertainty and critical judgements in applying accounting policies that have the most significant effect on the amounts recognised in the consolidated financial statements is included in the following notes:

i. **Revenue recognition**

The Group applies judgement to determine whether each product or services promised to a customer are capable of being distinct, and are distinct in the context of the contract, if not, the promised product and services are combined and accounted as a single performance obligation. Identification of distinct 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 and to ascribe the transaction price to each distinct performance obligation. The group also exercises judgement in determining whether the performance obligation is satisfied at a point in time or over a year of time. The Group uses the percentage of completion method using the input method to measure progress towards completion in respect of fixed price contracts. Percentage of completion method accounting relies on estimates of total expected contract revenue and costs. This method is followed when reasonably dependable estimates of the revenues and costs applicable to various elements of the contract can be made. Further, the Group also considers indicators such as how 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 product or service, transfer of significant risk and rewards to the customer and acceptance of delivery by the customer.

The Group enters into contracts with customers that include integrated service arrangements involving third-party vendor services. Revenue from such arrangements is recognized on a net basis when the Group acts as an agent and on a gross basis when it acts as the principal. In assessing whether it is acting as a principal or an agent, the Group evaluates whether it obtains control of the specified services before transfer to the customer. This assessment considers factors such as primary responsibility for service fulfillment, inventory risk, pricing discretion, and other relevant indicators of control.

ii. **Income taxes**

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



Material Accounting Policies to Consolidated Financial Statements

(All amounts in ₹ millions, except share data and where otherwise stated)

iii. **Deferred taxes**

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

iv. **Business combinations**

In accounting for business combinations, judgment is required in identifying whether an identifiable intangible asset is to be recorded separately from goodwill. Additionally, estimating the acquisition date fair value of the identifiable assets acquired and liabilities and contingent consideration assumed involves management judgment. These measurements are based on information available at the acquisition date and are based on expectations and assumptions that have been deemed reasonable by management. Changes in these judgments, estimates, and assumptions can materially affect the results of operations.

v. **Impairment assessment of goodwill**

In testing and accounting of impairment for goodwill, judgement is required in determination of Cash generating the Units to which goodwill shall be allocated. The same is done based taking into consideration the level at which the management monitors the goodwill and ability to generate independent cash flows.

Additionally, estimating the discount rates, future cash flow projections and terminal values involves management judgment. These measurements are based on information available at the reporting date/date of valuation and are based on expectations and assumptions that have been deemed reasonable by management. Changes in these judgments, estimates, and assumptions can materially affect the impairment assessment performed by the management.

vi. **Leases**

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

vii. **Defined benefit plans and compensated absences**

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

viii. **Expected credit losses on financial assets**

The impairment provisions of financial assets are based on assumptions about risk of default and expected timing of collection. The Group uses judgment in making these assumptions and selecting the inputs to the expected credit loss calculation based on the Group's history

# Material Accounting Policies to Consolidated Financial Statements

(All amounts in ₹ millions, except share data and where otherwise stated)

of collections, customer's creditworthiness, existing market conditions as well as forward looking estimates at the end of each reporting year.

ix. Fair value measurement of financial instruments

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

x. Useful lives of property, plant and equipment

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

xi. Useful lives of intangible assets

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

xii. Other estimates

The share-based compensation expense is determined based on the Group's estimate of equity instruments that will eventually vest. Information about other estimation and assumptions related uncertainties that could have a significant risk of material adjustment are:

(a) Recognition and measurement of provisions: key assumptions about the likelihood and magnitude of an outflow of resources

(v). Basis of consolidation

Subsidiaries

The consolidated financial statements comprise the financial statements of the Parent Company and its subsidiaries for the year ended 31 March 2026 and 31 March 2025.

The Group determines the basis of control in line with the requirement of Ind AS 110 Consolidated Financial Statements. Subsidiaries are entities controlled by the Group. The Group controls an entity when it is exposed to, or has rights to, variable returns from its involvement with the entity and can affect those returns through its power over the entity. The financial statements of subsidiaries are included in the consolidated financial statements from the date on which control commences until the date on which control ceases.

The consolidated financial statements of all entities used for the purpose of consolidation are drawn up to same reporting date as that of the Group. When the end of the reporting year of the Parent Company is different from that of a subsidiary, the subsidiary prepares, for consolidation purposes, additional financial information as of the same date as the consolidated financial statements of the Parent Company to enable the Parent Company to consolidate the financial information of the subsidiary, unless it is impracticable to do so.

The consolidated financial statements are prepared using uniform accounting policies for like transactions and other events in similar circumstances. If a member of the Group uses accounting policies other than those adopted in the consolidated financial statements for like transactions and events in similar circumstances, appropriate adjustments are made to that Group member's financial statements in preparing the consolidated financial statements to ensure conformity with the Group's accounting policies.

Transactions eliminated on consolidation

All intra-group balances, transactions, income, expenses including unrealised income and expenses are eliminated in preparation of the consolidated financial statements. Unrealised losses are eliminated in the same way as unrealised gains, but only to the extent that there is no evidence of impairment.

Non Controlling Interest

Non-controlling interests in the net assets (excluding goodwill) of consolidated subsidiaries are identified separately from the Group's equity. The interest of non-controlling shareholders may be initially measured either at fair value or at the non-controlling interest's proportionate share of the fair value of the acquiree's identifiable net assets. The choice of measurement basis is made on an acquisition to acquisition basis. Subsequent to acquisition, the carrying amount of non-controlling interest is the amount of those interests at initial recognition plus the non-controlling interest's share of subsequent changes in equity. Changes in the Group's equity interest in a subsidiary that do not result in loss of control are accounted for as equity transaction. Total comprehensive income is attributed to non-controlling interests even if it results in the non-controlling interest having a deficit balance.

## 3. Material accounting policies

### 3.1. Foreign currency transactions

Transactions and balances

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

Foreign operations

For the purpose of presenting consolidated financial statements, the assets and liabilities of the Groups' foreign operations that have a functional currency other than Indian rupees are translated into Indian rupees using exchange rates prevailing at the reporting date. Income and expense items are translated at the average exchange rates for the year. Exchange differences arising, if any, are recognised in Other Comprehensive Income (OCI) and held in foreign currency translation reserve (FCTR), a component of equity. When a foreign operation is disposed off, the relevant amount recognised in FCTR is transferred to the Consolidated Statement of Profit and Loss as part of the profit or 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.

### 3.2. Property, plant and equipment

Recognition and measurement

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

# Material Accounting Policies to Consolidated Financial Statements

(All amounts in ₹ millions, except share data and where otherwise stated)

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

### Subsequent costs

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

### Depreciation

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

| Asset classification | Useful life as per Companies Act, 2013 | Estimated useful life |
|---|---|---|
| Computers and accessories | 3 years | 3 years |
| Furniture and fittings | 10 years | 3-5 years |
| Office equipment | 5 years | 3-5 years |
| Vehicle | 8 years | 5-6 years |

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

### 3.3. Goodwill, intangible assets and amortisation

Goodwill on acquisition of a business is presented as an intangible asset and is measured at cost less any accumulated impairment loss. Internally generated goodwill is not recognised as an asset. Goodwill is not amortized and is tested for impairment annually.

Intangible assets that are acquired by the Group and having finite useful life are measured initially at cost. After initial recognition, these are carried at cost less any accumulated amortization and any accumulated impairment loss.

Subsequent expenditure is capitalized only when it increases the future economic benefits embodied in the specific asset to which it relates.

Expenditure incurred on research activities, undertaken with the prospect of gaining new scientific or technical knowledge and understanding, is recognised in the Consolidated Statement of Profit and Loss and Other Comprehensive Income as and when incurred. Development expenditure is capitalized only if development costs can be measured reliably, the product or process is technically and commercially feasible, future economic benefits are probable, and the Group intends to and has sufficient resources to complete development and to use the asset. Development activities involve a plan or design for the production of new or substantially improved products or processes.

The expenditure capitalized includes the cost of materials, staff costs, overhead costs that are directly attributable to preparing the asset for its intended use, and directly attributable borrowing costs (in the same manner as in the case of property, plant and equipment). Other development expenditure is recognised in the Consolidated Statement of Profit and Loss and Other Comprehensive Income as and when incurred.

Intangible assets are amortized in the Consolidated Statement of Profit and Loss and Other Comprehensive Income on a straight-line basis over their estimated useful lives, from the date that they are available for use, since this most closely reflects the expected pattern of consumption of the





# Material Accounting Policies to Consolidated Financial Statements

(All amounts in ₹ millions, except share data and where otherwise stated)

future economic benefits embodied in the asset. Amortization methods and the estimated useful life of assets are reviewed, and where appropriate are adjusted, annually.

The Group amortizes trademarks, technologies, customer relationship and non-compete over the estimated useful life from the date they are available for use depending on the expected year over which these are expected to give economic benefits. The estimated useful lives are as follows:

| Asset classification | Estimated useful life |
|---|---|
| Trademarks | 3-10 years |
| Technologies, customer relationship and non-compete | 2-10 years |
| Brand | 3 years |
| Internally developed software | 3 years |

### 3.4. Business combinations

In accordance with Ind AS 103, Business combinations, the Group accounts for business combinations after acquisition date using the acquisition method when control is transferred to the Group. In determining whether a particular set of activities and assets is a business, the Group assesses whether the set of assets and activities acquired includes, at minimum, an input and substantive process and whether the acquired set has the ability to produce outputs. Business combinations are accounted for using the Purchase method as at the acquisition date i.e. when the control is transferred to the Group.

The Group measures the Goodwill at the acquisition date as:-

- The fair value of consideration transferred; plus
- The recognised amount of any non-controlling interest in the acquiree; plus
- if the control is achieved in stages, the fair value of pre-existing equity interest in the acquiree; less
- the net recognised amount of the identifiable assets acquired and liabilities assumed.

When the excess of assets taken over consideration is negative, a bargain purchase gain is recognized immediately in the consolidated statement of profit and loss and other comprehensive income. Transactions costs, other than those associated with the issue of debt or equity securities, that the Company incurs in connection with a business combination are expensed as incurred.

Any contingent consideration payable is measured at fair value at the acquisition date. If the contingent consideration is classified as equity, then it is not measured and settlement is accounted within equity. Otherwise, subsequent changes in the fair value of the contingent consideration are recognized in Consolidated Statement of Profit and Loss and other comprehensive income.

If the initial accounting for a business combination is incomplete by the end of the reporting year in which the business combination occurs, the Group reports in its consolidated financial statements provisional amounts for the items for which the accounting is incomplete. During the measurement year, the Group retrospectively adjusts the provisional amounts recognised at the acquisition date to reflect new information obtained about facts and circumstances that existed as of the acquisition date and, if known, would have affected the measurement of the amounts recognized as of that date.

Business combination involving entities that are controlled by the group is accounted for at carrying value. No adjustments are made to reflect the fair values, or recognise any new assets or liabilities except to harmonise accounting policies. The financial information in the consolidated financial statements in respect of prior years is restated as if the business combination had occurred from the beginning of the preceding year in the Consolidated Financial Statements, irrespective of the actual date of combination.

### 3.5. Financial instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity. Financial instruments in the form of financial assets

# Material Accounting Policies to Consolidated Financial Statements

(All amounts in ₹ millions, except share data and where otherwise stated)

and financial liabilities are generally presented separately. Financial instruments are recognized on the Consolidated balance sheet when the Group becomes a party to the contractual provisions of the instrument.

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

## Financial assets

Financial assets are classified into following categories:

- Financial assets carried at amortised cost
- Financial assets fair valued through Other Comprehensive Income (FVTOCI)
- Financial assets at fair value through profit or loss (FVTPL),

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

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

### Financial assets carried at amortised cost

A financial asset is subsequently measured at amortised cost if it meets both the following criteria:

(i) the asset is held within a business model whose objective is to hold the asset to collect contractual cash flows, and

(ii) the contractual terms of the financial assets give rise on a specified date to cash flows that are solely payments of principal and interest on the principal outstanding.

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

A financial asset is subsequently measured at fair value through Other Comprehensive Income if it meets both the following criteria:

(i) the asset is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets, and

(ii) the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

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

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

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

## Financial liabilities

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





# Material Accounting Policies to Consolidated Financial Statements

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### Financial liabilities measured at amortized cost

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

## Compound financial instruments

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

## Derivative financial instruments

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

The Company, effective 01 January 2026, as part of its risk management strategy implemented cash flow hedge for its derivative instruments to limit the effect of foreign exchange rate fluctuations as the Company is exposed to foreign exchange rate fluctuation on foreign currency assets, liabilities and forecasted cash flows denominated foreign currency. The Company uses forward contracts/options to hedge its risk associated with foreign currency fluctuations relating to certain forecasted transactions. The Company designates some of these forward contracts/options as hedge instruments and accounts for them as cash flow hedges applying the recognition and measurement principles set out in Ind AS 109. The counter-party to the Company's foreign currency forward contracts is generally a bank. The Company does not use derivative financial instruments for speculative purposes.

Subsequent to initial recognition, derivative financial instruments are measured as described below.

## Cash flow hedges

The Company designates certain derivative instruments as cash flow hedges to mitigate the risk of foreign exchange exposure on highly probable forecast transactions.

Changes in the fair value of the derivative hedging instruments designated as a cash flow hedge are recognized in other comprehensive income and held in cash flow hedging reserve, net of taxes, a component of equity, to the extent that the hedge is effective. To the extent that the hedge is ineffective, changes in fair value are recognized in the Statement of Profit and Loss and reported within foreign exchange gains/(losses), net, within results from operating activities. If the hedging instrument no longer meets the criteria for hedge accounting, then hedge accounting is discontinued prospectively. If the hedging instrument expires or is sold, terminated or exercised, the cumulative gain or loss on the hedging instrument recognized in cash flow hedging reserve till the period the hedge was effective remains in cash flow hedging reserve until the forecasted transaction occurs. The cumulative gain or loss previously recognized in the cash flow hedging reserve is transferred to the statement of profit and loss upon the occurrence of the related forecasted transaction. If the forecasted transaction is no longer expected to occur, such cumulative balance is immediately recognized in the statement of profit and loss.

# Material Accounting Policies to Consolidated Financial Statements

(All amounts in ₹ millions, except share data and where otherwise stated)

### Others

Changes in fair value of foreign currency derivative instruments not designated as cash flow hedges are recognized in the Statement of Profit and Loss and reported within foreign exchange gains, net.

### De-recognition of financial assets and liabilities

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

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

### Offsetting of financial instruments

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

### Impairment

#### (a) Financial assets

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

The amount of expected credit losses (or reversal) that is required to adjust the loss allowance at the reporting date to the amount that is required to be recognized is recognized as an impairment gain or loss in Consolidated Statement of Profit and Loss.

#### (b) Non-financial assets

The Group assesses whether there are any indicators of impairment for all non-financial assets at each reporting date. Goodwill and intangible assets with indefinite economic lives are tested for impairment annually and at other times when such indicators exist.

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

Impairment exists when the carrying value of an asset or CGU exceeds its recoverable amount, which is the higher of its fair value less costs of disposal and its value in use. Where it is not possible to estimate the recoverable amount of an individual asset, the Company estimates the recoverable amount of the CGU to which the asset belongs. Impairment loss are allocated first to reduce the carrying amount of any goodwill allocated to the CGU, and then to reduce carrying amounts of the other assets in the CGU on a pro rata basis. The value in use calculation is based on a discounted cash flow ('DCF') model. The cash flows are derived from the internal forecasts for future years. These do not include restructuring activities that the Group is not yet committed to or significant future investments that will enhance the asset's performance or the CGU being tested for impairment. The recoverable amount is sensitive to the discount rate used for the DCF model as well as the expected future cash-inflows and the long-term growth rates. These estimates are most relevant to goodwill recognized by the Group. An impairment loss recognised for goodwill is not reversed in subsequent years. An impairment loss is recognised in the Consolidated Statement of Profit and Loss.





# Material Accounting Policies to Consolidated Financial Statements

(All amounts in ₹ millions, except share data and where otherwise stated)

### 3.6. Equity

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

The transaction costs incurred with respect to the Initial Public Offer ("IPO") of the Indegene Limited ("Holding Company") is recognized as an asset to the extent recoverable from the selling shareholders. The remaining costs are allocated between new issue of shares and listing of existing equity shares. The costs attributable to listing of existing shares is recognized in the Consolidated Statement of Profit or Loss. The remaining costs attributable to new issuance of shares is deferred on the Consolidated Balance Sheet and recognized in equity once the instrument is issued.

### 3.7. Treasury shares

Own equity instruments that are reacquired (treasury shares) are recognized at cost and deducted from equity. No gain or loss is recognized in profit or loss on the purchase, sale, issue or cancellation of the Group's own equity instruments. Any difference between the carrying amount and the consideration, if reissued, is recognized in other reserve.

### 3.8. Employee benefits

#### (i) Post-employment benefits

**Defined contribution plans**

A defined contribution plan is a post-employment benefit plan under which an entity 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 recognised as an employee benefit expense in Consolidated Statement of Profit and Loss and Other Comprehensive Income in the years during which services are rendered by employees. Prepaid contributions are recognised as an asset to the extent that a cash refund or a reduction in future payments is available. Contributions to a defined contribution plan that is due more than 12 months after the end of the year in which the employees render the service are discounted to their present value.

**Defined benefit plans**

The Group's gratuity benefit scheme is a defined benefit plan. Gratuity benefits are unfunded. The Group's obligation in respect of a defined benefit plan is calculated by estimating the amount of future benefit that employees have earned in return for their service in the current and prior years; that benefit is discounted to determine its present value. Any unrecognized past service cost and the fair value of any plan assets are deducted. The calculation of the Group's obligation is performed annually by a qualified actuary using the projected unit credit method. The Group recognizes all actuarial gains and losses arising from defined benefit plans immediately in consolidated statement of other comprehensive income, net of taxes. All expenses related to defined benefit plans are recognized in employee benefit expense in the Consolidated Statement of Profit and Loss. When the benefits of a plan are improved, the portion of the increased benefit related to past service by employees is recognized in Consolidated Statement of Profit and Loss on a straight-line basis over the average year until the benefits become vested. The Group recognizes gains and losses on the curtailment or settlement of a defined benefit plan when the curtailment or settlement occurs.

# Material Accounting Policies to Consolidated Financial Statements

(All amounts in ₹ millions, except share data and where otherwise stated)

Compensated absences

The employees can carry-forward a portion of the unutilized accrued compensated absences and utilize it in future service years or receive cash compensation on termination of employment. The Group records an obligation for such compensated absences in the year in which the employee renders the services that increase this entitlement. The obligation is measured on the basis of independent actuarial valuation using the projected unit credit method. Since the Group does not have rights to defer the leave availment by the employees, the entire obligation has been classified as 'current liabilities' under 'short-term provisions'.

Termination benefits

Termination benefits are recognised as an expense when, as a result of a past event, the Group has a present obligation that can be estimated reliably, and it is probable that an outflow of economic benefits will be required to settle the obligation.

(ii) Other long term benefits

The Group's net obligation in respect of long-term employee benefits is the amount of future benefit that employees have earned in return for their service in the current and future years. That benefit is discounted to determine its present value. Re-measurements are recognised in Consolidated Statement of Profit and Loss in the year in which they arise.

(iii) Short-term employee benefits

Employee benefits payable wholly within twelve months of receiving employee services are classified as short term employee benefits. These benefits include salaries and wages, bonus and ex-gratia. The undiscounted amount of short-term employee benefits to be paid in exchange for employee services is recognized as an expense as the related service is rendered by employee.

(iv) Share-based payment transactions

The cost of equity settled transactions with employees is measured by reference to the fair value of the date on which the share options are granted. The expense is recognised in the Consolidated Statement of Profit and Loss with a corresponding increase to the share options outstanding account, a component of equity.

The equity instruments generally vest in a graded manner over the vesting year. The fair value determined at the grant date is expensed over the vesting year of the respective tranches of such grants (accelerated amortization). The stock compensation expense is determined based on the Group's estimate of equity instruments or cash settled instruments that will eventually vest.

At each reporting date, the Group reviews its estimates of the number of options that are expected to become exercisable on vesting date. The Group recognises the impact of the revision of original estimates, if any, in the Consolidated Statement of Profit and Loss and Other Comprehensive Income, and a corresponding adjustment to equity over the vesting year.

### 3.9. Provisions

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

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





# Material Accounting Policies to Consolidated Financial Statements

(All amounts in ₹ millions, except share data and where otherwise stated)

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

### 3.10. Revenue

Revenue is recognized upon transfer of control of promised products or services to customers in an amount that reflects the consideration the Group expects to receive in exchange for those products or services. To recognize revenues, the Group applies the following five step approach: (1) identify the contract with a customer, (2) identify the performance obligations in the contract, (3) determine the transaction price, (4) allocate the transaction price to the performance obligations in the contract, and (5) recognize revenues when a performance obligation is satisfied.

At contract inception, the Group assesses its promise to transfer products or services to a customer to identify separate performance obligations. The Group applies judgement to determine whether each product or service promised to a customer is capable of being distinct, and are distinct in the context of the contract, if not, the promised products or services are combined and accounted as a single performance obligation. The Group allocates the arrangement consideration to separately identifiable performance obligation based on their relative stand-alone selling price or residual method. Stand-alone selling prices are determined based on sale prices for the components when it is regularly sold separately, in cases where the Group is unable to determine the stand-alone selling price the Group uses third-party prices for similar deliverables or the Group uses expected cost-plus margin approach in estimating the stand-alone selling price.

For performance obligations where control is transferred over time, revenues are recognized by measuring progress towards completion of the performance obligation. The selection of the method to measure progress towards completion requires judgment and is based on the nature of the promised products or services to be provided.

The method for recognizing revenues and costs depends on the nature of the services rendered.

A. Time and materials contracts

Revenues and costs relating to time and materials are recognized as the related services are rendered.

B. Fixed-price contracts

Revenues related to fixed-price contracts namely maintenance and testing and business process services are recognized based on the Group's right to invoice for services performed for contracts in which the invoicing is representative of the value being delivered. When services are performed through an indefinite number of repetitive acts over a specified year, revenue is recognized on a straight-line basis over the specified year unless some other method better represents the stage of completion.

In certain projects, a fixed quantum of service or output units is agreed at a fixed price for a fixed term. Revenue is recognized based on the achievement of the output. Any residual service unutilized by the customer is recognized as revenue on completion of the term.

Revenue from other fixed price contracts is recognized using the percentage-of-completion method, calculated as the proportion of the cost of effort incurred up to the reporting date to estimated cost of total effort.

A contract asset is a right to consideration that is conditional upon factors other than the passage of time. Contract assets primarily relate to unbilled amounts on fixed-price development contracts and are classified as non-financial asset as the contractual right to consideration is dependent on completion of contractual milestones.

# Material Accounting Policies to Consolidated Financial Statements

(All amounts in ₹ millions, except share data and where otherwise stated)

A contract liability is an entity's obligation to transfer goods or services to a customer for which the entity has received consideration (or the amount is due) from the customer.

Unbilled revenues on other than fixed price development contracts are classified as a financial asset where the right to consideration is unconditional upon passage of time.

Volume based contracts

Revenues and costs are recognized as the related services are rendered.

C. 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.

Revenue from sale of services is measured based on the transaction price, which is the consideration, adjusted for variable considerations like, volume discounts, rebates and pricing incentives to customers as reduction of revenue on a systematic and rational basis over the year 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.

The Group accrues the estimated cost of warranties at the time when the revenue is recognized. The accruals are based on the Group's historical experience of material usage and service delivery costs.

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 good or service before it is transferred to the customer. If the Group controls the good or service before it is transferred to the customer, the Group is the principal; if not, the Group is the agent.



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Revenues in excess of invoicing are classified as contract assets (which we refer as unbilled revenue - refer note 12) while invoicing in excess of revenues are classified as contract liabilities (which we refer to as unearned revenues - refer note 20).

Interest income

Interest income is recognised using the effective interest method. Dividend income is recognised when the right to receive payment is established.

### 3.11. Leases

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

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

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

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

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

### 3.12. Finance cost

Finance costs comprises of interest expenses including interest on tax.

### 3.13. Income tax

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

# Material Accounting Policies to Consolidated Financial Statements

(All amounts in ₹ millions, except share data and where otherwise stated)

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

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

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

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

- When the deferred tax liability arises from the initial recognition of goodwill or an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss.
- In respect of taxable temporary differences associated with investments in subsidiaries, associates and interests in joint arrangements, when the timing of the reversal of the temporary differences can be controlled and it is probable that the temporary differences will not reverse in the foreseeable future.

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

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

### 3.14. Determination of fair values

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

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

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

- Level 1 inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities that the Group can access at the measurement date.
- Level 2 inputs are inputs, other than quoted prices included within Level 1, that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices), and
- Level 3 inputs for the asset or liability that are not based on unobservable data (unobservable inputs).





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

### 3.15. Contingent liability and asset

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

### 3.16. Earnings per share

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

### 3.17. Cash flow statement

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

### 3.18. Segment reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker (CODM). The Group has identified three reportable segment based on the dominant source, nature of risks and return and the internal organisation and management structure and for which discrete financial information is available. The CODM monitors the operating results of the segments for the purpose of making decisions about resource allocation and performance assessment. Refer note 26 for segment information.

### 3.19. Exceptional items

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

### 3.20. Current versus non-current classification

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

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

All other assets are classified as non-current.

A liability is current when:

- It is expected to be settled in normal operating cycle or due to be settled within twelve months after the reporting year
- It is held primarily for the purpose of trading

# Material Accounting Policies to Consolidated Financial Statements

(All amounts in ₹ millions, except share data and where otherwise stated)

- There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting year

The Group classifies all other liabilities as non-current.

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

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

**3.21.Recent accounting developments**

Ministry of Corporate Affairs ("MCA") notifies new standards or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time.

**i. New amendments adopted by the Group effective from 1 April 2025:**

In May 2025, MCA notified amendments to Ind AS 21 – The Effects of Changes in Foreign Exchange Rates, applicable w.e.f 01 April 2025. The Group has reviewed the amendment and based on the evaluation it has determined that it does not have any significant impact on the financial statements.

In August 2025, MCA notified the following amendments to:

a) Ind AS 1 – Presentation of Financial Statements, applicable w.e.f 01 April 2025. The amendment relates to clarify the classification of liabilities as current or non-current and the treatment of non-current liabilities with covenants. In classifying a liability as current, 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 amendment also introduces guidance on classification of liabilities with covenants. The Group based on the evaluation has determined that it does have any impact due to these amendments in classification criteria of current and non-current liabilities.

b) Ind AS 7 - Statement of Cash Flows and Ind AS 107 – Financial Instruments : Disclosures, applicable w.e.f 01 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 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 based on the evaluation has determined that these amendments does not have any significant impact on the financial statements.

c) Ind AS 12 – Income Taxes, International Tax Reform – Pillar two Model Rules appliable immediately. The amendments provide a temporary mandatory relief from deferred tax accounting for top-up tax disclose that they have applied for relief. The Group based on the evaluation has determined that these amendments does not have any significant impact on the financial statements.

**ii. New amendments not yet adopted:**

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 31 March 2026, MCA has not notified any new standards or amendments to the existing standards applicable to the Company which are not yet adopted.





# Notes forming part of the Consolidated Financial Statements

(All amounts in ₹ millions, except share data and where otherwise stated)

**4a. Property, plant and equipment**

| Particulars | Computer and accessories# | Office equipment | Furniture and fixtures | Vehicles | Leasehold Improvements | Total |
|---|---|---|---|---|---|---|
| **Gross carrying value** | | | | | | |
| **As at 01 April 2024** | **913** | **57** | **71** | **2** | **232** | **1,275** |
| Additions | 198 | 15 | 7 | 9 | 15 | 244 |
| Acquisition through business combinations (refer note 7a) | - | 13 | - | - | - | 13 |
| Disposals | (131) | (4) | (2) | - | (23) | (160) |
| Translation adjustment* | 5 | 1 | 2 | 1 | 2 | 11 |
| **As at 31 March 2025** | **985** | **82** | **78** | **12** | **226** | **1,383** |
| Additions | 224 | 21 | 0 | - | 156 | 401 |
| Acquisition through business combinations (refer note 7b and 7c) | 13 | 4 | - | - | 1 | 18 |
| Disposals | (0) | - | - | (5) | - | (5) |
| Translation adjustment* | 33 | 4 | 7 | 2 | 11 | 57 |
| **As at 31 March 2026** | **1,255** | **111** | **85** | **9** | **394** | **1,854** |
| **Accumulated depreciation** | | | | | | |
| **As at 01 April 2024** | **711** | **37** | **48** | **2** | **137** | **935** |
| Depreciation | 137 | 9 | 9 | 3 | 26 | 184 |
| Acquisition through business combinations (refer note 7a) | - | 10 | - | - | - | 10 |
| Disposals | (127) | (4) | (2) | - | (24) | (157) |
| Translation adjustment* | 5 | 2 | 1 | ^ | 1 | 9 |
| **As at 31 March 2025** | **726** | **54** | **56** | **5** | **140** | **981** |
| Depreciation | 160 | 14 | 10 | 4 | 47 | 234 |
| Acquisition through business combinations (refer note 7b and 7c) | 11 | - | - | - | - | 11 |
| Disposals | (0) | - | - | (4) | - | (4) |
| Translation adjustment* | 28 | 3 | 6 | 1 | 7 | 46 |
| **As at 31 March 2026** | **925** | **71** | **72** | **6** | **194** | **1,268** |
| **Carrying amounts (net)** | | | | | | |
| **As at 01 April 2024** | **202** | **20** | **23** | **-** | **95** | **340** |
| **As at 31 March 2025** | **259** | **28** | **22** | **7** | **86** | **402** |
| **As at 31 March 2026** | **330** | **40** | **13** | **3** | **200** | **586** |

#Computer and accessories also includes software purchase as a part of computers and laptops.

*Adjustments represent amount of foreign exchange fluctuation on conversion of foreign operations.

**Notes:**

1. Property, plant and equipment have been offered as security against the working capital facilities provided by the bank (refer note 27).

**4b. Capital work-in-progress**

As of 31 March 2026, Capital work -in-progress is ₹118 (2025 : ₹36). There are no projects as on 31 March 2026 where the project timelines are overdue or exceeded its cost compared to its original plan and where the ageing is more than 1 year from balance sheet date.

# Notes forming part of the Consolidated Financial Statements

(All amounts in ₹ millions, except share data and where otherwise stated)

## 5. Right-of-use assets and lease liabilities

Information about leases for which the Group is a lessee is presented below:

| | Buildings | Total |
|---|---|---|
| **Gross Block** | | |
| **As at 01 April 2024** | **1,691** | **1,691** |
| Additions | 363 | 363 |
| Acquisition through business combinations (refer note 7a) | 37 | 37 |
| Disposal | (32) | (32) |
| Translation adjustments* | 27 | 27 |
| **As at 31 March 2025** | **2,086** | **2,086** |
| Additions | 699 | 699 |
| Acquisition through business combinations | 64 | 64 |
| Disposal | (389) | (389) |
| Other Adjustment | (13) | (13) |
| Translation adjustments* | 117 | 117 |
| **As at 31 March 2026** | **2,564** | **2,564** |
| **Accumulated depreciation:** | | |
| **As at 01 April 2024** | **887** | **887** |
| Amortisation | 274 | 274 |
| Disposal | (32) | (32) |
| Translation adjustments* | 10 | 10 |
| **As at 31 March 2025** | **1,139** | **1,139** |
| Amortisation | 366 | 366 |
| Disposal | (343) | (343) |
| Other Adjustment | - | - |
| Translation adjustments* | 48 | 48 |
| **As at 31 March 2026** | **1,210** | **1,210** |
| **Net Carrying Value** | | |
| **As at 01 April 2024** | **804** | **804** |
| **As at 31 March 2025** | **947** | **947** |
| **As at 31 March 2026** | **1,354** | **1,354** |

*Adjustments represent amount of foreign exchange fluctuation on conversion of foreign operations.

Lease contracts entered into by the Group pertains to buildings taken on lease to conduct its business in the ordinary course. These arrangements generally range between 2 - 7 years, with an option to renew the lease after that date. Certain leases have restrictions on further sub-leasing.





# Notes forming part of the Consolidated Financial Statements

(All amounts in ₹ millions, except share data and where otherwise stated)

The movement in lease liabilities is as follows:

| Movement of lease liabilities | Year ended 31 March 2026 | Year ended 31 March 2025 |
|---|---|---|
| **Balance at the beginning of the year** | 1,016 | 865 |
| Acquisition through business combinations | 66 | 37 |
| Additions | 672 | 358 |
| Accretion of interest | 76 | 54 |
| Deletions* | (65) | - |
| Payment of lease liabilities | (399) | (317) |
| Translation difference | 78 | 19 |
| **Balance as at end of the year** | **1,444** | **1,016** |

*includes modification of lease liability of ₹ 13

| Particulars | As at 31 March 2026 | As at 31 March 2025 |
|---|---|---|
| Current | 394 | 292 |
| Non-current | 1,050 | 724 |
| | **1,444** | **1,016** |

The details of the contractual maturities of lease liabilities on an undiscounted basis are as follows:

| Maturity analysis – contractual undiscounted cash flows | As at 31 March 2026 | As at 31 March 2025 |
|---|---|---|
| Less than one year | 475 | 292 |
| One to five years | 1,134 | 829 |
| More than five years | 24 | 12 |
| | **1,633** | **1,133** |

The Group does not face a significant liquidity risk with regard to its lease liabilities as the current assets are sufficient to meet the obligations related to lease liabilities as and when they fall due.

During the period ended 31 March 2026, the Group incurred expenses amounting to ₹ 67 (31 March 2025 : ₹48) towards short-term leases and leases of low-value assets, for which the recognition exemption has been applied and these have therefore been charged to the Consolidated Statement of Profit and Loss.

The table below provides details regarding amounts recognized in the Consolidated Statement of Profit and Loss:

| | Period ended 31 March 2026 | Period ended 31 March 2025 |
|---|---|---|
| Amortisation on ROU | 366 | 274 |
| Interest on lease liabilities | 76 | 54 |
| | **442** | **328** |

# Notes forming part of the Consolidated Financial Statements

(All amounts in ₹ millions, except share data and where otherwise stated)

## 6. Other intangible assets and goodwill

The movement in intangible assets is given below:

| Particulars | Goodwill | Other intangible assets | | | | Total other intangible assets | Total other intangible assets and goodwill |
|---|---|---|---|---|---|---|---|
| | | Trademarks | Technologies, customer relationship and non-compete | Internally developed software | Brand | | |
| **Gross carrying amount** | | | | | | | |
| **As at 01 April 2024** | **4,241** | **238** | **2,465** | **41** | **-** | **2,744** | **6,985** |
| Acquisition through business combinations | 143 | - | 176 | - | - | 176 | 319 |
| Translation adjustment | 115 | 5 | 62 | - | - | 67 | 182 |
| **As at 31 March 2025** | **4,499** | **243** | **2,703** | **41** | **-** | **2,987** | **7,486** |
| Acquisition through business combinations (refer note 7b and 7c) | 6,962 | - | 3,198 | - | 85 | 3,283 | 10,244 |
| Translation adjustment | 910 | 17 | 461 | - | 5 | 483 | 1,393 |
| **As at 31 March 2026** | **12,371** | **260** | **6,362** | **41** | **90** | **6,753** | **19,123** |
| **Accumulated amortisation/ impairment*** | | | | | | | |
| **As at 01 April 2024** | **911** | **107** | **612** | **41** | **-** | **760** | **1,671** |
| Amortisation | - | 37 | 309 | - | - | 346 | 346 |
| Translation adjustment | 23 | 2 | 17 | - | - | 19 | 42 |
| **As at 31 March 2025** | **934** | **146** | **938** | **41** | **-** | **1,125** | **2,059** |
| Amortisation | - | 39 | 611 | - | 14 | 664 | 664 |
| Translation adjustment | 94 | 11 | 119 | - | 1 | 131 | 225 |
| **As at 31 March 2026** | **1,028** | **196** | **1,668** | **41** | **15** | **1,920** | **2,948** |
| **Carrying amounts (net)** | | | | | | | |
| **As at 01 April 2024** | **3,330** | **131** | **1,853** | **-** | **-** | **1,984** | **5,314** |
| **As at 31 March 2025** | **3,565** | **97** | **1,765** | **-** | **-** | **1,862** | **5,427** |
| **As at 31 March 2026** | **11 343** | **64** | **4,694** | **-** | **75** | **4,833** | **16,176** |

(*) Impairment is applicable for goodwill.

Acquisition through business combinations for the year ended 31 March 2026 includes goodwill and intangible assets recognized on the acquisition of BioPharm Parent Holding Inc., ('BioPharm"), Warn & Co., and Cake Kommunications GmbH ("Cake GmbH") and for the year ended 31 March 2025 includes goodwill and intangible assets recognized on the acquisition of MJL Communications Group Ltd. Also refer note 7 of the Consolidated Financial Statements.

The Management of the Company has considered operating segments as the CGU, i.e., the lowest level at which independent cash inflows are generated and performances are monitored by the management. The Carrying value of goodwill is allocated to following cash generating units (CGU) as follows:

| Particulars | As at 31 March 2026 | As at 31 March 2025 |
|---|---|---|
| Enterprise Commercial Solutions | 9,749 | 135 |
| Brand Activation (formerly Omnichannel Activation)* | - | 2,145 |
| Enterprise Medical Solutions | 1,264 | 1,092 |
| Others(*) | 330 | 193 |
| | **11,343** | **3,565** |

(*)Includes goodwill related to consulting business.

*As referred in Note 26, during the year the Group has reorganised its segments by merging Brand Activation Segment as part of Enterprise Commercial Solutions ("ECS") in line with the manner in which the Chief operating decision maker reviews and evaluates performance of the business of the Group on account of synergies in operations between the two segments. Pursuant to the above, in accordance with the requirement specified in Ind AS 36, the goodwill which was earlier allocated to the Brand activtion CGU has been regrouped to ECS CGU and impairment assessment for the same has been done at the ECS CGU level during the current year as compared to Brand Activation CGU level during the previous year.





# Notes forming part of the Consolidated Financial Statements

(All amounts in ₹ millions, except share data and where otherwise stated)

**Goodwill Impairment testing:**

The key assumptions used for the calculations of Value in use for the key segment for year ended March 31, 2026 are as follows.

| Particulars | Enterprise Commercial Solution | Enterprise Medical Solutions |
|---|---|---|
| Terminal value long-term growth rate(1) | 5.00% | 5.00% |
| Pre-tax discount rate(2) | 12.50% | 12.0% |
| Estimated cash flows | 5 years | 5 years |

The key assumptions used for the calculations of Value in use for the key segment for year ended March 31, 2025 are as follows.

| Particulars | Enterprise Medical Solutions | Omnichannel Activation |
|---|---|---|
| Terminal value long-term growth rate(1) | 2.40% | 4.90% |
| Pre-tax discount rate(2) | 12.50% | 17.2% |
| Estimated cash flows | 5 years | 5 years |

(1)The cash flow projections includes estimates for five years and a terminal growth rate thereafter. The terminal growth rate has been determined based on the Management's estimate of the industry growth and the annual revenue growth rate, consistent with the assumptions that a market participant would make. Revenue growth has been projected taking into account the average growth levels experienced over the past years and the estimated sales volume and price growth for the coming years. Operating Margin for future year's is based on the Management estimates taking into the experiences over the past years.

(2)Discount rate reflects the current market assessment of the risks specific to a Cash Generating Units (CGUs) based on the weighted average cost of capital for respective CGUs.

Note:

1. The Group performs test for goodwill impairment at least annually, or if indicators of impairment arise, such as the effects of obsolescence, demand, competition and other economic factors or on occurrence of an event or change in circumstances that would more likely than not reduce the fair value below its carrying amount. When determining the fair value, we utilize various assumptions, including operating results, business plans and projections of future cash flows. Any adverse changes in key assumptions about our businesses and their prospects or an adverse change in market conditions may cause a change in the estimation of fair value and could result in an impairment charge.

   The recoverable amount tests of CGUs are based on value-in-use, which are determined based on five year business plans that have been approved by management for internal purposes. The said planning horizon reflects the assumptions for short-to-mid term market developments. Considering this and the consistent use of such robust five-year information for management reporting purposes, the Group uses five-year plans for the purpose of impairment testing. Management believes that this planning horizon reflects the assumptions for the expected performance in the markets in which the Group operates.

2. During the transition to Ind AS from previous GAAP, the Group had elected Ind AS 101 exemption to continue with the carrying value for all of its other intangible assets and goodwill at deemed cost.

3. The Group has conducted an analysis of the sensitivity of the impairment test to changes in the key assumptions used to determine the recoverable amount for the CGUs to which goodwill is allocated. The management believes that any

# Notes forming part of the Consolidated Financial Statements

(All amounts in ₹ millions, except share data and where otherwise stated)

reasonably possible change in the key assumptions on which the recoverable amount of CGUs is based would not cause the aggregate carrying amount to exceed the aggregate recoverable amount of the CGUs.

4. As at 31 March 2026 and 31 March 2025, the estimated recoverable amount on the basis of the above impairment assessment exceeded its carrying amount and hence there is no impairment charge during the current year. Further, there is no reversal of impairment in the current financial year w.r.t. the impairment charge done in the previous years.

5. With respect to Goodwill pertaining to the acquisitions done in the current year the same has been allocated to relevant segment to which the business pertains to for the purpose of impairment evaluation. Accordingly Goodwill pertaining to acquisition of BioPharm Parent Holding Inc. and Cake Kcommunikations Gmbh has been allocated to ECS Segment and Goodwill pertaining to Warn and Co. Limited has been allocated to Others (Clinical).

## 7. Business combination

### a) MJL Communications Group Ltd ("MJL")

On 25 March 2025, the Group had obtained control of MJL Communications Group Ltd ('MJL'), MJL specializes in brand strategy, omnichannel campaigns, and patient engagement. It provides communication solutions for pharmaceutical and healthcare brands using their proprietary Illuminate strategy. MJL focuses on strategic insights, scientific storytelling, and content development to support healthcare communications. The acquisition was consummated for a consideration of ₹ 411 which includes earnout payment of ₹ 150. The contingent consideration is based on the performance of MJL during the fiscal year beginning 01 April 2025 and ending 31 March 2027 and range of contingent consideration payable is between Nil to ₹ 172. The Group believes that the acquisition will further enhance the Group's commercialization portfolio adding market development and brand strategy competencies along with patient engagement platforms. The Group has concluded that the acquired set is a business.

The following table presents the allocation of purchase price

| Particulars | Acquiree's carrying amount | Fair value adjustments | Purchase price allocated |
|---|---|---|---|
| **Assets** | | | |
| Net assets taken over [I] | 98 | - | 98 |
| **Identifiable intangibles assets** | | | |
| Customer relationship | | 174 | 174 |
| **Total identifiable intangible assets acquired [II]** | | | **174** |
| **Total [I + II]** | | | **272** |
| Goodwill | | | 139 |
| **Total purchase price** | | | **411** |

The fair value of net assets acquired including the identified intangibles as on the acquisition date as a part of the transaction amounted to ₹ 272. The excess of purchase consideration over the fair value of net assets acquired has been attributed towards goodwill. The goodwill of ₹ 139 comprises value of acquired workforce and expected synergies arising from the acquisition. None of the trade receivables have been impaired and it is expected that its full contractual amount can be collected. Net assets acquired included ₹ 17, ₹ 68, ₹ 3, ₹ 37, ₹ 54, ₹ 18, ₹ 38 and ₹ 25 of Cash and cash equivalents, trade receivable, property, plant and equipment, right-of-use assets, other assets, accounts payable, lease liabilities and other liabilities respectively. Goodwill is allocated to Enterprise Commercial Solutions segment and is not deductible for income tax purposes of respective country tax laws. The aggregate cost incurred for the acquisition is ₹ 14.





# Notes forming part of the Consolidated Financial Statements

(All amounts in ₹ millions, except share data and where otherwise stated)

### b) BioPharm Parent Holding Inc. ("Biopharm")

On 30 September 2025, the Group has entered into a stock purchase agreement with BioPharm Parent Holding Inc., ("BioPharm") and Engage Acquisition Corp. ("Seller") to acquire 100% interest in BioPharm a specialized marketing services agency, part of Omnicom Health Group, for an aggregate purchase consideration of ₹ 8,821 million (USD 99.77 million), including deferred and contingent earn out consideration.

Further On 01 October 2025, the Group had obtained control of BioPharm. The Company is a full-service, healthcare marketing agency which helps brand teams at pharmaceutical and biotech companies execute customized marketing campaigns through a comprehensive portfolio of proprietary program offerings. The acquisition was consummated for a consideration of ₹ 8,821 million which includes earnout payment of ₹ 2,134 million. The contingent consideration is based on the performance of Biopharm during the fiscal year 2025 and 2026 and range of contingent consideration payable is between Nil to ₹ 707 million (USD 8 million) for the year 2025 and Nil to ₹ 1,680 (USD 19 million) for the year 2026. The Group believes that the acquisition will strengthen the Group's commercialization portfolio by integrating advanced AI and digital advertising technologies, enabling pharmaceutical companies to achieve more precise, scalable and measurable marketing outcomes. The Group has concluded that the acquired set is a business.

The following table presents the allocation of purchase price:

| Particulars | Acquiree's carrying amount | Fair value adjustments | Purchase price allocated |
|---|---|---|---|
| **Assets** | | | |
| Net assets taken over [I] | 234 | - | 234 |
| **Identifiable intangibles assets** | | | |
| Customer relationship | | 1,594 | 1,594 |
| Customer Contracts | | 190 | 190 |
| Brand | | 85 | 85 |
| Intellectual Property | | 817 | 817 |
| Non-compete agreement | | 187 | 187 |
| Deferred tax liability on intangible assets | | (715) | (715) |
| **Total identifiable intangible assets acquired [II]** | | | **2,158** |
| **Total [I + II]** | | | **2,392** |
| Goodwill | | | 6,429 |
| **Total purchase price** | | | **8,821** |

The fair value of net assets acquired including the identified intangibles as on the acquisition date as a part of the transaction amounted to ₹ 2,392. The excess of purchase consideration over the fair value of net assets acquired has been attributed towards goodwill. The goodwill of ₹ 6,429 comprises value of acquired workforce and expected synergies arising from the acquisition. Net assets acquired included ₹ 222, ₹ 620, ₹ 984, ₹ 60, ₹ 557 and ₹ 1095 of Cash and cash equivalents, trade receivable, unbilled revenue, other assets, accounts payable and other liabilities respectively. None of the trade receivables have been impaired and it is expected that its full contractual amount can be collected. Goodwill is allocated to Enterprise Commercial Solutions segment and is not deductible for income tax purposes of respective country tax laws. The aggregate cost incurred for the acquisition is ₹ 123.

If the acquisition had occurred on 01 April 2025, management estimates that the annual consolidated revenue for the Group would have been ₹ 38,343 and the annual profit before taxes for the year for the Group would have been ₹ 6,369. The pro-forma amounts are not necessarily indicative of the results that would have occurred if the acquisitions had occurred on date indicated or that may result in the future.

# Notes forming part of the Consolidated Financial Statements

(All amounts in ₹ millions, except share data and where otherwise stated)

c) **Warn & Co Limited (“Warn & Co”)**

On 16 October 2025, the Group acquired 100% interest in Warn & Co Limited (“Warn & Co”), a specialized transformation consulting firm, for an aggregate consideration of ₹ 464, including an earnout component of ₹ 67. The earnout component is based on the performance of Warn & Co during the period commencing on 01 November 2025 till 31 March 2027 and range of earnout payable is between Nil to ₹ 83. The Group believes that the acquisition will strengthen the Group’s go-to-market capabilities through the addition of upstream strategic consulting capabilities and support clients in adapting operating models, particularly in the context of GenAI adoption. The Group has concluded that the acquired set is a business.

The following table presents the allocation of purchase price:

| Particulars | Acquiree's carrying amount | Fair value adjustments | Purchase price allocated |
|---|---|---|---|
| **Assets** | | | |
| Net assets taken over [I] | 219 | - | 219 |
| **Identifiable intangibles assets** | | | |
| Customer relationship [II] | | 136 | 136 |
| **Total [I + II]** | | | **355** |
| Goodwill | | 109 | 109 |
| **Total purchase price** | | | **464** |

The fair value of net assets acquired including the identified intangibles as on the acquisition date as a part of the transaction amounted to ₹ 355. The excess of purchase consideration over the fair value of net assets acquired has been attributed towards goodwill. The goodwill of ₹ 109 comprises value of acquired workforce and expected synergies arising from the acquisition. Net assets acquired included ₹ 9, ₹ 66, ₹ 2, ₹ 227, ₹ 28 and ₹ 57 of Cash and cash equivalents, trade receivable, tangible assets, other assets, accounts payable and other liabilities respectively. None of the trade receivables have been impaired and it is expected that its full contractual amount can be collected. Goodwill is allocated to Others segment and is not deductible for income tax purposes of respective country tax laws. The aggregate cost incurred for the acquisition is ₹ 17.

If the acquisition had occurred on 01 April 2025, management estimates that the annual consolidated revenue for the Group would have been ₹ 35,291 and the annual profit before taxes for the year for the Group would have been ₹ 5,298. The pro-forma amounts are not necessarily indicative of the results that would have occurred if the acquisitions had occurred on date indicated or that may result in the future. From the date of acquisition, Warn & Co has immaterial contribution towards revenue and profit before tax for the year of the Group.

d) **Cake Kommunikations**

On 10 November 2025, the Group had entered into a stock purchase agreement to acquire Cake Kommunikations Holdings GmbH (an SPV created to hold 70% in Cake Kommunikations GmbH (AT), 100% in CAKE Kommunikations GmbH (DE) and 100% in CAKE Kommunikations AG (Switzerland)) and 30% in Cake Kommunikations GmbH (AT) from Werner Hinterberger [Collectively ‘Cake Group’], an advertising agency specialized in healthcare and pharmaceutical communication, for an aggregate purchase consideration of ₹ 860 (EUR 7.96 million), including earnout consideration (maximum of EUR 8.9 million considering maximum earnout consideration).

Further on 30 January 2026, the Group had obtained control of Cake Group and has carried out the provisional purchase price allocation for the acquisition during the quarter ended 31 March 2026 and the same will be finalised within the measurement period but in no event later than one year following the date of acquisition (30 January 2026).





# Notes forming part of the Consolidated Financial Statements

(All amounts in ₹ millions, except share data and where otherwise stated)

The Group believes that the acquisition will enable the Group to expand its healthcare marketing and communication capabilities in Europe, specifically targeting the DACH region (Germany, Austria and Switzerland), thereby strengthening the Group’s footprint by offering specialized, high-touch marketing services.

The fair value of net assets acquired on the acquisition date as a part of the transaction amounted to ₹ 162 (EUR 1.50 million). The excess of purchase consideration over the fair value of net assets acquired has been attributed towards the identifiable intangible assets aggregating to ₹ 274 (EUR 2.53 million) and goodwill aggregating to ₹ 424 (EUR 3.93 million) basis provisional purchase price allocation.

## 8. Loans

**(Unsecured considered good, unless otherwise stated)**

| Particulars | As at 31 March 2026 | As at 31 March 2025 |
|---|---|---|
| **Current** | | |
| Loan* | 135 | 135 |
| Less: Loss allowance of loan | (135) | (135) |
| | - | - |

*On 22 March 2024 Indegene Ireland Limited had given a convertible loan to TriloDocs GmbH, for a year of 18 months (“maturity date”) at a interest rate of 4% p.a. The loan along with accrued interest will be due for payment on the maturity date or convertible to shares, subject to condition mentioned in the agreement. Based on assessment of recoverability of the loan given to TriloDocs GmbH aggregating to ₹ 135, gross of traslation adjustment, the Group has fully provided for the same during the previous year ended 31 March 2025.

## 9. Other financial assets

**(unsecured considered good, unless otherwise stated)**

| Particulars | As at 31 March 2026 | As at 31 March 2025 |
|---|---|---|
| **Non-current** | | |
| Security deposit | 233 | 133 |
| Bank deposits with original maturity of more than twelve months | 571 | - |
| | **804** | **133** |
| **Current** | | |
| Security deposits | ^ | 1 |
| Advance to employees | 7 | 56 |
| Derivative asset | 47 | - |
| Interest earned but not due | 24 | 69 |
| Others* | 25 | - |
| | **103** | **126** |

*Represents the amount deposited in an escrow account in connection with purchase price adjustments arising from the acquisition of a subsidiary. Following the finalization of post-closing adjustments, the amount standing to the credit of the escrow account is receivable by the Group.

# Notes forming part of the Consolidated Financial Statements

(All amounts in ₹ millions, except share data and where otherwise stated)

## 10. Other assets

**(unsecured considered good, unless otherwise stated)**

| Particulars | As at 31 March 2026 | As at 31 March 2025 |
|---|---|---|
| **Non-current** | | |
| Prepaid expenses | 41 | 25 |
| | **41** | **25** |
| **Current** | | |
| Prepaid expenses | 901 | 473 |
| Balance with government authorities | 286 | 381 |
| Advance to vendors | 189 | 163 |
| Others | 8 | - |
| | **1,384** | **1,017** |

## 11. Investments

| Particulars | Number of units | | Carrying value | |
|---|---|---|---|---|
| | As at 31 March 2026 | As at 31 March 2025 | As at 31 March 2026 | As at 31 March 2025 |
| **Investment carried at fair value through profit or loss** | | | | |
| **Current** | | | | |
| **Unquoted** | | | | |
| Aditya Birla Sun Life Savings Fund Growth | - | 279,306 | - | 150 |
| Aditya Birla Sun Life Money Manager Fund - Direct - Growth | 157,001 | 157,001 | 62 | 58 |
| Bandhan Ultra Short Term Fund - Direct-Growth | 10,266,741 | 15,887,623 | 165 | 240 |
| Bandhan Low Duration Fund | 3,008,699 | 3,539,261 | 124 | 137 |
| DSP Low Duration Fund -Direct Plan | 2,681,163 | 3,506,486 | 57 | 70 |
| HDFC Money Market Fund - Direct- Growth | 19,212 | 19,212 | 117 | 110 |
| HDFC Ultra Short Term Fund -Direct Plan | - | 4,650,873 | - | 70 |
| HSBC Ultra Short Duration Fund Direct - Growth | 121,865 | 121,865 | 175 | 164 |
| HDFC Corporate Bond Fund Regular Plan Growth | 17,273,804 | 10,479,303 | 576 | 334 |
| ICICI Prudential Money Market Fund Direct Growth | 320,355 | 320,355 | 129 | 121 |
| Tata Treasury Advantage Fund | 17,780 | 17,781 | 75 | 70 |
| SBI Magnum Ultra Short Duration Fund | - | 15,752 | - | 94 |
| ICICI Prudential Corporate Bond Fund Growth Direct | 16,077,750 | 16,077,750 | 512 | 482 |
| Aditya Birla Sun Life Corporate Bond Fund - Direct - Growth | 1,782,567 | 1,402,722 | 210 | 158 |
| Aditya Birla Sun Life Corporate Bond Fund - Regular - Growth | 5,003,998 | 4,739,275 | 579 | 524 |
| Kotak Banking and PSU Debt Fund Regular | 1,014,776 | 1,014,776 | 69 | 65 |
| SBI Corporate Bond Fund Regular Plan Growth | 8,492,083 | 8,492,083 | 138 | 131 |
| ICICI Prudential Savings Fund Growth | - | 480,660 | - | 256 |
| HDFC Low Duration fund | - | 2,791,286 | - | 171 |
| Axis Crisil- IBX AAA NBFC Index Fund - Direct- Growth | 20,347,765 | 14,979,627 | 228 | 156 |
| DSP Banking & PSU Debt Fund - Direct - Growth | 4,294,746 | 4,294,746 | 110 | 105 |
| DSP Banking & PSU Debt Fund - Reg - Growth | - | 6,552,523 | - | 155 |
| DSP Income Plus Arbitrage Omni FoF - Reg - Growth | 5,711,781 | - | 125 | - |
| ABSL Crisil-IBX AAA NBFC-HFC Index Fund - Reg - Growth | - | 13,456,131 | - | 139 |
| Kotak Corporate Bond Fund - Dir - Growth | 40,361 | 40,361 | 165 | 155 |
| Invesco India Corporate Bond Fund - Reg - Growth | 50,068 | 50,068 | 164 | 156 |
| Tata Corporate Bond Fund - Direct Growth | 34,489,804 | 20,271,575 | 449 | 251 |
| Axis Treasury Advantage Fund - Dir - Growth | - | 12,751 | - | 40 |
| UTI Money Market Fund - Reg - Growth | - | 76,269 | - | 231 |
| HSBC Liquid Fund - Reg - Growth | - | 39,109 | - | 100 |
| Axis Crisil- IBX AAA NBFC Index Fund - Reg - Growth | 22,464,792 | 13,439,076 | 250 | 140 |
| Aditya Birla Sun Life Arbitrage Fund - Dir - Growth | 3,385,254 | - | 102 | - |
| Aditya Birla Sun Life Arbitrage Fund - Reg - Growth | 7,268,082 | - | 202 | - |
| Axis Income Plus Arbitrage Active FOF - Dir - Growth | 8,213,385 | - | 125 | - |
| Axis Income Plus Arbitrage Active FOF - Reg - Growth | 4,715,188 | - | 71 | - |
| Bharat Bond ETF FOF - Dir - Growth | 14,141,468 | - | 182 | - |
| HDFC Corporate Bond Fund - Dir - Growth | 7,379,195 | - | 252 | - |
| HDFC Liquid Fund - Dir - Growth | 21,348 | - | 115 | - |
| HDFC Liquid Fund - Reg - Growth | 28,254 | - | 151 | - |
| ICICI Pru Corporate Bond Fund - Reg - Growth | 8,625,420 | - | 267 | - |
| ICICI Pru Equity - Arbitrage Fund - Dir - Growth | 1,891,485 | - | 73 | - |





Notes forming part of the Consolidated Financial Statements

(All amounts in ₹ millions, except share data and where otherwise stated)

# Notes forming part of the Consolidated Financial Statements

(All amounts in ₹ millions, except share data and where otherwise stated)

| Particulars | Number of units | | Carrying value | |
|---|---|---|---|---|
| | As at 31 March 2026 | As at 31 March 2025 | As at 31 March 2026 | As at 31 March 2025 |
| Invesco India Arbitrage Fund - Dir - Growth | 3,341,241 | - | 121 | - |
| Invesco India Corporate Bond Fund - Dir - Growth | 14,616 | - | 51 | - |
| Kotak Income Plus Arbitrage Omni FOF - Reg - Growth | 19,580,037 | - | 250 | - |
| Nippon India Liquid Fund - Dir - Growth | 20,104 | - | 136 | - |
| SBI Arbitrage Opportunities Fund - Reg - Growth | 3,433,010 | - | 121 | - |
| SBI Corporate Bond Fund - Dir - Growth | 6,238,770 | - | 103 | - |
| SBI Low Duration Fund - Reg - Growth | 16,685 | - | 61 | - |
| Tata Treasury Advantage Fund - Reg - Growth | 19,676 | - | 81 | - |
| UTI Arbitrage Fund - Reg - Growth | 1,986,466 | - | 73 | - |
| **Total Mutual Funds** | | | **7,016** | **5,033** |
| **Investment carried at amortised cost** | | | | |
| US Money Market Fund (unquoted) | | | 3,979 | 5,298 |
| US Treasury bills (quoted) | | | - | 2,566 |
| **Aggregate amount of investments** | | | **10,995** | **12,897** |
| **Aggregate market value of quoted investments** | | | - | 2,566 |
| **Aggregate book value of quoted investments** | | | - | 2,566 |
| **Aggregate book value of unquoted investments** | | | 10,995 | 10,331 |
| **Aggregate value of impairment** | | | - | - |

## 12. Trade receivables

| Particulars | As at 31 March 2026 | As at 31 March 2025 |
|---|---|---|
| **Billed** | | |
| Trade receivables | 7,717 | 6,358 |
| Less: expected credit loss allowance | (15) | (36) |
| | **7,702** | **6,322** |

| Break-up: | As at 31 March 2026 | As at 31 March 2025 |
|---|---|---|
| **(Unsecured, unless otherwise stated)** | | |
| a) Trade receivables considered good | 7,702 | 6,322 |
| b) Trade receivables which have significant increase in credit risk | 15 | 36 |
| Less: expected credit loss allowance | (15) | (36) |
| **Trade receivable** | **7,702** | **6,322** |





# Notes forming part of the Consolidated Financial Statements

(All amounts in ₹ millions, except share data and where otherwise stated)

| Movement in expected credit loss allowance of trade receivables: | As at 31 March 2026 | As at 31 March 2025 |
|---|---|---|
| Opening balance | 36 | 17 |
| Add: Provision/(reversal) of trade receivables - significant increase in credit risk | (21) | 19 |
| **Closing balance** | **15** | **36** |

**Ageing for trade receivables outstanding as at 31 March 2026 is as follows:**

| Particulars | Outstanding for following years from due date of payment | | | | | | Total |
|---|---|---|---|---|---|---|---|
| | Not due | < 6 months | 6 months to 1 year | 1 year to 2 years | 2 year to 3 years | > 3 years | |
| i) Undisputed trade receivable - considered good | 6,772 | 915 | 10 | 4 | 1 | - | 7,702 |
| ii) Undisputed trade receivable - which have significant increase in credit risk | - | - | - | - | - | - | - |
| iii) Undisputed trade receivable - Credit impaired | 0 | 2 | 3 | 10 | - | - | 15 |
| iv) Disputed trade receivable - considered good | - | - | - | - | - | - | - |
| v) Disputed trade receivable - which have significant increase in credit risk | - | - | - | - | - | - | - |
| vi) Disputed trade receivable - Credit impaired | - | - | - | - | - | - | - |
| **Total** | **6,772** | **917** | **13** | **14** | **1** | **-** | **7,717** |
| **Less: Allowance for expected credit loss** | | | | | | | (15) |
| **Total** | | | | | | | **7,702** |
| **Trade receivables - Unbilled** | | | | | | | **2,116** |
| **Trade receivables - Total** | | | | | | | **9,818** |

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

| Particulars | Outstanding for following years from due date of payment | | | | | | Total |
|---|---|---|---|---|---|---|---|
| | Not due | < 6 months | 6 months to 1 year | 1 year to 2 years | 2 year to 3 years | > 3 years | |
| i) Undisputed trade receivable - considered good | 5,453 | 858 | ^ | 5 | 6 | - | 6,322 |
| ii) Undisputed trade receivable - which have significant increase in credit risk | - | - | - | - | - | - | - |
| iii) Undisputed trade receivable - Credit impaired | - | 13 | 14 | - | 9 | - | 36 |
| iv) Disputed trade receivable - considered good | - | - | - | - | - | - | - |
| v) Disputed trade receivable - which have significant increase in credit risk | - | - | - | - | - | - | - |
| vi) Disputed trade receivable - Credit impaired | - | - | - | - | - | - | - |
| **Total** | **5,453** | **871** | **14** | **5** | **15** | **-** | **6,358** |
| **Less: Allowance for expected credit loss** | | | | | | | (36) |
| **Total** | | | | | | | **6,322** |
| **Trade receivables - Unbilled** | | | | | | | **1,192** |
| **Trade receivables - Total** | | | | | | | **7,514** |

Trade receivables have been offered as security against the working capital facilities and term loan provided by the banks (refer note 27).

# Notes forming part of the Consolidated Financial Statements

(All amounts in ₹ millions, except share data and where otherwise stated)

## 13. Cash and cash equivalents

| Particulars | As at 31 March 2026 | As at 31 March 2025 |
|---|---|---|
| **Balances with banks:** | | |
| - In current accounts | 2,258 | 1,503 |
| - In deposit accounts with original maturity less than 3 months | 750 | 907 |
| | **3,008** | **2,410** |

## 14. Other bank balances

| Particulars | As at 31 March 2026 | As at 31 March 2025 |
|---|---|---|
| Bank deposits with original maturity of more than three months but less than twelve months* | 811 | 1,336 |
| | **811** | **1,336** |

*The bank deposits includes an amount of ₹ 50 (31 March 2025: Nil) held as lien against facilities from banks and ₹ 165 (31 March 2025: ₹ 154) given to a bank against bank guarantee issued to National Stock Exchange towards IPO.

## 15. Share capital and other equity

### 15(a). Equity Share capital

| Particulars | As at 31 March 2026 | As at 31 March 2025 |
|---|---|---|
| **Authorised** | | |
| 400,000,000 (31 March 2025: 400,000,000) equity shares of ₹ 2 each | 800 | 800 |
| | **800** | **800** |
| **Issued, subscribed and paid up** | | |
| 240,528,646 (31 March 2025: 239,635,254) equity shares of ₹ 2 each | 481 | 479 |
| | **481** | **479** |

#### Equity shares

**Rights, preferences and restrictions attached to equity shares**

As per the memorandum of association, the Parent Company's authorized share capital consist of equity shares. All equity shares rank equally with regard to dividends and share in the Parent Company's residual assets. The equity shares are entitled to receive dividend as declared from time to time. Shareholders are entitled to one vote per equity share held in the Parent Company.

On winding up of the Parent Company, the holders of equity shares will be entitled to receive the residual assets of the Parent Company, remaining after distribution of all preferential amounts in proportion to the number of equity shares held.





# Notes forming part of the Consolidated Financial Statements

(All amounts in ₹ millions, except share data and where otherwise stated)

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

| Particulars | As at 31 March 2026 | | As at 31 March 2025 | |
|---|---|---|---|---|
| | Number of shares | Amount | Number of shares | Amount |
| Shares outstanding at the beginning of the year | 239,635,254 | 479 | 222,062,383 | 444 |
| Shares issued during the year by way of Initial Public Offer (refer note 41) | - | - | 16,833,818 | 34 |
| Shares issued during the year | 893,392 | 2 | 739,053 | 1 |
| **Shares outstanding at the end of the year** | **240,528,646** | **481** | **239,635,254** | **479** |

**B) Details of shareholders having more than 5% equity shares in the group**

| Name of shareholder | As at 31 March 2026 | | As at 31 March 2025 | |
|---|---|---|---|---|
| | Number of shares | % holding | Number of shares | % holding |
| **Equity shares** | | | | |
| Nadathur Fareast Pte. Ltd | 52,700,256 | 21.88% | 52,700,256 | 21.96% |
| CA Dawn Investments | - | - | 24,475,402 | 10.20% |
| Mr. Manish Gupta | 21,474,076 | 8.91% | 21,474,076 | 8.95% |
| Dr. Rajesh B.Nair | 17,201,536 | 7.14% | 17,192,386 | 7.16% |
| BPC Genesis Fund I SPV, Ltd. | 13,862,223 | 5.75% | 15,060,223 | 6.27% |
| Dr. Sanjay Parikh | 12,008,172 | 4.98% | 12,008,172 | 5.00% |
| BPC Genesis Fund I-A SPV, Ltd. | 7,190,255 | 2.98% | 7,811,651 | 3.25% |

**C) Shareholding of Promoters:**

NIL

**D) Bonus shares, shares buyback and issue of shares for consideration other than in cash during five years immediately preceding 31 March 2026.**

During the five years immediately preceding 31 March 2026 ('the year'), neither any shares have been bought back nor any shares have been issued for consideration other than cash. Pursuant to resolution passed by the shareholders of the Company on 06 July 2022 the Company has allotted by way of bonus issue to its shareholders shares in the ratio of 1:125 on 06 July 2022.

**E) Employee share-based compensation**

Employees covered under Company Share Option CSOP 2022 ("CSOP Sub-Plan"), Employee Stock Option Plan 2020 ("ESOP 2020"), Employee Restricted Stock Unit Plan 2020' ("RSU 2020"), Employee Stock Option Scheme Plan 2007 ("ESOP 2007"), Employee Restricted Stock Unit Plan, 2015 ("RSU 2015") (collectively "stock option plans") are granted an option to purchase shares of the Company at the respective exercise prices, subject to requirements of vesting conditions. These options generally vest in tranches over a year of three to five years from the date of grant. Upon vesting, the employees can acquire one equity share for every option.

# Notes forming part of the Consolidated Financial Statements

(All amounts in ₹ millions, except share data and where otherwise stated)

The stock compensation cost is computed under the fair value method and amortized on accelerated vesting year. The intrinsic value on the date of grant approximates the fair value. For the year ended 31 March 2026, the Group has recorded stock compensation expense of ₹ 256 (March 2025 : ₹ 174).

The compensation committee of the board evaluates the performance and other criteria of employees and approves the grant of options. These options vest with employees over a specified year subject to fulfilment of certain conditions. Upon vesting, employees are eligible to apply and secure allotment of the Company's shares at a price determined on the date of grant of options. The particulars of options granted under various plans are tabulated below.

In 2020, the Company established a controlled trust called the Indegene Employee Welfare Trust ("IEWT"). IEWT purchases shares of the Company from the existing shareholders, out of funds borrowed from the Company. The Company's equity shares held by the controlled trust, which is consolidated as a part of the Group are classified as Treasury shares. The Company has 2,958 treasury shares (excluding bonus shares of 369,750) as of 31 March 2026 and 31 March 2025.Treasury shares are recorded at acquisition cost.

A summary of the general terms of grants under stock option plans and restricted stock unit option plans are as follows:

| Name of the plan | Authorised | Range of exercise price |
|---|---|---|
| Employee Restricted Stock Unit Plan 2020 (RSU 2020)[1] | 5,849,250 | ₹ 2 |
| Employee Stock Option Plan 2020 (ESOP 2020)[2] | 6,014,543 | FMV as on date of grant |

[1]Pursuant to a resolution passed by Shareholders dated 28 November 2022, Board have been authorised to grant RSU 2020 up to 5,849,250 respectively. Out of the total available Options as stated above, 613,772 Options is Granted during the year.

[2]Pursuant to a resolution passed by Shareholders dated 28 November 2022, Board have been authorised to grant ESOP 2020 up to 6,014,543 respectively. Out of the total available Options as stated above, 369,535 Options is Granted during the year.

**The following is the summary of the movement in Employee Restricted Stock Unit Plan 2020 (RSU 2020) during the year:**

The Company instituted the Employee Restricted Stock Unit Plan 2020' ("RSU 2020") on 13 November 2020 which was amended on 28 November 2022 which provides for the issue of maximum 5,849,250 equity shares to employees at an exercise price of ₹ 2/- per share plus tax.

| Particulars | Year ended 31 March 2026 | | Year ended 31 March 2025 | |
|---|---|---|---|---|
| | Number of options | Weighted average exercise price | Number of options | Weighted average exercise price |
| Options outstanding at the beginning of the year | 1,652,492 | 2.00 | 1,769,339 | 2.00 |
| Options granted during the year(RSU) | 613,772 | 2.00 | 521,330 | 2.00 |
| Options forfeited during the year | (185,018) | 2.00 | (110,846) | 2.00 |
| Options exercised during the year | (670,418) | 2.00 | (527,331) | 2.00 |
| **Options outstanding at the end of year** | **1,410,828** | **2.00** | **1,652,492** | **2.00** |
| Options exercisable | 37,430 | 2.00 | 18,900 | 2.00 |





# Notes forming part of the Consolidated Financial Statements

(All amounts in ₹ millions, except share data and where otherwise stated)

**The following is the summary of the movement in Employee Stock Option Plan 2020 (ESOP 2020) during the year:**

The Company instituted the Employee Stock Option Plan 2020' ("ESOP 2020") plan on 13 November 2020 which was amended on 28 November 2022 which provides for the issue of maximum 6,014,543 equity shares to employees at an exercise price equivalent to the fair market value of the shares of the Company as on date of the grant of the options plus tax.

| Particulars | Year ended 31 March 2026 | | Year ended 31 March 2025 | |
|---|---|---|---|---|
| | Number of options | Weighted average exercise price | Number of options | Weighted average exercise price |
| Options outstanding at the beginning of the year | 1,510,955 | 362.53 | 1,638,046 | 161.02 |
| Options granted during the year(ESOP) | 318,251 | 573.00 | 243,973 | 316.19 |
| Options exercised during the year | (215,192) | 257.56 | (211,722) | 175.71 |
| Options forfeited during the year | (275,892) | 452.85 | (159,342) | 145.58 |
| **Options outstanding at the end of year** | **1,338,122** | **410.84** | **1,510,955** | **166.15** |
| Options exercisable | 569,972 | 314.03 | 596,734 | 166.15 |

**The following is the summary of the movement in Company Share Option Plan 2022 (CSOP 2022) during the year:**

The Company instituted the Indegene Limited Company Share Option CSOP 2022' ("CSOP Sub-Plan") as a part of the Employee Stock Option Plan 2020' ("ESOP 2020") plan on 28 November 2022, which provides for the issue of equity shares to employees at an exercise price equivalent to the fair market value of the shares of the Company as on date of the grant of the options plus tax. The maximum number of Options available for Grant under the CSOP Sub-Plan shall be within the limit as prescribed under the ESOP 2020.

| Particulars | Year ended 31 March 2026 | | Year ended 31 March 2025 | |
|---|---|---|---|---|
| | Number of options | Weighted average exercise price | Number of options | Weighted average exercise price |
| Options outstanding at the beginning of the year | 104,263 | 456.34 | 83,436 | 156.71 |
| Options granted during the year | 56,462 | 573.00 | 39,571 | 316.19 |
| Options exercised during the year | (7,782) | 350.57 | - | - |
| Options forfeited during the year | (32,431) | 468.56 | (18,744) | 236.45 |
| **Options outstanding at the end of year** | **120,512** | **514.53** | **104,263** | **156.71** |
| Options exercisable | 27,576 | 424.59 | 18,470 | 156.71 |

During the year ended 31 March 2026 and 31 March 2025, the weighted average grant date fair value under the RSU 2020 was ₹573 and ₹657.30 respectively.

During the year ended 31 March 2026 and 31 March 2025, the weighted average grant date fair value under the ESOP 2020 was ₹272.49 and ₹316.19 respectively.

During the year ended 31 March 2026 and 31 March 2025, the weighted average grant date fair value under the CSOP 2022 was ₹272.49 and ₹316.19 respectively.

# Notes forming part of the Consolidated Financial Statements

(All amounts in ₹ millions, except share data and where otherwise stated)

Effective from 2014, Indegene allocates the subsidiaries for the employee stock option plan cost pertaining to the employees of the subsidiaries.

| Particulars | As at 31 March 2026 | As at 31 March 2025 |
|---|---|---|
| **Options outstanding at the end of the year** | | |
| Number of options outstanding | 2,869,462 | 3,267,710 |
| Weighted average remaining contractual life in years | 2.19 | 1.61 |
| Weighted average remaining contractual life in years (ESOP 2020) | 9.80 | 10.64 |
| Weighted average exercise price (in ₹) | ₹ 2.00 - ₹272.49 | ₹ 2.00 - ₹ 316.19 |

The following tables list the inputs to the models used for ESOP plans for the year ended 31 March 2026 and 31 March 2025 respectively:

| Particulars | As at 31 March 2026 | As at 31 March 2025 |
|---|---|---|
| Dividend yield (%) | 0.00% | 0.00% |
| Expected volatility (%) | 35.89% | 35.55% |
| Risk–free interest rate (%) | 6.21% | 6.74% |
| Model used | Black Scholes Option Pricing | Black Scholes Option Pricing |

The expected life of the share options is based on historical data and current expectations and is not necessarily indicative of exercise patterns that may occur. The expected volatility reflects the assumption that the historical volatility over a year similar to the life of the options is indicative of future trends, which may also not necessarily be the actual outcome.

There are no non market performance conditions existing as at 31 March 2026 and 31 March 2025.

### 15(b). Other equity

| Particulars | As at 31 March 2026 | As at 31 March 2025 |
|---|---|---|
| **Reserves and surplus** | | |
| Securities premium | 10,136 | 9,929 |
| Share based payment reserve | 458 | 352 |
| Retained earnings | 18,335 | 14,776 |
| Foreign currency translation reserve | 2,023 | 611 |
| Cash flow hedge | (49) | - |
| Share application money pending allotment | 3 | 9 |
| | **30,906** | **25,677** |

Refer consolidated statement of changes in equity for detailed movement in other equity

#### Nature and purpose of other equity

Securities premium reserve is used to record the premium on issue of shares. The reserve can be utilised only for limited purposes such as issuance of bonus shares in accordance with the provisions of the Companies Act, 2013.

#### Share based payment reserve

Share based payment reserve is used to recognise the grant date fair value minus exercise price of options issued to employees under various ESOP and RSU plans.





# Notes forming part of the Consolidated Financial Statements

(All amounts in ₹ millions, except share data and where otherwise stated)

#### Foreign currency translation reserve

Exchange differences arising on translation of the foreign operations are recognised in Other Comprehensive Income as described in accounting policy and accumulated in a separate reserve within equity. The cumulative amount is reclassified to Consolidated Statement of Profit and Loss when the net investment is disposed off.

#### Retained earnings

Retained earnings are the profits/(loss) that the Group has earned/incurred till date, less any transfers to general reserve, dividends or other distributions paid to shareholders. Retained earnings includes re-measurement loss/(gain) on defined benefit plans, net of taxes that will not be reclassified to Consolidated Statement of Profit and Loss. Retained earnings is a free reserve available to the Group and eligible for distribution to shareholders, in case where it is having positive balance representing net earnings till date.

#### Share application money pending allotment

The Company has received the money towards exercise of ESOP options in the month of March 2025 and the allotment is done against the same on 21 April 2025, upon which the Company has issued 24,046 equity shares. As at 31 March 2025 these shares were shown as shares pending issuance in these Consolidated Financial Statements.

#### Cash flow hedge reserve

Changes in fair value of derivative hedging instruments designated and effective as a cash flow hedge are recognized in other comprehensive income, net of taxes, and presented within equity as cash flow hedging reserve.

### 16. Other financial liabilities

| Particulars | As at 31 March 2026 | As at 31 March 2025 |
|---|---|---|
| **Non-current** | | |
| Contingent consideration[1] | 1,892 | 149 |
| Derivative liability | 139 | - |
| | **2,031** | **149** |
| **Current** | | |
| Derivative liability | 526 | 40 |
| Accrued compensation to employees | 1,431 | 1,011 |
| Contingent consideration[1] | 1,022 | 3 |
| Capital creditors | | |
| Total outstanding dues of micro enterprises and small enterprises ('MSME')[2] | 64 | 16 |
| Total outstanding dues of creditors other than micro enterprises and small enterprises | - | 62 |
| Others | 12 | 19 |
| | **3,055** | **1,151** |
| | **5,086** | **1,300** |

[1]Current year amount represents contingent consideration on acquisition of BioPharm Parent Holding Inc., Warn & Co. and Cake Kommunications (refer note 7b, 7c and 7d respectively). Previous year amount represents contingent consideration on acquisition of MJL. Communications Group Ltd ("MJL") (refer note 7a) , Cult Health LLC and Trilogy Writing & Consulting GmbH ('Trilogy GmbH').

[2]The amount outstanding relates to accrued expenses towards capital expenditure.

# Notes forming part of the Consolidated Financial Statements

(All amounts in ₹ millions, except share data and where otherwise stated)

## 17. Provisions

| Particulars | As at 31 March 2026 | As at 31 March 2025 |
|---|---|---|
| **Non-current** | | |
| Provision for litigation expenses (refer note 37) | 216 | - |
| Provision for employee benefits: | | |
| Provision for gratuity (refer note 30) | 657 | 585 |
| | **873** | **585** |
| **Current** | | |
| Provision for employee benefits: | | |
| Provision for gratuity (refer note 30) | 49 | 26 |
| Provision for employee compensated absences | 749 | 651 |
| | **798** | **677** |
| | **1,671** | **1,262** |

## 18. Trade payables

| Particulars | As at 31 March 2026 | As at 31 March 2025 |
|---|---|---|
| Total outstanding dues of micro enterprises and small enterprises ('MSME') (refer note 18a) | 26 | 17 |
| Total outstanding dues of creditors other than micro enterprises and small enterprises | 1,781 | 917 |
| | **1,807** | **934** |

**Ageing for trade payables outstanding as at 31 March 2026 is as follows:**

| Particulars | Outstanding for following years from due date of payment* | | | | | Total |
|---|---|---|---|---|---|---|
| | Not due | Less than 1 year | 1-2 Years | 2 year to 3 years | More than 3 years | |
| Outstanding dues of micro and small enterprises | 26 | - | - | - | - | 26 |
| Outstanding dues of creditors other than micro and small enterprises | 392 | 39 | - | - | - | 431 |
| Disputed dues of micro and small enterprises | - | - | - | - | - | - |
| Disputed dues of creditors other than micro and small enterprises | - | - | - | - | - | - |
| **Total** | **418** | **39** | **-** | **-** | **-** | **457** |
| Accrued expenses | | | | | | 1,350 |
| **Trade payables - Total** | | | | | | **1,807** |





# Notes forming part of the Consolidated Financial Statements

(All amounts in ₹ millions, except share data and where otherwise stated)

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

| Particulars | Outstanding for following years from due date of payment* | | | | | Total |
|---|---|---|---|---|---|---|
| | Not due | Less than 1 year | 1-2 Years | 2 year to 3 years | More than 3 years | |
| Outstanding dues of micro and small enterprises | 17 | - | - | - | - | 17 |
| Outstanding dues of creditors other than micro and small enterprises | 279 | 27 | - | ^ | - | 306 |
| Disputed dues of micro and small enterprises | - | - | - | - | - | - |
| Disputed dues of creditors other than micro and small enterprises | - | - | - | - | - | - |
| **Total** | **296** | **27** | **-** | **^** | **-** | **323** |
| Accrued expenses | | | | | | 611 |
| **Trade payables - Total** | | | | | | **934** |

**18 a. Details of dues to micro and small enterprises as defined under the MSMED Act, 2006**

The Ministry of Micro, Small and Medium Enterprises has issued an Official Memorandum dated 26 August 2008 which recommends that the Micro and Small Enterprises should mention in their correspondence with its customers the Entrepreneurs Memorandum Number as allocated after filing of the Memorandum. Accordingly, the disclosure in respect of the amounts payable to such enterprise as at 31 March 2026 and 31 March 2025 has been made in the financial statements based on information received and available with the Group. The Group has not received any claim for interest from any supplier under the Micro, Small and Medium Enterprises Development Act, 2006 ("MSMED Act, 2006").

| Particulars | As at 31 March 2026 | As at 31 March 2025 |
|---|---|---|
| **The principal amount and the interest due thereon (to be shown separately) remaining unpaid to any supplier as at the end of each accounting year;** | | |
| - Principal amount remaining unpaid to any supplier* | 38 | 17 |
| - Interest due thereon remaining unpaid to any supplier | - | - |
| The amount of interest paid by the buyer as per the MSMED Act, 2006 along with the amounts of the payments made to micro and small suppliers beyond the appointed day during each accounting year | 1 | 1 |
| The amount of interest due and payable for the year of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under MSMED 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 as above are actually paid to the small enterprise for the purposes of disallowance as a deductibles expenditure under the MSMED Act, 2006. | ^ | ^ |

*includes 12 (March 2025: Nil) for purchase of property, plant and equipment.

# Notes forming part of the Consolidated Financial Statements

(All amounts in ₹ millions, except share data and where otherwise stated)

## 19. Other current liabilities

| Particulars | As at 31 March 2026 | As at 31 March 2025 |
|---|---|---|
| **Current** | | |
| Unearned revenue | 3,823 | 1,925 |
| Statutory liabilities | 443 | 520 |
| Advance from customers | 56 | 64 |
| Others | 3 | 1 |
| | **4,325** | **2,510** |

## 20. Revenue from operations

| Particulars | For the year ended 31 March 2026 | For the year ended 31 March 2025 |
|---|---|---|
| Revenue from rendering of services | 35,105 | 28,393 |
| | **35,105** | **28,393** |

During the year, the Group has reorganised its segments by merging Brand Activation Segment as part of Enterprise Commercial Solutions in line with the manner in which the Chief operating decision maker reviews and evaluates performance of the business of the Group. Pursuant to the above, in accordance with the requirement specified in Ind AS 108, the comparative period information has been recasted to give the effect of this change.Subsequent to the above change the Group will now have only 2 reportable segment i.e., Enterprise Commercial Solutions and Enterprise Medical Solutions.

The below table represents disaggregated services revenue from contract with customers by contract type and customer geographies for each segment for the years ended 31 March 2026 and 31 March 2025.

**Year ended 31 March 2026**

| Particulars | Fixed price and volume based | Time & material | Total |
|---|---|---|---|
| Enterprise Medical Solutions | 7,460 | 1,838 | 9,298 |
| Enterprise Commercial Solutions | 21,908 | 2,697 | 24,605 |
| Others | 1,056 | 146 | 1,202 |
| | **30,424** | **4,681** | **35,105** |

| Revenue from rendering of services disaggregated by primary geographical market | North America* | Europe | India | Rest of the world | Total |
|---|---|---|---|---|---|
| Enterprise Medical Solutions | 6,742 | 2,410 | 13 | 133 | 9,298 |
| Enterprise Commercial Solutions | 17,539 | 6,209 | 146 | 711 | 24,605 |
| Others | 832 | 366 | 2 | 2 | 1,202 |
| | **25,113** | **8,985** | **161** | **846** | **35,105** |

*includes revenues from United States of America ₹24,957





# Notes forming part of the Consolidated Financial Statements

(All amounts in ₹ millions, except share data and where otherwise stated)

**Year ended 31 March 2025**

| Particulars | Fixed price and volume based | Time & material | Total |
|---|---|---|---|
| Enterprise Medical Solutions | 6,665 | 1,360 | 8,025 |
| Enterprise Commercial Solutions | 16,345 | 3,003 | 19,348 |
| Others | 924 | 96 | 1,020 |
| | **23,934** | **4,459** | **28,393** |

| Revenue from rendering of services disaggregated by primary geographical market | North America* | Europe | India | Rest of the world | Total |
|---|---|---|---|---|---|
| Enterprise Medical Solutions | 6,154 | 1,761 | 60 | 50 | 8,025 |
| Enterprise Commercial Solutions | 12,979 | 5,617 | 128 | 625 | 19,349 |
| Others | 781 | 233 | 6 | ^ | 1,020 |
| | **19,914** | **7,611** | **194** | **675** | **28,394** |

*includes revenues from United States of America ₹ 19,736

**Reconciliation of Revenue with Contract Price**

| Particulars | For the year ended 31 March 2026 | For the year ended 31 March 2025 |
|---|---|---|
| Contract Price | 35,286 | 28,587 |
| **Adjustments for:** | | |
| Volume discount | (181) | (195) |
| | **35,105** | **28,392** |

During the year ended 31 March 2026 and 31 March 2025 ₹ 1,192 and ₹ 935 of unbilled revenue pertaining to fixed price and fixed time frame contracts as of 01 April 2025 and 01 April 2024, respectively, has been reclassified to trade receivables upon billing to customers on completion of milestones.

During the year ended 31 March 2026 and 31 March 2025 the Group recognized revenue of ₹ 1,690 and ₹ 1,224 arising from opening unearned revenue as of 01 April 2025 and 01 April 2024, respectively.

## 21. Other income

| Particulars | For the year ended 31 March 2026 | For the year ended 31 March 2025 |
|---|---|---|
| **Interest income on:** | | |
| - Bank deposits | 82 | 171 |
| - Other financial assets measured at amortized cost | 89 | 114 |
| Dividend income | 192 | 216 |
| Exchange gain on foreign exchange fluctuation (net) | - | 95 |

# Notes forming part of the Consolidated Financial Statements

(All amounts in ₹ millions, except share data and where otherwise stated)

| Particulars | For the year ended 31 March 2026 | For the year ended 31 March 2025 |
|---|---|---|
| Gain due to change in contingent consideration | - | 162 |
| Gain on lease termination | 9 | - |
| Reversals of provision on doubtful debts and advance | 22 | - |
| Net gain on disposal / fair valuation of investments carried through profit or loss* | 300 | 292 |
| Net gain on disposal of property, plant and equipment | 1 | - |
| Miscellaneous income | 25 | 22 |
| | 720 | 1,072 |

*includes profit on sale of Mutual Fund units amounting to ₹ 134 (31 March 2025: ₹163)

## 22. Employee benefit expense

| Particulars | For the year ended 31 March 2026 | For the year ended 31 March 2025 |
|---|---|---|
| Salaries and bonus | 20,795 | 17,172 |
| Contribution to provident fund and other funds (refer note 30) | 371 | 345 |
| Gratuity and other defined plans | 338 | 281 |
| Staff welfare expense | 217 | 180 |
| Equity settled share based compensation (refer note 15a) | 256 | 174 |
| | 21,977 | 18,152 |

## 23. Finance costs

| Particulars | For the year ended 31 March 2026 | For the year ended 31 March 2025 |
|---|---|---|
| Interest expense on lease liabilities (refer note 5) | 76 | 54 |
| Interest expense on borrowings | - | 76 |
| Interest expense on others | 84 | 64 |
| Other finance cost | 33 | 26 |
| | 193 | 220 |

## 24. Depreciation and amortisation expense

| Particulars | For the year ended 31 March 2026 | For the year ended 31 March 2025 |
|---|---|---|
| Depreciation of property, plant and equipment (refer note 4) | 234 | 182 |
| Amortization of intangible assets (refer to note 6) | 664 | 346 |
| Amortization of right-of-use assets (refer to note 5) | 366 | 274 |
| | 1,264 | 802 |





# Notes forming part of the Consolidated Financial Statements

(All amounts in ₹ millions, except share data and where otherwise stated)

## 25. Other expenses

| Particulars | For the year ended 31 March 2026 | For the year ended 31 March 2025 |
|---|---|---|
| Sub-contracting and technical fees | 3,069 | 1,718 |
| Travelling and conveyance | 675 | 512 |
| Rent | 67 | 48 |
| Repairs and maintenance | | |
| - Computer consumables | 726 | 600 |
| - Office maintenance | 74 | 77 |
| - Others | 52 | 24 |
| Legal and professional fee | 648 | 507 |
| Recruitment charges | 171 | 114 |
| Communication charges | 282 | 239 |
| Subscription and periodicals | 610 | 442 |
| Insurance | 74 | 68 |
| Bad debts written off | 8 | - |
| Provision for doubtful debts and advance | - | 18 |
| Corporate Social Responsibilities ("CSR") (refer note 35) | 36 | 32 |
| Loss allowance on loan | - | 135 |
| Rates, fees and taxes | 31 | 88 |
| Foreign exchange loss, net | 22 | - |
| Miscellaneous expenses | 393 | 276 |
| | 6,938 | 4,898 |

## 26. Segment reporting

Operating segments are identified as components of an enterprise for which discrete financials information is available that is evaluated regularly by the chief operating decision maker. In deciding how to allocate resources and assessing performance, the Group's chief operating decision maker is the Chief Executive Officer and Executive Director.

During the current year, the Company has reorganised its segments by merging Brand Activation Segment as part of Enterprise Commercial Solutions. In accordance with requirements specified in Ind AS 108, the comparative period segment information has been restated to give effect to this change.

Subsequent to the above change the Group will now have only 2 reportable segment: 1) Enterprise Commercial Solutions and 2) Enterprise Medical Solutions.

Revenue and expenses directly attributable to segments are reported under each reportable segment. Expenses which are not directly identifiable to each reporting segment have been allocated on the basis of associated revenue of the segment and manpower efforts. All other expenses which are not attributable or allocable to segments have been disclosed as unallocable expenses.

Assets and liabilities used in the Group's business are not identified to any of the operating segments, as these are used interchangeably between segments. Management believes that it is currently not practicable to provide segment disclosures relating to total assets and liabilities since a meaningful segregation of the available data is onerous.

# Notes forming part of the Consolidated Financial Statements

(All amounts in ₹ millions, except share data and where otherwise stated)

Summarised segment information for the quarter and year ended 31 March 2026 and 31 March 2025 is as follows:

Disclosure for Revenue by geographical locations is given in note 20

**Year ended 31 March 2026**

| Particulars | Enterprise Medical Solutions | Enterprise Commercial Solutions | Others* | Total |
|---|---|---|---|---|
| Revenue from operations | 9,298 | 24,605 | 1,202 | 35,105 |
| Segment results | 2,435 | 4,492 | (327) | 6,600 |
| Unallocable expenses | | | | (410) |
| Depreciation and amortisation expense | | | | (1,264) |
| **Operating income** | | | | **4,926** |
| Other income (net) | | | | 720 |
| Finance cost | | | | (193) |
| Exceptional items (refer note 37) | | | | (203) |
| **Profit before taxes** | | | | **5,250** |
| Tax expense | | | | (1,239) |
| **Profit for the year** | | | | **4,011** |

*Others mainly comprises of consultancy and clinical business

**Year ended 31 March 2025**

| Particulars | Enterprise Medical Solutions | Enterprise Commercial Solutions | Others* | Total |
|---|---|---|---|---|
| Revenue from operations | 8,025 | 19,348 | 1,020 | 28,393 |
| Segment results | 2,081 | 3,942 | (329) | 5,694 |
| Unallocable expenses | | | | (351) |
| Depreciation and amortisation expense | | | | (802) |
| **Operating income** | | | | **4,541** |
| Other income (net) | | | | 1,072 |
| Finance cost | | | | (220) |
| Exceptional items (refer note 36) | | | | - |
| **Profit before taxes** | | | | **5,393** |
| Tax expense | | | | (1,326) |
| **Profit for the year** | | | | **4,067** |

*Others mainly comprises of consultancy and clinical business.

Revenue from one customer ₹3,651 for the year ended 31 March 2026 (31 March 2025 : one customer ₹3,842), individually accounted for more than 10% of the group's revenue.

Assets and liabilities used in the Group's business are not identified to any of the operating segments, as these are used interchangeably between segments. Management believes that it is currently not practicable to provide segment disclosures relating to total assets and liabilities since a meaningful segregation of the available data is onerous.





# Notes forming part of the Consolidated Financial Statements

(All amounts in ₹ millions, except share data and where otherwise stated)

## 27. Financial instruments

### 27 (a). Fair Value Measurements

Set out below, is a comparison by class of the carrying amounts and fair value of the financial instruments of the Group, other than those with carrying amounts that are reasonable approximations of fair values:

| Particulars | As at 31 March 2026 | As at 31 March 2025 |
|---|---|---|
| **Financial assets** | | |
| **FVTPL** | | |
| Derivative financial assets | 34 | - |
| Investments | 7,016 | 5,033 |
| | **7,050** | **5,033** |
| **Amortised cost** | | |
| Investments | 3,979 | 7,864 |
| Trade receivables and unbilled receivables | 9,818 | 7,514 |
| Cash and cash equivalents | 3,819 | 3,746 |
| Security deposits | 233 | 134 |
| Other financial assets | 627 | 125 |
| | **18,476** | **19,383** |
| **FVTOCI** | | |
| Derivative financial assets | 13 | - |
| **Total financial assets** | **25,539** | **24,416** |
| **Financial liabilities** | | |
| **FVTPL** | | |
| Contingent consideration | 2,914 | 152 |
| Derivative financial liabilities | 586 | 40 |
| | **3,500** | **192** |
| **FVTOCI** | | |
| Derivative financial liabilities | 79 | - |
| | **79** | **-** |
| **Amortised cost** | | |
| Lease obligation | 1,444 | 1,016 |
| Trade payables | 1,807 | 934 |
| Other financial liabilities | 1,507 | 1,108 |
| | **4,758** | **3,058** |
| **Total financial liabilities** | **8,337** | **3,250** |

**Notes:**

The fair value of cash and cash equivalents, loan, trade receivables, unbilled receivables, trade payables, other current financial assets and liabilities approximate their carrying amount largely due to the short-term nature of these instruments. Accordingly, the carrying value of such long-term debt approximates fair value.

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

# Notes forming part of the Consolidated Financial Statements

(All amounts in ₹ millions, except share data and where otherwise stated)

**Fair value hierarchy**

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

**Level 1 –** Quoted prices (unadjusted) in active markets for identical assets or liabilities.

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

**Level 3 –** Inputs for the assets or liabilities that are not based on observable market data (unobservable inputs).

There were no transfers between Level 1, 2 and 3 during the year ended 31 March 2026 and 31 March 2025.

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

As at 31 March 2026

| Particulars | Level 1 | Level 2 | Level 3 | Total |
|---|---|---|---|---|
| **Assets** | | | | |
| Investments | 7,016 | - | - | 7,016 |
| **Liabilities** | | | | |
| Derivative instruments | - | 586 | - | 586 |
| Contingent consideration | - | - | 2,914 | 2,914 |

As at 31 March 2025

| Particulars | Level 1 | Level 2 | Level 3 | Total |
|---|---|---|---|---|
| **Assets** | | | | |
| Investments | 5,033 | - | - | 5,033 |
| **Liabilities** | | | | |
| Derivative instruments | - | 40 | - | 40 |
| Contingent consideration | - | - | 152 | 152 |

The Group enters into derivative financial instruments with various counter-parties, primarily banks with investment grade credit ratings. Derivatives valued using valuation techniques with market observable inputs are mainly interest rate swaps and foreign exchange forward contracts. The most frequently applied valuation techniques include forward pricing, swap models and Black Scholes models (for option valuation), monte carlo simulation with beta and normal distribution, using present value calculations. The models incorporate various inputs including the credit quality of counterparties, foreign exchange spot and forward rates, interest rate curves and forward rate curves of the underlying. For commitment liability and contingent consideration, valuation model considers the present value of the expected future payments, discounted using a risk-adjusted discount rate. As at 31 March 2026, the changes in counterparty credit risk had no material effect on the hedge effectiveness assessment for derivatives designated in hedge relationships and other financial instruments recognized at fair value.





# Notes forming part of the Consolidated Financial Statements

(All amounts in ₹ millions, except share data and where otherwise stated)

The following table presents the aggregated contracted principal amounts of the Group's outstanding derivative contracts, which have been designated as cash flow hedges:

| Particulars | Foreign currency | As at 31 March 2026 | | | As at 31 March 2025 | | |
|---|---|---|---|---|---|---|---|
| | | Number of contracts | Notional amount of contracts | Fair value (in INR) | Number of contracts | Notional amount of contracts | Fair value (in INR) |
| **Designated derivative instruments** | | | | | | | |
| Forward Contracts | US Dollar | 19 | 33,000,000 | 3,199 | - | - | - |
| Forward Contracts | Euro | 6 | 4,000,000 | 436 | - | - | - |
| **Non-designated derivative instruments** | | | | | | | |
| Forward Contracts | US Dollar | 69 | 100,000,000 | 9,568 | 79 | 102,000,000 | 8,860 |
| Range Forward options contract | US Dollar | 4 | 8,000,000 | 763 | 7 | 14,000,000 | 1,208 |
| Forward Contracts | Euro | 30 | 15,250,000 | 1,657 | 39 | 20,750,000 | 1,928 |

The movement in cash flow hedging reserve for derivatives designated as cash flow hedges is as follows:

| Particulars | As at 31 March 2026 | As at 31 March 2025 |
|---|---|---|
| Balance at the beginning of the year | - | - |
| Hedge gain/(loss) recognized in OCI | (66) | - |
| Amount reclassified from OCI to statement of profit and loss | - | - |
| **Gain/(loss) on cash flow hedging derivatives, net** | **(66)** | **-** |
| **Balance as at the end of the year** | **(66)** | **-** |
| Deferred tax effect thereon | 17 | |
| **Balance as at the end of the year, net of taxes** | **(49)** | **-** |

The related hedge transactions for balance in cash flow hedging reserves as at 31 March 2026. are expected to occur and be reclassified to the statement of profit and loss over a period of 12 months.

As at 31 March 2026 there were no gains or losses on derivative transactions or portions thereof that have ineffective as hedges or associated with an underlying exposure that did not occur.

The Company has entered into derivative instruments not in hedging relationship by way of foreign exchange forward and currency options. As at 31 March 2026 and 2025, the notional amount of outstanding contracts aggregated to USD 123.25 million and USD 136.75 million respectively, and the respective fair value of these contracts have a net loss of ₹ 552 and ₹ 40 .

Exchange loss of ₹ 79 on foreign exchange forward and currency options that do not qualify for hedge accounting have been recognized in the Consolidated statement of profit and loss for the year ended 31 March 2026.

With respect to contingent consideration which is defined as level 3, below are the inputs:

# Notes forming part of the Consolidated Financial Statements

(All amounts in ₹ millions, except share data and where otherwise stated)

The following are the significant unobservable inputs used in measuring Level 3 fair values for financial instruments measured at fair value in the balance sheet:

Significant unobservable inputs are mainly - the present value of the expected future payments and risk-adjusted discount rate in the range of 13.5% - 22% .

Inter-relationship between significant unobservable inputs and fair value measurement- The estimated fair value would increase (decrease) if:

- the present value of the expected future payments were higher (lower); or
- the risk adjusted discount rate were lower (higher).

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

| Particulars | As at 31 March 2026 | As at 31 March 2025 |
|---|---|---|
| Balance at the beginning of the year | 152 | 987 |
| Additions (refer note 7a, 7b, 7c and 7d) | 2,725 | 149 |
| Reversal | - | (159) |
| Payouts | - | (865) |
| Accretion of interest | 40 | 29 |
| Translation adjustment | (2) | 11 |
| **Balance at the end of the year** | **2,915** | **152** |

### 27 (b). Financial risk management

The Group has exposure to the credit, liquidity and market risks from its use of financial instruments. This note presents information about the Group's exposure to each of the above risks, the Group's objectives, policies and processes for measuring and managing risk, and the Group's management of capital. Further quantitative disclosures are included in these consolidated financial statements.

#### Risk management framework

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. The Group through its training and management standards and procedures aims to develop a disciplined and constructive control environment in which all employees understand their rules and obligations.

#### (i) Credit risk

Credit risk is the risk of financial loss to the Group if a customer or counterparty to a financial instrument fails to meet its contractual obligations and arises principally from the Group's receivables from customers and investments. The carrying amount of financial assets represents the maximum credit exposure. Refer note 12 for movement in expected credit loss allowance.

##### (a) Investment (at amortised cost)

Inlcudes investments in US Treasury Bills  having a Aaa rating assigned by the credit rating agencies.





# Notes forming part of the Consolidated Financial Statements

(All amounts in ₹ millions, except share data and where otherwise stated)

##### (b) Trade receivables

The Group's exposure to credit risk is influenced mainly by the individual characteristics of each customer. The majority of the revenue of the Group is derived from customers located in North America, European Union & Asia region. The Group derives significant portion of its revenue from a limited number of customers. The following table gives details in respect of percentage of revenue generated from top customer and top ten customers.

| Particulars | Revenue from top customer | % | Revenue from top ten customers | % |
|---|---|---|---|---|
| As at 31 March 2026 | 3,651 | 10% | 17,740 | 51% |
| As at 31 March 2025 | 3,842 | 14% | 16,217 | 57% |

The Group has established a credit policy under which each new customer is analysed individually for credit worthiness before the Group's standard payment and deliver terms and conditions are offered. The Group's review includes external ratings, when available, and in some cases bank references. The Group analyses trade receivables periodically and allowances for doubtful receivables are created on a customer specific basis if required.

**Financial assets that are neither past due nor impaired**

Cash and cash equivalents are neither past due nor impaired. Cash and cash equivalents with banks which have high credit-ratings assigned by domestic credit-rating agencies. Of the total trade receivables ₹ 6,771 and ₹ 5,453 as at 31 March 2026 and 31 March 2025 respectively were neither past due nor impaired.

**Financial assets that are past due but not impaired**

The Group's credit year is generally 75 to 90 days. The ageing analysis of the trade receivables has been considered from the date the invoice falls due. The age wise break up of receivables, net of allowances that are past due, is given below:

| Particulars | As at 31 March 2026 | As at 31 March 2025 |
|---|---|---|
| Financial assets that are neither past due nor impaired | 6,772 | 5,453 |
| Financial assets that are past due but not impaired | | |
| Past due 0-30 days | - | - |
| Past due 31-90 days | 915 | - |
| Past due 91-365 days | 10 | 858 |
| More than 1 year | 5 | 11 |
| | **7,702** | **6,322** |

The Group believes that the unimpaired amount that are past due are still collectible in full, based on historic payment behaviour and extensive analysis of customer credit risk, including underlying customers' credit ratings.

#### (ii) Liquidity risk

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

Management monitors the Group's net liquidity position through rolling forecasts on the basis of expected cash flows. As of 31 March 2026, cash and cash equivalents are held with major banks and financial institutions.

# Notes forming part of the Consolidated Financial Statements

(All amounts in ₹ millions, except share data and where otherwise stated)

The table below provides details regarding the remaining contractual maturities of significant financial liabilities, including the estimated interest payments, at the reporting date.

As at 31 March 2026

| Contractual cash flows | Carrying value | 6 months or less | 6 months to 1 year | More than one year | Total |
|---|---|---|---|---|---|
| Trade payables | 1,807 | 1,807 | - | - | 1,807 |
| Lease obligation | 1,444 | 238 | 237 | 1,158 | 1,633 |
| Other financial liabilities | 5,086 | 3,055 | - | 182 | 3,237 |

As at 31 March 2025

| Contractual cash flows | Carrying value | 6 months or less | 6 months to 1 year | More than one year | Total |
|---|---|---|---|---|---|
| Trade payables | 934 | 934 | - | ^ | 934 |
| Lease obligation | 1,016 | 146 | 146 | 841 | 1,133 |
| Other financial liabilities | 1,300 | 1,151 | - | 156 | 1,307 |

Except for these financial liabilities, it is not expected that the cash flows included in the maturity analysis could occur significantly earlier, or at significantly different amounts.

On 28 March 2023, ILSL Holdings Inc. has entered into a USD 58,000,000 (31 March 2026: ₹ 5,444; 31 March 2025: ₹ 4,961) secured credit agreement with M&T Bank as Administrative Agent and Lender. The credit facility consists of a USD 48,000,000 (31 March 2026: ₹ 4,505; 31 March 2025: ₹ 4,160) term loan and USD 10,000,000 (31 March 2026: ₹ 939; 31 March 2025: ₹ 855) revolving credit facility. The lenders are M&T Bank and HSBC Bank USA, N.A. (HSBC Bank), providing term loan for USD 28,000,000 (31 March 2026: ₹ 2,628; 31 March 2025: ₹ 2,395) and USD 20,000,000 (31 March 2026: ₹ 1,877; 31 March 2025: ₹ 1,711) respectively and additional working capital facility from M&T Bank and HSBC Bank for USD 5,830,000 (31 March 2026: ₹ 547; 31 March 2025: ₹ 499) and USD 4,170,000 (March 2026: ₹ 391; March 2025: ₹ 357) respectively, to re-finance the existing bridge loan and revolving credit facility outstanding from M&T Bank. Term loans taken from M&T bank and HSBC bank were for a period of 36 months carrying an interest rate of SOFR +2.45% payable after a moratorium year of 12 months in respect of principal, starting March 2024 in 23 consecutive monthly equated instalments of USD 800,000 (31 March 2026: ₹ 94; 31 March 2025: ₹ 68) and the balance payable in the last instalment due on March 2026. Tangible and intangible assets, including cash, securities, accounts and contract rights, of the Group are pledged as security against the facility. As at 31 March 2026 and 31 March 2025, the Group has not utilised any balance of the revolving credit facility.

Cash credit facilities availed from Kotak Mahindra Bank Ltd, The Hongkong and Shanghai Banking Corporation Limited, HDFC Bank Limited, Barclay's Bank PLC and Citibank N.A with the repayment term of 2 months to 12 months at an interest rate in the range of 5.88% - 11.55% p.a, which are secured against charge created on all current and movable assets of the Company and lien on fixed deposit maintained with these banks at treasury rates prevailing on date of disbursement (refer note 14). As at 31 March 2026, the closing balance : Nil (As at 31 March 2025: Nil).





# Notes forming part of the Consolidated Financial Statements

(All amounts in ₹ millions, except share data and where otherwise stated)

Quarterly returns or statements of current assets filed by the subsidiary company, as applicable, are in agreement with the books of account.

(iii) Market risk

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

(a) Foreign currency risk

The Group operates internationally and a major portion of its business is transacted in several currencies. Consequently, the Group is exposed to foreign exchange risk through receiving payment for sales and services in the United States and elsewhere, and making purchases from overseas suppliers in various foreign currencies. The exchange rate risk primarily arises from foreign exchange revenue, receivables, cash balances, forecasted cash flows and payables. A significant portion of the Group's revenue is in the U.S. Dollar and the Euro, while a large portion of costs are in Indian rupees. The exchange rate between the rupee and these currencies has fluctuated significantly in recent years and may continue to fluctuate in the future. Appreciation of the rupee against these currencies can adversely affect the Group's results of operations.

The below table presents foreign currency risk from non-derivative financial instruments as of 31 March 2026 and 31 March 2025:

As at 31 March 2026

| Particulars | USD | EURO | Others* |
|---|---|---|---|
| Trade payables | 34 | 48 | 22 |
| Trade receivables | 161 | 923 | 84 |
| Cash and Bank balances | 195 | 182 | 28 |
| Other financial assets | 119 | 0 | 1 |
| Other financial liabilities | 21 | 298 | 93 |

As at 31 March 2025

| Particulars | USD | EURO | Others* |
|---|---|---|---|
| Trade payables | 19 | 27 | 26 |
| Trade receivables | 211 | 924 | 96 |
| Cash and Bank balances | 32 | 22 | 171 |
| Other financial assets | 10 | 10 | 10 |
| Other financial liabilities | 26 | 378 | 24 |

*includes GBP, CAD, CHF, JPY, RSD, TWD, SGD, RMB

As at 31 March 2026 and 31 March 2025, respectively, every 1% increase/decrease of the USD and EURO currencies compared to functional currency of the Group would impact results by approximately ₹ 12 and ₹ 8 respectively.

# Notes forming part of the Consolidated Financial Statements

(All amounts in ₹ millions, except share data and where otherwise stated)

## 28. Capital risk management

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

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

| Particulars | As at 31 March 2026 | As at 31 March 2025 |
|---|---|---|
| Borrowings | - | - |
| **Net debt (a)** | **-** | **-** |
| Equity share capital (Refer note 15a) | 481 | 479 |
| Other equity (Refer note 15b) | 30,906 | 25,677 |
| **Total capital (b)** | **31,387** | **26,156** |
| Capital and net debt (c) | 31,387 | 26,156 |
| Gearing ratio (a / c) | Nil | Nil |
| **Total debt as a percentage of total equity (a / b)** | **Nil** | **Nil** |

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

## 29. Related party transactions

**List of subsidiaries and step subsidiaries as at 31 March 2026, are provided in the table below:**

| List of subsidiaries | Country of Incorporation | Percentage of holding (%) |
|---|---|---|
| ILSL Holdings Inc. | USA | 100 |
| Indegene Healthcare Mexico S DE RL DE CV | Mexico | 100 |
| Indegene Ireland Limited | Ireland | 100 |

| Step subsidiaries | Country of Incorporation | Percentage of holding (%) |
|---|---|---|
| **Subsidiaries of ILSL Holdings Inc** | | |
| Indegene Inc | USA | 100 |
| DT Associates Research and Consulting Inc | Canada | 100 |
| Cult Health LLC | USA | 100 |
| BioPharm Parent Holding Inc [8] | USA | 100 |
| **Subsidiaries of Indegene Ireland Limited** | | |
| Indegene Healthcare Germany GmbH | Germany | 100 |
| Indegene Fareast Pte Ltd | Singapore | 100 |
| Indegene Europe LLC | Switzerland | 100 |
| Indegene Lifesystems Consulting (Shanghai) Co. Ltd [1] | China | 100 |
| Indegene Healthcare UK Limited | England | 100 |





# Notes forming part of the Consolidated Financial Statements

(All amounts in ₹ millions, except share data and where otherwise stated)

| Step subsidiaries | Country of Incorporation | Percentage of holding (%) |
|---|---|---|
| Trilogy Writing & Consulting GmbH [2] | Germany | 100 |
| Indegene Spain, S.L [4] | Spain | 100 |
| Indegene Japan LLC [5] | Japan | 100 |
| MJL Communications Group Ltd [6] | England | 100 |
| Warn & Co Limited [10] | UK | 100 |
| CAKE Kommunikations Holding GmbH [11] | Germany | 100 |
| **Subsidiaries of Trilogy Writing & Consulting GmbH** | | |
| Trilogy Writing & Consulting Inc [3] | USA | 100 |
| **Subsidiaries of MJL Communications Group Ltd** | | |
| MJL Advertising Limited [7] | England | 100 |
| **Subsidiaries of Indegene Inc** | | |
| Indegene Healthcare Canada Inc [14] | Canada | 100 |
| **Subsidiaries of Indegene Healthcare UK Limited** | | |
| Trilogy Writing & Consulting Limited [13] | England | 100 |
| DT Associates Research and Consulting Services Ltd [15] | England | 100 |
| **Subsidiaries of BioPharm Parent Holding Inc Group Ltd** | | |
| Biopharm Communications, LLC [9] | USA | 100 |
| Addressable Health LLC [9] | USA | 100 |
| **Subsidiaries of CAKE Kommunikations Holding GmbH Group Ltd** | | |
| Cake Kommunikations GmbH (AT) [12] [16] | Austria | 100 |
| CAKE Kommunikations AG (Switzerland) [12] | Switzerland | 100 |
| Cake Kommunikations GmbH (DE) [12] | Germany | 100 |

[1] Indegene Ireland Limited has acquired 100% equity shares from Indegene Limited w.e.f. 29 February 2024

[2] Wholly owned subsidiary of Indegene Ireland Limited w.e.f. 22 March 2024

[3] Step down subsidiary of Indegene Ireland Limited w.e.f. 22 March 2024

[4] Wholly owned subsidiary of Indegene Ireland Limited w.e.f. 12 November 2024

[5] Indegene Ireland Limited has acquired 100% equity shares from Indegene Limited w.e.f. 22 January 2025

[6] Wholly owned subsidiary of Indegene Ireland Limited w.e.f. 25 March 2025

[7] Step down subsidiary of Indegene Ireland Limited w.e.f. 25 March 2025

[8] Wholly owned subsidiary of ILSL Holdings Inc w.e.f 01 October 2025

[9] Step down subsidiary of ILSL Holdings Inc w.e.f 01 October 2025

[10] Wholly owned subsidiary of Indegene Ireland Limited w.e.f. 16 October 2025

[11] Wholly owned subsidiary of Indegene Ireland Limited w.e.f. 30 January 2026

[12] Step down subsidiary of Indegene Ireland Limited w.e.f. 30 January 2026

[13] Step down subsidiary of Indegene Healthcare UK Limited w.e.f. 01 March 2026. Subsequently on 01 April 2026, merged with Indegene Healthcare UK Limited.

[14] Wholly owned subsidiary of Indegene Inc, incorporated pursuant to amalgamation of Services Indegene Aptilon Inc and Trilogy Writing & Consulting ULC w.e.f. 01 January 2026

[15] Step down subsidiary of Indegene Healthcare UK Limited w.e.f. 01 March 2026

[16] 70% Equity shares hold by CAKE Kommunikations Holding GmbH and 30% Equity shares hold by Indegene Ireland Limited.

# Notes forming part of the Consolidated Financial Statements

(All amounts in ₹ millions, except share data and where otherwise stated)

**The list of controlled trusts are:**

| Name of the entity | Country of Incorporation |
|---|---|
| Indegene Employee Welfare Trust | India |

| Key management personnel ("KMP") | |
|---|---|
| Dr. Rajesh B Nair | Non-Executive Director (earlier designated as Director) |
| Mr. Manish Gupta | Chief Executive Officer and Executive Director |
| Dr. Sanjay S Parikh | Executive Director (earlier designated as Director) |
| Mr. Suhas Prabhu | Chief Financial Officer |
| Ms. Srishti Kaushik | Company Secretary |
| Dr. Ashish Gupta | Non-Executive Independent Director |
| Mr. Jairaj Manohar Purandare | Non-Executive Independent Director |
| Mr. Pravin Udhyavara Bhadya Rao | Non-Executive Independent Director |
| Mr. Krishnamurthy Venugopala Tenneti | Non-Executive Independent Director |
| Dr. Georgia Nikolakopoulou Papathomas | Non-Executive Independent Director |
| Mr. Neeraj Bharadwaj | Non-Executive Independent Director |
| Ms. Jill Mary DeSimone | Non-Executive Independent Director |
| Mr. Mark Francis Dzialga | Non-Executive Nominee Director |

**Transactions with related parties during the years**

| Nature of transaction | Name of related party | For the Year ended 31 March 2026 | For the Year ended 31 March 2025 |
|---|---|---|---|
| A. Short term benefits | All KMP's excluding independent directors | 123 | 122 |

The above remuneration does not include gratuity and leave encashment as the same cannot be specifically identified.

The sitting fees and commission paid / accrued to non-executive independent directors is ₹42 and ₹33 for the year ended 31 March 2026 and 31 March 2025, respectively

**Terms and conditions of transactions with related parties**

The transaction with related parties are made on terms equivalent to those that prevail in arm's length transactions and within ordinary course of business. Outstanding balances at the year-end are unsecured and interest free and settlement occurs in cash.





# Notes forming part of the Consolidated Financial Statements

(All amounts in ₹ millions, except share data and where otherwise stated)

## 30. Employee benefits

The Group has classified various benefits provided to employees as under:

**Defined contribution plans**

The Group makes contributions, determined as a specified percentage of employee salaries, in respect of qualifying employees towards provident fund, employee state insurance and labour welfare fund which is a defined contribution plan. The Group has no obligations other than to make the specified contributions. The contributions are charged to the Consolidated Statement of Profit and Loss as they accrue. The amount recognized as an expense towards contribution to provident fund, ESI and labour welfare fund are as follows:

| Particulars | For the year ended 31 March 2026 | For the year ended 31 March 2025 |
|---|---|---|
| Provident fund | 371 | 345 |
| Labour welfare fund | ^ | ^ |
| ESI contribution | ^ | ^ |
| | **371** | **345** |

**Defined benefit plan**

The Group provides for gratuity, a defined benefit retirement plan ("the Gratuity Plan") covering eligible employees. The Gratuity Plan provides a lump-sum payment to vested employees at retirement, death, incapacitation or termination of employment, of an amount based on the respective employee's salary and the tenure of employment with the Group. Under the Group's gratuity scheme every employee who has completed 5 years or more of service, is eligible for gratuity on separation, worked out at 15 days salary (last drawn salary) for each completed year of service. There is no defined benefit plan applicable to the employees of the foreign subsidiary.

The present value of the obligation under such defined benefit plan is determined based on an actuarial valuation as at the reporting date using the projected unit credit method. The Group recognizes the net obligation of a defined benefit plan in its Consolidated Balance Sheet as an asset or liability. Gains and losses through re-measurements of the net defined benefit liability / (asset) are recognized in Other Comprehensive Income and are not reclassified to Consolidated Statement of Profit or Loss in subsequent year.

The following table sets out the status of the Gratuity Plan as required under Ind AS 19 - Employee Benefits and amounts recognised in the Consolidated Financial Information:

| Particulars | For the year ended 31 March 2026 | For the year ended 31 March 2025 |
|---|---|---|
| **i. Reconciliation of opening and closing balances of the present value of the defined benefit obligation** | | |
| Balance at the beginning of the year | 611 | 472 |
| Current service cost | 136 | 117 |
| Interest cost on obligation | 42 | 34 |
| Benefits paid | (51) | (33) |

# Notes forming part of the Consolidated Financial Statements

(All amounts in ₹ millions, except share data and where otherwise stated)

| Particulars | For the year ended 31 March 2026 | For the year ended 31 March 2025 |
|---|---|---|
| Remeasurement loss/(gains) recognized in Other Comprehensive Income | | |
| - from changes in financial assumptions | (48) | 30 |
| - from changes in demographic assumptions | -^ | 3 |
| - from experience adjustments | 8 | (12) |
| **Balance at the end of the year** | **696** | **611** |

**Note:**

(Loss)/Profit of ₹(21) and ₹ ^ on re-measurement of defined employee benefit plans (net of tax) is recognised as part of retained earnings for the years ended 31 March 2026 and 31 March 2025, respectively.

| Particulars | As at 31 March 2026 | As at 31 March 2025 |
|---|---|---|
| **ii. Reconciliation of present value of the obligation and the fair value of the plan assets:** | | |
| Fair value of plan assets at the end of the year | - | - |
| Present value of the defined benefit obligations at the end of the year | 706 | 611 |
| **Liability recognized in Consolidated Balance Sheet** | **706** | **611** |
| Current | 49 | 26 |
| Non-current | 657 | 585 |

| Particulars | For the year ended 31 March 2026 | For the year ended 31 March 2025 |
|---|---|---|
| **iii. Amount recognized in the Consolidated Statement of Profit and Loss in respect of defined benefit plans:** | | |
| Current service cost | 136 | 117 |
| Past service cost | - | - |
| Interest cost | 42 | 34 |
| **Total expenses included in employee benefits** | **178** | **151** |

**Amount recognized in the Other Comprehensive Income in respect of defined benefit plans:**

| Particulars | For the year ended 31 March 2026 | For the year ended 31 March 2025 |
|---|---|---|
| **iv. Amount recognized in the Other Comprehensive Income in respect of defined benefit plans:** | | |
| Remeasurement loss / (gains) recognized in Other Comprehensive Income | | |
| - from changes in financial assumptions | (48) | 30 |
| - from changes in demographic assumptions | -^ | 3 |
| - from experience adjustments | 8 | (12) |
| | **(40)** | **21** |







# Notes forming part of the Consolidated Financial Statements

(All amounts in ₹ millions, except share data and where otherwise stated)



**v. Actuarial assumptions:**

(i) Economic assumptions

The significant actuarial assumptions for the determination of the defined benefit obligation are the discount rate, the salary growth rate and the average remaining working life expectancy. The assumptions used for the valuation of the defined benefit obligation are as follows:

| Particulars | As at 31 March 2026 | As at 31 March 2025 |
|---|---|---|
| Discount rate (per annum) | 7.25% | 6.70% |
| Salary growth rate (per annum) | 7.00% | 7.00% |
| Expected average remaining working lives (years) | 27.22 | 27.46 |

(ii) Demographic assumptions

| Particulars | As at 31 March 2026 | As at 31 March 2025 |
|---|---|---|
| Retirement age (years) | 60.00 | 60 |
| Mortality rate | 100% of IALM 2012-14 | 100% of IALM 2012-14 |
| Attrition rate (per annum) | 12.50% | 12.50% |
| Up to 30 years | 12.00% | 12.00% |
| From 31 to 44 years | 13.00% | 13.00% |
| Above 44 years | 1.00% | 1.00% |

The defined benefit plan exposes the Company to actuarial risks, such as longevity, salary inflation risk, demographic risk and interest rate risk.

**vi. Sensitivity for significant actuarial assumptions is computed to show the movement in defined benefit obligation by 1 percentage.**

| Particulars | As at 31 March 2026 | As at 31 March 2025 |
|---|---|---|
| Projected benefit obligation on current assumption | 697 | 611 |
| Impact of change in discount rate by +1% | (78) | (71) |
| Impact of change in discount rate by -1% | 93 | 86 |
| Impact of change in salary rate by +1% | 93 | 85 |
| Impact of change in salary rate by -1% | (79) | (72) |
| Impact of change in attrition rate by +50% | (9) | (19) |
| Impact of change in attrition rate by -50% | 8 | 22 |
| Impact of change in mortality rate by +1% | ^ | ^ |
| Impact of change in mortality rate by -1% | -^ | ^ |

Sensitivity to significant actuarial assumptions is computed by varying one actuarial assumption used for the valuation of the defined benefit obligation by one percentage, keeping all other actuarial assumptions constant. In practice, this is not probable, and changes in some of the assumptions may be correlated.

# Notes forming part of the Consolidated Financial Statements

(All amounts in ₹ millions, except share data and where otherwise stated)

Expected maturity analysis of the defined benefit plan in future years

| Particulars | As at 31 March 2026 | As at 31 March 2025 |
|---|---|---|
| Within 1 year (next annual reporting year) | 40 | 26 |
| 2 to 5 years | 184 | 152 |
| 6 to 10 years | 210 | 164 |
| More than 10 years | 1,646 | 1,381 |
| **Total expected payments** | **2,080** | **1,723** |

vii. Weighted average duration and the expected employers contribution for next year of the defined benefit plan:

| Particulars | As at 31 March 2026 | As at 31 March 2025 |
|---|---|---|
| Weighted average duration of the defined benefit plan (in years) | 13 | 13 |
| The Group's best estimate of contribution during the next year* | - | - |

*The scheme is managed on unfunded basis, hence, the next year contribution is taken as nil.

## 31. Tax Expense

Income tax expense has been allocated as follows:

| Particulars | For the year ended 31 March 2026 | For the year ended 31 March 2025 |
|---|---|---|
| Income tax expense as per the Consolidated Statement of Profit and Loss | 1,239 | 1,326 |
| Income tax included in Other Comprehensive Income on: | | |
| Defined benefit plan actuarial gains | 10 | (5) |
| Cash flow hedges | (17) | - |
| **Total income taxes** | **1,232** | **1,321** |

**Income tax expense consists of the following:**

| Particulars | For the year ended 31 March 2026 | For the year ended 31 March 2025 |
|---|---|---|
| **Current taxes** | | |
| Domestic | 707 | 630 |
| Foreign | 1,056 | 861 |
| | **1,763** | **1,491** |
| **Deferred taxes** | | |
| Domestic | (22) | (63) |
| Foreign | (509) | (107) |
| | **(531)** | **(170)** |
| **Total income taxes** | **1,232** | **1,321** |





Notes forming part of the Consolidated Financial Statements

(All amounts in ₹ millions, except share data and where otherwise stated)

**Movement in deferred tax assets and liabilities**

| Particulars | As on 01 April 2025 | Credit/ (charge) in the Consolidated Statement of Profit and Loss | Translation adjustment | Credit/ (charge) in OCI | On account of business combination and others | As on 31 March 2026 |
|---|---|---|---|---|---|---|
| Property, plant and equipment | 11 | (5) | (2) | - | - | 4 |
| Intangible assets | 34 | 74 | (36) | - | (715) | (643) |
| Other Assets | (39) | (11) | (4) | - | - | (54) |
| Other financial liabilities | 101 | 63 | 14 | - | - | 178 |
| Trade payables | 65 | 97 | 12 | - | - | 174 |
| Unearned revenue | 413 | 303 | 59 | - | - | 775 |
| Provision for employee benefits | 307 | 56 | 5 | (10) | - | 358 |
| Fair valuation of investments carried through profit or loss | (88) | (42) | - | - | - | (130) |
| Derivative liability | - | - | (0) | 17 | - | 17 |
| Others, net | 94 | (11) | 6 | - | (0) | 89 |
| **Net deferred tax assets** | **898** | **524** | **54** | **7** | **(715)** | **768** |

| Particulars | As on 01 April 2024 | Credit/ (charge) in the Consolidated Statement of Profit and Loss | Translation adjustment | Credit/ (charge) in OCI | On account of business combination and others | As on 31 March 2025 |
|---|---|---|---|---|---|---|
| Property, plant and equipment | (41) | 52 | (0) | - | - | 11 |
| Intangible assets | 21 | 12 | 1 | - | - | 34 |
| Other Assets | (35) | (3) | (1) | - | - | (39) |
| Other financial liabilities | 114 | (16) | 3 | - | - | 101 |
| Trade payables | 62 | 1 | 2 | - | - | 65 |
| Unearned revenue | 301 | 103 | 9 | - | - | 413 |
| Provision for employee benefits | 259 | 41 | 2 | 5 | - | 307 |
| Fair valuation of investments carried through profit or loss | (30) | (58) | - | - | - | (88) |
| Derivative liability | - | - | - | - | - | - |
| Others, net | 58 | 32 | 5 | - | (1) | 94 |
| **Net deferred tax assets** | **709** | **164** | **21** | **5** | **(1)** | **898** |

# Notes forming part of the Consolidated Financial Statements

(All amounts in ₹ millions, except share data and where otherwise stated)

The reconciliation between the provision of income tax and amounts computed by applying the Indian statutory income tax rate to profit before taxes is as follows:

| Particulars | For the year ended 31 March 2026 | For the year ended 31 March 2025 |
|---|---|---|
| Profit before taxes | 5,250 | 5,393 |
| | **5,250** | **5,393** |
| Enacted income tax rate | 25.17% | 25.17% |
| Computed expected tax expense | 1,321 | 1,357 |
| **Effect off:** | | |
| Income taxed at higher/(lower) rates | (178) | (5) |
| Changes in the unrecognised deferred tax assets | (53) | 25 |
| Permanent differences | 208 | 52 |
| FDII reduction | (71) | (71) |
| Taxes related to prior years | 17 | (33) |
| Deferred tax on Other Comprehensive Income line items | (7) | (5) |
| Others, net | (5) | 1 |
| **Total income taxes expenses** | **1,232** | **1,321** |

**The components of deferred tax assets and liabilities are as follows:**

| Particulars | As at 31 March 2026 | As at 31 March 2025 |
|---|---|---|
| Property, plant and equipment | 4 | 11 |
| Intangible assets | (643) | 34 |
| Other Assets | (54) | (39) |
| Other financial liabilities | 178 | 101 |
| Trade payables | 174 | 65 |
| Unearned revenue | 775 | 413 |
| Compensated absences | 358 | 307 |
| Fair valuation of investments carried through profit or loss | (130) | (88) |
| Derivative liability | 17 | - |
| Others, net | 89 | 94 |
| **Net deferred tax assets** | **768** | **898** |

In assessing the realizability of deferred tax assets, the Group considers the extent to which it is probable that the deferred tax asset will be realized. The ultimate realization of deferred tax assets is dependent upon the generation of future taxable profits during the years in which those temporary differences and tax loss carry forwards become deductible. The Group considers the expected reversal of deferred tax liabilities, projected future taxable income and tax planning strategies in making this assessment. Based on this, the Group believes that it is probable that the Group will realize the benefits of these deductible differences. The amount of deferred tax asset considered realizable, however, could be reduced in the near term if the estimates of future taxable income during the carry-forward year are reduced.





# Notes forming part of the Consolidated Financial Statements

(All amounts in ₹ millions, except share data and where otherwise stated)

## 32. Earnings per share

Basic earnings per equity share is computed by dividing the net profit attributable to the equity holders of the Group by the weighted average number of equity shares outstanding during the year.

Diluted earnings per equity share is computed by dividing the net profit attributable to the owners of the parent by the weighted average number of equity shares considered for deriving basic earnings per equity share and also the weighted average number of equity shares that could have been issued upon conversion of all dilutive potential equity shares, except where the results would be anti-dilutive. Dilutive potential equity shares are deemed converted as at the beginning of the year, unless issued at a later date.

| Particulars | For the year ended 31 March 2026 | For the year ended 31 March 2025 |
|---|---|---|
| Profit for basic earning per share of face value of ₹2 each | | |
| Profit attributable to owners of the parent | 4,011 | 4,067 |
| Weighted average number of equity shares outstanding | 239,898,567 | 237,105,636 |
| **Basic earnings per share (face value of ₹2 each)** | **16.72** | **17.15** |

| Particulars | For the year ended 31 March 2026 | For the year ended 31 March 2025 |
|---|---|---|
| Profit attributable to owners of the parent | 4,011 | 4,067 |
| Weighted average number of equity shares outstanding | 239,898,567 | 237,105,636 |
| Effect of dilutive equivalent share options | 1,452,668 | 1,816,993 |
| **Diluted earnings per share** | **16.62** | **17.02** |

## 33. Commitment and contingencies

Contingent liability is a possible obligation arising from past events and whose existence will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the entity or a present obligation that arises from past events but is not recognized because it is not probable that an outflow of resources embodying economic benefits will be required to settle the obligation or the amount of the obligation cannot be measured with sufficient reliability.

Additionally, the Group believes that other disputes, lawsuits and claims, including commercial matters, which arise from time to time in the ordinary course of business will not have any material adverse effect on its financial statements in any given financial year.

**Income tax matters**

The Group has received tax demand orders for various assessment years the Group has filed appeals against such orders at various levels of income tax jurisdiction. The final order against the appeals made are yet be received. The management is of the view that these will not have any material adverse effect on the Group's financial position or results of operations.

**Other commitment liability**

Estimated amount of contracts remaining to be executed on capital account and not provided for is ₹143 (31 March 2025: ₹9).

**Transfer Pricing matter**

During the year, the Company received a draft transfer pricing order dated 18 March 2026 pertaining to Assessment Year 2023-24, issued by the Transfer Pricing Officer under the provisions of the Income tax Act, 1961, proposing adjustments to the Company's returned income in respect of international transactions with associated enterprises.

# Notes forming part of the Consolidated Financial Statements

(All amounts in ₹ millions, except share data and where otherwise stated)

The proposed transfer pricing adjustment in the draft order aggregates to ₹ 1,114 million, the amount of tax demand will be as per the final order which is not received as on date. The Company has exercised its option to seek resolution of the proposed adjustment through the Mutual Agreement Procedure (MAP) in accordance with the applicable tax treaty provisions between India and the relevant treaty jurisdiction(s). The MAP application has been filed within the prescribed timelines.

Based on management's assessment, supported by external tax advice, and considering the merits of the case, including the Company's transfer pricing documentation, economic analyses, and relevant judicial precedents, management believes that the matter is effectively contestable and that it is not probable that an outflow of resources will be required to settle the obligation

Accordingly, no provision has been recognised in the financial statements as at the reporting date, and the proposed exposure has been disclosed as a contingent liability, pending resolution under the MAP process.

**Others:**

The Group has received tax demand orders for various assessment years the Group has filed appeals against such orders at various levels of income tax jurisdiction. The final order against the appeals made are yet be received. The management is of the view that these will not have any material adverse effect on the Group's financial position or results of operations.

## 34. Impact of New Labour Code

On 21 November, 2025, the Government of India notified provisions of 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, ('Labour Codes') which consolidate twenty-nine existing labour laws into a unified framework governing employee benefits during employment and post-employment. The Labour Codes, amongst other things introduces changes, including a uniform definition of wages and enhanced benefits relating to leave. The Company has considered restructured compensation of its employees with effect from 01 April 2026 and assessed the impact of the changes, consistent with the Labour Codes, draft rules, FAQs and legal opinion. The Company based on the evaluation of the labour code has concluded that these changes do not have any material impact on the Company's Financial Statements. In case of any further clarification from the Government on other aspects of the New Labour Codes, the Company will evaluate and account for differential impact, if any, in subsequent periods on the Financial Statements.

**35** a) During the current year, the Company's step-down subsidiary Trilogy Writing & Consulting GmbH (subsidiary of Indegene Ireland Limited) transferred its investment in Trilogy Writing & Consulting Inc. (formerly known as Trilogy Writing & Consulting ULC) to Indegene Inc. for consideration of EURO 329,014 pursuant to a Share Purchase Agreement dated 30 December 2025 with effective date of Transfer being 31 December 2025.

Subsequent to the above transfer, Indegene Aptilon Services, Inc. (a subsidiary of Indegene Inc.) and Trilogy Writing & Consulting Inc. were amalgamated to form Indegene Healthcare Canada Inc. effective 01 January 2026 in accordance with the terms of the agreement.

Considering the above share transfer and amalgamation done are within the same Group wherein both were ultimately controlled by the Company before and after the amalgamation, and such control not being transitory, the share transfer and amalgamation has been accounted for as a business combination of entities under common control in accordance with Ind AS 103 – Business Combinations.





# Notes forming part of the Consolidated Financial Statements

(All amounts in ₹ millions, except share data and where otherwise stated)

**35** b) During the current year, the Group realigned its organisation structure by way of sale of investment in DT Associates Research and Consulting Services Limited (subsidiary of ILSL Holding Inc.) and Trilogy Writing and Consulting Limited (subsidiary of Trilogy Writing & Consulting GmbH) to Indegene Healthcare UK Limited (subsidiary of Indegene Ireland Limited) for a consideration of GBP 2,001,000 and GBP 702,348 respectively, pursuant to a Share Purchase Agreement dated 01 March 2026.

Considering the above share transfers done are within the same Group wherein both were ultimately controlled by the Company before and after the transfer and such control not being transitory, the share transfer has been accounted for as a business combination of entities under common control in accordance with Ind AS 103 – Business Combinations.

## 36. Corporate Social Responsibility ('CSR')

| Particulars | Year ended 31 March 2026 | Year ended 31 March 2025 |
|---|---|---|
| a. Amount required to be spent by the Company during the year | 36 | 32 |
| b. Amount approved by the Board to be spent during the year | 36 | 32 |
| c. Amount of expenditure incurred | | |
| (i) Construction/acquisition of any asset | - | - |
| (ii) On purposes other than (i) above | 36 | 32 |
| d. Shortfall at the end of the year | - | - |
| e. Total of previous years shortfall | - | - |
| f. Reason for shortfall | NA | NA |
| g. Nature of CSR activities | Education, Health, Technology | |
| h. Details of related party transactions, e.g., contribution to a trust controlled by the company in relation to CSR expenditure as per relevant Accounting Standard | - | - |
| i. where a provision is made with respect to a liability incurred by entering into a contractual obligation, the movements in the provision during the year shall be shown separately. | - | - |

Note: CSR unspent balance as on 31 March 2026 is ₹11 and as on 31 March 2025 ₹8 which was subsequently transferred to CSR unspent bank account on 28 April 2026 and 25 April 2025, respectively.

## 37. Exceptional items

| Particulars | Year ended 31 March 2026 | Year ended 31 March 2025 |
|---|---|---|
| Litigation expenses[1] | 203 | - |
| | **203** | **-** |

[1]During the year 2020-21, Indegene Inc. received summons in a civil case from District Court of New Jersey towards a lawsuit claiming that Indegene Inc has violated the Telephone Consumer Protection Act of 1991 ('TCPA') by sending unsolicited fax advertisements without the recipient's prior express invitation or permission.

Plaintiff initiated this matter through the filing of its Class Action Complaint against Indegene, Inc., Indegene Encima Inc., Indegene Wincere Inc., and Indegene Healthcare, LLC (collectively, "Indegene" or "Defendants") seeking the Court to award actual monetary loss from the alleged TCPA violations in an amount to be proven in Court or the sum of USD 500 for each

# Notes forming part of the Consolidated Financial Statements

(All amounts in ₹ millions, except share data and where otherwise stated)

violation, whichever is greater, and that the Court award treble damages of USD 1,500 if the violations are deemed wilful or knowing. Additionally, the Plaintiff seeks the Court award pre-judgment interest and costs, to be determined upon presentation of suitable evidentiary support.

During the year ended 31 March 2026, the matter progressed to mediation and the Group agreed in principle to a mediator-proposed settlement framework providing for a maximum settlement amount of Rs. 417 (USD 4.72 million). The proposed settlement is structured as a claims-made arrangement, whereby the actual outflow is contingent upon valid claims submitted by eligible class members, and unclaimed amounts, if any, revert to the Group. The proposed settlement remains subject to execution of definitive agreements and approval by the Court.

Based on the current status of the proceedings and Group's assessment, supported by external legal advice, the Group has concluded that a present obligation exists and that an outflow of economic resources is probable and can be reliably estimated. Accordingly, the Group has recognised a provision of Rs. 203 (USD 2.30 million), including estimated legal costs, representing best estimate of the expenditure required to settle the obligation as at the reporting date.

The actual outcome may differ from the amount recognised, depending on the number of valid claims submitted, finalisation of settlement terms and the outcome of the Court approval process.

## 38. Additional regulatory information

a) The Group has not entered into any scheme of arrangement which has an accounting impact during the current or previous financial year.

b) The Group does not have any Benami property, where any proceeding has been initiated or pending against the Group for holding any Benami property.

c) The Group did not have any material transactions with companies struck off.

d) The Group has not revalued its property, plant and equipment (including right-of-use assets) or intangible assets or both during the current or previous year.

e) The Group has not traded or invested in Crypto currency or Virtual Currency during the financial year.

f) The Group has not any such transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961.

g) The Group has borrowings from banks and financial institutions on the basis of security of current assets. The quarterly returns or statements of current assets filed by the group with banks and financial institutions are in agreement with the books of accounts.

h) None of the entities in the Group have been declared wilful defaulter by any bank or financial institution or government or any government authority.

i) The Group has complied with the number of layers prescribed under the Companies Act, 2013.

**39.** No funds have been advanced/ loaned / invested (from borrowed funds or from share premium or from any other sources/ kind of funds) by the Company to any other person(s) or entity(ies), including foreign entities (Intermediaries), with the understanding (whether recorded in writing or otherwise) that the Intermediary shall (i) 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 (ii) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries, other than the investments made in Indegene Ireland Limited in the ordinary course of business and in keeping with the applicable regulatory requirements for investment in subsidiaries (Warn & Co Limited and CAKE Kommunikations Holding GmbH Group Ltd.). The aforesaid investments have been eilminated in the consolidated financial statements.





# Notes forming part of the Consolidated Financial Statements

(All amounts in ₹ millions, except share data and where otherwise stated)

No funds have been received by the Company from any person(s) or entity(ies), including foreign entities (Funding Parties), with the understanding (whether recorded in writing or otherwise) that the Company shall (i) directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or (ii) provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

## 40. IPO Fund Utilization

During the year ended 31 March 2025, the Company had completed Initial Public Offer (IPO) of 40,766,550 equity shares of face value of ₹ 2 each at an issue price of ₹452 per share (Issue price of ₹422, including a share premium of ₹420 per share, for employee quota towards fresh issue), comprising fresh issue of 16,833,818 shares aggregating to ₹7,600 and offer for sale of 23,932,732 shares by selling shareholders aggregating to ₹10,818. The equity shares of the Company are listed in National Stock Exchange of India Limited (NSE) and BSE Limited (BSE) on 13 May 2024. The Company has received an amount of ₹7,246[1] (net of Company's share of IPO expenses of ₹354, retained in the Public Offer Account to the extent unpaid) from the proceeds of the fresh issue. Out of the Company's shares of IPO expenses ₹319 has been adjusted to securities premium.

The utilization of IPO proceeds of ₹7,246[1] is summarized below:

| Particulars | Amount to be utilised as per offer document[1] | Amount utilized up to 31 March 2026 | Amount Unutilised as on 31 March 2026 |
|---|---|---|---|
| Repayment/prepayment of indebtedness of one of the Material Subsidiaries, ILSL Holdings, Inc.[2] | 3,950 | 3,950 | - |
| Funding the capital expenditure requirements of our Company and one of our Material Subsidiaries, Indegene, Inc. [1] | 644 | 577 | 67 |
| Technology, Cybersecurity and Cloud infrastructure related cost [1] | 350 | 253 | 97 |
| General corporate purposes and inorganic growth | 2,302 | 2,294 | 8 |
| **Total utilisation of funds** | **7,246** | **7,074** | **172** |

[1]Pursuant to the Special Resolution passed at the Shareholders' Meeting held on 12 August 2025, the Company has revised the objects as per offer document. As per the revised objects, an amount of ₹37 is adjusted from funding capital expenditure requirements towards repayment of indebtedness of ILSL Holdings, Inc for the difference arising due to exchange rate fluctuation as on the date of offer document and as on the date of repayment. Further, an amount of ₹350 is reclassified from funding capital expenditure requirement towards utilization for services including cloud infrastructure and security services, productivity tools, cybersecurity and support services availed by the Company and Indegene Inc. Further, the Board of Directors of the Company has approved the transfer of unutilized IPO expense towards funding capital expenditure requirement by way of Board Resolution passed on 29 January 2026. The unutilized amount of ₹2 has been transferred to the net IPO proceeds, thereby increasing it from ₹7244 to ₹7246 and earmarked for funding capital expenditure requirements at the Company's office premises.

[2]During the year ended 31 March 2025, the Company has repaid loan of USD 47.20 Million (₹3,950) outstanding in the books of ILSL Holdings Inc. (material subsidiary), in line with Object 1 of the offer document. The amount of ₹37 utilised over and above the maximum amount specified as per the original amount as per offer document of ₹3,913 was due to exchange rate fluctuation as on the date of offer document and as on the date of payment. The Special Resolution passed on 12 August 2025 revises the object amount to adjust this difference.

Out of the net proceeds which were unutilised as at 31 March 2026, ₹151 (31 March 2025: ₹980) are temporarily invested in fixed deposits, ₹19 (31 March 2025: ₹41) is held in the Company's monitoring account, while the balance amount of ₹2 (31 March 2025: Nil) is held in the public offer account.

# Notes forming part of the Consolidated Financial Statements

(All amounts in ₹ millions, except share data and where otherwise stated)

## 41. 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' of Division II of Schedule III:

| As at 31 March 2026 | Net assets | Share in profit or loss | Share in Other comprehensive income | Share in total Comprehensive income |
|---|---|---|---|---|
| Indegene Limited | 20,801 | 2,120 | (25) | 2,095 |
| | 66% | 53% | -2% | 39% |
| **Subsidiary - Foreign*** | | | | |
| ILSL Holdings Inc., USA | 11,921 | 873 | 540 | 1,413 |
| | 38% | 22% | 39% | 26% |
| Indegene Ireland Limited, Ireland | 6,041 | 403 | 771 | 1,174 |
| | 19% | 10% | 55% | 22% |
| Indegene Healthcare Mexico S DE RL DE CV | (2) | (1) | ^ | (1) |
| | 0% | 0% | 0% | 0% |
| **Subtotal** | **38,761** | **3,395** | **1,286** | **4,681** |
| | 123% | 85% | 92% | 87% |
| Adjustment arising out of consolidation | (7,374) | 616 | 108 | 724 |
| | -23% | 15% | 8% | 13% |
| **Total** | **31,387** | **4,011** | **1,394** | **5,405** |

*These are consolidated figures of subsidiaries including step subsidiaries (refer note 29 for details).

| As at 31 March 2025 | Net assets | Share in profit or loss | Share in Other comprehensive income | Share in total Comprehensive income |
|---|---|---|---|---|
| Indegene Limited | 18,882 | 1,813 | (13) | 1,800 |
| | 72% | 45% | -5% | 42% |
| **Subsidiary - Foreign*** | | | | |
| ILSL Holdings Inc., USA | 9,997 | 2,351 | 217 | 2,568 |
| | 38% | 58% | 85% | 59% |
| Indegene Ireland Limited, Ireland | 2,894 | 37 | 76 | 113 |
| | 11% | 1% | 30% | 3% |
| Indegene Healthcare Mexico S DE RL DE CV | ^ | ^ | ^ | ^ |
| | 0% | 0% | 0% | 0% |
| **Subtotal** | **31,773** | **4,201** | **280** | **4,481** |
| | 121% | 103% | 109% | 104% |
| Adjustment arising out of consolidation | (5,617) | (134) | (24) | (158) |
| | -21% | -3% | -9% | -4% |
| **Total** | **26,156** | **4,067** | **256** | **4,323** |

*These are consolidated figures of subsidiaries including step subsidiaries (refer note 29 for details).





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## 42. Subsequent events

The Group has evaluated all events or transactions that occurred after 31 March 2026 up through 29 April 2026, the date the financial statements were authorised for issue by the Board of Directors.

The Board of Directors, in its meeting on 29 April 2026, have proposed a final dividend of ₹2.25 per equity shares for the financial year ended 31 March 2026. The proposal is subject to the approval of shareholders at the ensuing Annual General Meeting and if approved would result in a cash outflow of approximately ₹542.

for and on behalf of the Board of Directors of
**Indegene Limited**

**Manish Gupta**
Chief Executive Officer and Executive Director
DIN: 00219273
Place: Bengaluru
Date: 29 April 2026

**Dr. Sanjay Parikh**
Executive Director
DIN: 00219278
Place: Bengaluru
Date: 29 April 2026

**Suhas Prabhu**
Chief Financial Officer
Place: Bengaluru
Date: 29 April 2026

**Srishti Kaushik**
Company Secretary
Place: Bengaluru
Date: 29 April 2026

indegene®

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