June 25, 2025

To,
The Corporate Relations Department,
Department of Corporate Services,
BSE Limited, 25th Floor,
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai 400001

Re: Scrip Code 974141 (NCDs)

ISIN: INE466P07010

Dear Sir/ Madam,

Subject: Intimation of submission of Annual Report.

Pursuant to Regulation 53(2) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we wish to inform you that the copy of the Annual Report of the Company for the Financial Year ended March 31, 2025, is enclosed herewith**.**

The said document is also being placed at our website at https://www.embassyofficeparks.com/vtpl/.

Kindly take the same on record.

Thanking you

For and on behalf of **Vikas Telecom Private Limited**

GAUTHAM NAMBIAR
Digitally signed by GAUTHAM NAMBIAR
Date: 2025.06.25 14:14:48 +05'30'

Gautham Nambiar
Company Secretary & Compliance Officer
F12376

Encl: A/a

Vikas Telecom Private Limited
Registered Office: 12th Floor, Pinnacle Tower, Embassy One, 8, Bellary Road, Ganganagar, Bengaluru, Karnataka – 560 032
T: +91 80 6935 4864
E: secretarial@embassyofficeparks.com | W: https://www.embassyofficeparks.com/vtpl/ | CIN: U64202KA1992PTC083998

VIKAS TELECOM PRIVATE LIMITED

Annual Report 2024-2025

12th Floor
"UB City" Canberra Block
No. 24, Vittal Mallya Road
Bengaluru - 560 001, India
Tel : +91 80 6648 9000

INDEPENDENT AUDITOR'S REPORT

To the Members of Vikas Telecom Private Limited

Report on the Audit of the Ind AS Financial Statements

Opinion

We have audited the Ind AS financial statements of Vikas Telecom Private Limited ("the Company"), which comprise the Balance sheet as at March 31, 2025, the Statement of Profit and Loss, including the statement of Other Comprehensive Income, the Cash Flow Statement and the Statement of Changes in Equity for the year then ended, and notes to the Ind AS 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 Ind AS financial statements give the information required by the Companies Act, 2013, as amended ("the Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2025, its profit including other comprehensive income, its cash flows and the changes in equity for the year ended on that date.

Basis for Opinion

We conducted our audit of the Ind AS financial statements in accordance with the Standards on Auditing (SAs), as specified under section 143(10) of the Act. Our responsibilities under those Standards are further described in the 'Auditor's Responsibilities for the Audit of the Ind AS Financial Statements' section of our report. We are independent of the Company in accordance with the 'Code of Ethics' issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the Ind AS financial statements under the provisions of the Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Ind AS 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 Ind AS financial statements for the financial year ended March 31, 2025. These matters were addressed in the context of our audit of the Ind AS financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. For each matter below, our description of how our audit addressed the matter is provided in that context.

We have determined the matters described below to be the key audit matters to be communicated in our report. We have fulfilled the responsibilities described in the Auditor's responsibilities for the audit of the Ind AS financial statements section of our report, including in relation to these matters. Accordingly, our audit included the performance of procedures designed to respond to our assessment of the risks of material misstatement of the Ind AS financial statements. The results of our audit procedures, including the procedures performed to address the matters below, provide the basis for our audit opinion on the accompanying Ind AS financial statements.

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Bengaluru

Key audit matter	How our audit addressed the key audit matter
Related party transactions and disclosures (as described in note 40 of the Ind AS financial statements)	
The Company has undertaken transactions with its related parties in the normal course of business and at arm's length. These include loans taken and related interest expense etc. from related parties. We identified the recording of all possible related party transactions and its disclosure as set out in respective notes to the Ind AS financial statements as a key audit matter due to the significance of related party transactions and regulatory compliances.	Our audit procedures included the following: - Obtained, and read the Company's policies, processes and procedures in respect of identifying related parties, evaluation of arm's length, obtaining approval, recording and disclosure of related party transactions. - We tested, on a sample basis, related party transactions with the underlying contracts and other supporting documents for appropriate authorization and approval for such transactions. - We read minutes of board meetings in connection with transactions with related parties effected during the year and Company's assessment of related party transactions being in the ordinary course of business at arm's length. - Assessed the related party disclosures in the Ind AS financial statements.

Other Information

The 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 Ind AS financial statements and our auditor's report thereon.

Our opinion on the Ind AS financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the Ind AS financial statements, our responsibility is to read the other information and, in doing so, consider whether such other information is materially inconsistent with the Ind AS financial statements or our knowledge obtained in the 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.

Responsibilities of Management for the Ind AS Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these Ind AS financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, cash flows and changes in equity of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate

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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 Ind AS financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the Ind AS financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Those Board of Directors are also responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the Ind AS Financial Statements

Our objectives are to obtain reasonable assurance about whether the Ind AS 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 Ind AS 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 Ind AS financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls with reference to Ind AS 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 management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the Ind AS financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the Ind AS financial statements, including the disclosures, and whether the Ind AS financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

S. R. Batliboi & Associates LLP
Bengaluru
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We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the Ind AS financial statements for the financial year ended March 31, 2025 and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the "Annexure 1" a statement on the matters specified in paragraphs 3 and 4 of the Order.
2. As required by Section 143(3) of the Act, we report to the extent applicable, that:

   (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit;

   (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;

   (c) The Balance Sheet, the Statement of Profit and Loss including the Statement of Other Comprehensive Income, the Cash Flow Statement and Statement of Changes in Equity dealt with by this Report are in agreement with the books of account;

   (d) In our opinion, the aforesaid Ind AS financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Companies (Indian Accounting Standards) Rules, 2015, as amended;

   (e) On the basis of the written representations received from the directors as on March 31, 2025 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2025 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 over financial reporting of the Company with reference to these Ind AS financial statements and the operating effectiveness of such controls, refer to our separate Report in "Annexure 2" to this report;

   (g) The provisions of section 197 read with Schedule V of the Act are not applicable to the Company for the year ended March 31, 2025;

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(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 Company has disclosed the impact of pending litigations on its financial position in its Ind AS financial statements – Refer Note 34 to the Ind AS financial statements;

ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses;

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

iv. a) The management has represented that, to the best of its knowledge and belief, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person or entity, including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

b) The management has represented that, to the best of its knowledge and belief, , no funds have been received by the Company from any person or entity, including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, 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; and

c) Based on such audit procedures performed that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (a) and (b) contain any material misstatement.

v. The interim dividend declared and paid by the Company during the year and until the date of this audit report is in accordance with section 123 of the Act.

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Bengaluru

vi. Based on our examination which included test checks, the Company has used accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software (refer note 48 to the Ind AS financial statements). Further, during the course of our audit we did not come across any instance of audit trail feature being tampered with. Additionally, the audit trail of prior year has been preserved by the Company as per the statutory requirements for record retention.

For S.R. Batliboi & Associates LLP
Chartered Accountants
ICAI Firm Registration Number: 101049W/E300004

S.R. Batliboi & Associates LLP
Bengaluru

per Adarsh Ranka
Partner
Membership Number: 209567

UDIN: 25209567BMOLWE9158

Place of Signature: Bengaluru, India
Date: April 28, 2025

ANNEXURE 1 REFERRED TO IN PARAGRAPH 1 UNDER THE HEADING "REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS" OF OUR REPORT OF EVEN DATE

Re: Vikas Telecom Private Limited ("the Company")

In terms of the information and explanations sought by us and given by the Company and the books of account and records examined by us in the normal course of audit and to the best of our knowledge and belief, we state that:

(i) (a) (A) The Company has maintained proper records showing full particulars, including quantitative details and situation of property, plant and equipment and investment properties.

(B) The Company has maintained proper records showing full particulars of intangible assets.

(b) All Property, plant and equipment and investment properties were physically verified by the management in the previous year in accordance with a planned programme of verifying them once in three years which is reasonable having regard to the size of the Company and the nature of its assets. No material discrepancies were identified on such verification.

(c) The title deeds of immovable properties as disclosed in note 4A & 5 to the Ind AS financial statements included in property, plant and equipment and investment properties are held in the name of the Company. Immovable properties whose title deeds have been pledged with Catalyst Trustee are not available with the Company. The same has been independently confirmed by the Catalyst Trusteeship Limited.

(d) The Company has not revalued its property, plant and equipment or intangible assets during the year ended March 31, 2025.

(e) There are no proceedings initiated or are pending against the Company for holding any benami property under the Prohibition of Benami Property Transactions Act, 1988 and rules made thereunder.

(ii) (a) The Company's business does not require maintenance of inventories and, accordingly, the requirement to report on clause 3(ii)(a) of the order is not applicable to the Company.

(b) The Company has not been sanctioned working capital limits in excess of Rs. five crores in aggregate from banks or financial institutions during any point of time of the year on the basis of security of current assets. Accordingly, the requirement to report on clause 3(ii)(b) of the Order is not applicable to the Company.

(iii) (a) During the year ended March 31, 2025, the Company has not provided loans, advances in the nature of loans, made investments, stood guarantee or provided security to companies, firms, Limited Liability Partnerships or any other parties. Accordingly, the requirement to report on clause 3(iii)(a) and (b) of the Order is not applicable to the Company.

(c) The Company has not granted loans or advances in the nature of loans to companies, firms, Limited Liability Partnerships or any other parties. Accordingly, the requirement to report on clause 3(iii) (c), (d), (e) and (f) of the Order is not applicable to the Company.

(iv) Provisions of section 185 and 186 of the Companies Act 2013 in respect of guarantees and securities given have been complied with by the Company, as applicable. There are no loans and investments given in respect of which provisions of section 185 and 186 of the Companies Act 2013 are applicable.

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Bengaluru

(v) The Company has neither accepted any deposits from the public nor accepted any amounts which are deemed to be deposits within the meaning of sections 73 to 76 of the Companies Act and the rules made thereunder, to the extent applicable. Accordingly, the requirement to report on clause 3(v) of the Order is not applicable to the Company.

(vi) We have broadly reviewed the books of account maintained by the Company pursuant to the rules made by the Central Government for the maintenance of cost records under section 148(1) of the Companies Act, 2013, related to construction of buildings/ structures, activity of maintenance of commercial property and other related activities and are of the opinion that prima facie, the specified accounts and records have been made and maintained. We have not, however, made a detailed examination of the same.

(vii) a) The Company is regular in depositing with appropriate authorities undisputed statutory dues including goods and services tax, income-tax, duty of customs, cess and other statutory dues applicable to it. According to the information and explanations given to us and based on audit procedures performed by us, no undisputed amounts payable in respect of these statutory dues were outstanding, at the year end, for a period of more than six months from the date they became payable. The provisions relating to provident fund and employee's state insurance are not applicable to the Company.

(b) There are no dues of goods and services tax, income tax, sales-tax, service tax, duty of customs, duty of excise, value added tax, cess, provident fund and other statutory dues which have not been deposited by the Company on account of any disputes, except for the following:

Name of the statute	Nature of the dues	Amount (Rs. in million)	Period to which the amount relates	Forum where the dispute is pending
Income tax Act, 1961	Disallowance against unexplained expenditure u/s 69C	12.75 (net of Rs. 3.19 paid under protest)	AY 2019-20	Assessing Officer

(viii) The Company has not surrendered or disclosed any transaction, previously unrecorded in the books of account, in the tax assessments under the Income Tax Act, 1961 as income during the year. Accordingly, the requirement to report on clause 3(viii) of the Order is not applicable to the Company.

(ix) (a) The Company has not defaulted in repayment of loans or other borrowings or in the payment of interest thereon to any lender.

(b) The Company has not been declared wilful defaulter by any bank or financial institution or government or any government authority.

(c) Term loans were applied for the purpose for which the loans were obtained.

(d) On an overall examination of the Ind AS financial statements of the Company, no funds raised on short-term basis have been used for long-term purposes by the Company.

(e) The Company does not have any subsidiary, associate or joint venture. Accordingly, the requirement to report on clause 3(ix)(e) and (f) of the Order is not applicable to the Company.

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(x) (a) The Company has not raised any money during the year by way of initial public offer /further public offer (including debt instruments) hence, the requirement to report on clause 3(x)(a) of the Order is not applicable to the Company.

(b) The Company has not made any preferential allotment or private placement of shares /fully or partially or optionally convertible debentures during the year under audit and hence, the requirement to report on clause 3(x)(b) of the Order is not applicable to the Company.

(xi) (a) No material fraud by the Company and no material fraud on the Company has been noticed or reported during the year.

(b) During the year, no report under sub-section (12) of section 143 of the Companies Act, 2013 has been filed by cost auditor, secretarial auditor or by us in Form ADT – 4 as prescribed under Rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government.

(c) As represented to us by the management, there are no whistle blower complaints received by the Company during the year.

(xii) The Company is not a nidhi Company as per the provisions of the Companies Act, 2013. Therefore, the requirement to report on clause 3(xii)(a), (b) and (c) of the Order is not applicable to the Company.

(xiii) Transactions with the related parties are in compliance with sections 188 of Companies Act, 2013 where applicable and the details have been disclosed in the notes to the Ind AS financial statements, as required by the applicable accounting standards. The provisions of section 177 are not applicable to the Company and accordingly the requirements to report under clause 3(xiii) of the Order insofar as it relates to section 177 of the Act is not applicable to the Company.

(xiv)(a) The Company has an internal audit system commensurate with the size and nature of its business.

(b) The internal audit reports of the Company issued till the date of the audit report, for the period under audit have been considered by us.

(xv) The Company has not entered into any non-cash transactions with its directors or persons connected with its directors and hence requirement to report on clause 3(xv) of the Order is not applicable to the Company.

(xvi) (a) The provisions of section 45-IA of the Reserve Bank of India Act, 1934 (2 of 1934) are not applicable to the Company. Accordingly, the requirement to report on clause (xvi)(a) of the Order is not applicable to the Company.

(b) The Company is not engaged in any Non-Banking Financial or Housing Finance activities. Accordingly, the requirement to report on clause (xvi)(b) of the Order is not applicable to the Company.

(c) The Company is not a Core Investment Company as defined in the regulations made by Reserve Bank of India. Accordingly, the requirement to report on clause 3(xvi)(c) of the Order is not applicable to the Company.

(d) There is no Core Investment Company as a part of the Group, hence, the requirement to report on clause 3(xvi)(d) of the Order is not applicable to the Company.

S.R. Batliboi & Associates LLP
Bengaluru
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(xvii) The Company has not incurred cash losses in the current financial year and in the immediately preceding financial year.

(xviii) There has been no resignation of the statutory auditors during the year and accordingly requirement to report on Clause 3(xviii) of the Order is not applicable to the Company.

(xix) On the basis of the financial ratios disclosed in note 45 to the Ind AS financial statements, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the Ind AS financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that Company is not capable of meeting its liabilities existing at the date of Balance Sheet as and when they fall due within a period of one year from the Balance Sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the Balance Sheet date, will get discharged by the Company as and when they fall due.

(xx) (a) In respect of other than ongoing projects, there are no unspent amounts that are required to be transferred to a fund specified in Schedule VII of the Companies Act (the Act), in compliance with second proviso to sub section 5 of section 135 of the Act. This matter has been disclosed in note 39 to the Ind AS financial statements.

(b) There are no unspent amounts in respect of ongoing projects, that are required to be transferred to a special account in compliance of provision of sub section (6) of section 135 of Companies Act. This matter has been disclosed in note 39 to the Ind AS financial statements.

For S.R. Batliboi & Associates LLP
Chartered Accountants
ICAI Firm Registration Number: 101049W/E300004

S.R. Batliboi & Associates LLP
Bengaluru

per Adarsh Ranka
Partner
Membership Number: 209567

UDIN: 25209567BMOLWE9158

Place of signature: Bengaluru, India
Date: April 28, 2025

ANNEXURE 2 TO THE INDEPENDENT AUDITOR'S REPORT OF EVEN DATE ON THE IND AS FINANCIAL STATEMENTS OF VIKAS TELECOM PRIVATE LIMTED

Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")

We have audited the internal financial controls with reference to Ind AS financial statements of Vikas Telecom Private Limited ("the Company") as of March 31, 2025 in conjunction with our audit of the Ind AS financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's Management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting 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 ("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 Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditor's Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls with reference to these Ind AS 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") and the Standards on Auditing, as specified under section 143(10) of the Act, to the extent applicable to an audit of internal financial controls, both issued by ICAI. 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 these Ind AS 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 these Ind AS financial statements and their operating effectiveness. Our audit of internal financial controls with reference to Ind AS financial statements included obtaining an understanding of internal financial controls with reference to these Ind AS 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 Ind AS financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls with reference to these Ind AS financial statements.

S.R. Batliboi & Associates LLP
Bengaluru

Meaning of Internal Financial Controls With Reference to these Ind AS Financial Statements

A Company's internal financial controls with reference to Ind AS financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of Ind AS financial statements for external purposes in accordance with generally accepted accounting principles. A Company's internal financial controls with reference to Ind AS 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 Ind AS 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 Ind AS financial statements.

Inherent Limitations of Internal Financial Controls With Reference to Ind AS Financial Statements

Because of the inherent limitations of internal financial controls with reference to Ind AS 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 Ind AS financial statements to future periods are subject to the risk that the internal financial control with reference to Ind AS 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, the Company has, in all material respects, adequate internal financial controls with reference to these Ind AS financial statements and such internal financial controls with reference to these Ind AS financial statements were operating effectively as at March 31, 2025, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note issued by the ICAI.

For S.R. Batliboi & Associates LLP
Chartered Accountants
ICAI Firm Registration Number: 101049W/E300004

S.R. Batliboi & Associates LLP Bengaluru

per Adarsh Ranka
Partner
Membership Number: 209567

UDIN: 25209567BMOLWE9158
Place of signature: Bengaluru, India
Date: April 28, 2025

Vikas Telecom Private Limited
CIN: U64202KA1992PTC083998
Balance Sheet
(all amounts in Rs. million unless otherwise stated)

	Note	As at 31 March 2025	As at 31 March 2024
ASSETS			
Non-current assets			
Property, plant and equipment	4 A	16.92	17.03
Capital work-in-progress	4 B	3,100.54	1,485.30
Investment properties	5	34,162.29	23,001.74
Investment properties under development	6	585.16	6,720.80
Intangible assets	7	613.33	1,533.33
Financial assets			
- Other financial assets	8	1,785.42	1,095.00
Non-current tax assets	9	11.12	61.34
Other non-current assets	10	518.56	708.06
Total non-current assets		**40,793.34**	**34,622.60**
Current assets			
Financial assets			
- Trade receivables	11	54.05	31.47
- Cash and cash equivalents	12	852.00	0.06
- Other financial assets	13	236.82	403.15
Other current assets	14	596.24	243.92
Total current assets		**1,739.11**	**678.60**
Total assets		**42,532.45**	**35,301.20**
EQUITY AND LIABILITIES			
Equity			
Equity share capital	15	65.15	65.15
Other equity	16	(1,983.08)	(2,014.92)
Total equity		**(1,917.93)**	**(1,949.77)**
Liabilities			
Non-current liabilities			
Financial liabilities			
- Borrowings	17	14,651.95	32,345.78
- Other financial liabilities	18	669.67	462.96
Deferred tax liabilities (net)	19	78.38	53.17
Other non-current liabilities	20	193.11	33.53
Total non-current liabilities		**15,593.11**	**32,895.44**
Current liabilities			
Financial liabilities			
- Borrowings	21	22,589.77	140.46
- Trade payables	22		
- total outstanding dues of micro and small enterprises		15.89	18.25
- total outstanding dues of creditors other than micro and small enterprises		33.02	35.76
- Other financial liabilities	23	5,934.90	3,820.80
Other current liabilities	24	227.34	340.26
Current tax liabilities (net)	25	56.35	-
Total current liabilities		**28,857.27**	**4,355.53**
Total equity and liabilities		**42,532.45**	**35,301.20**
Material accounting policies	3		

The accompanying notes referred to above form an integral part of these financial statements.

As per our report of even date attached

for **S R Batliboi & Associates LLP**
Chartered Accountants
ICAI Firm's Registration No.: 101049W/E300004

per **Adarsh Ranka**
Partner
Membership No.: 209567
Place: Bengaluru
Date: 28 April 2025

S. R. Batliboi & Associates LLP
Bengaluru

for and on behalf of the Board of Directors of
Vikas Telecom Private Limited

Raghu Sapra
Director
DIN: 08455937
Place: Bengaluru
Date: 28 April 2025

Donnie Dominic George
Director
DIN: 09762419
Place: Bengaluru
Date: 28 April 2025

Gautham Nambiar
Company Secretary
Membership No: F12376
Place: Bengaluru
Date: 28 April 2025

VIKAS TELECOM PRIVATE LIMITED
BANGALORE

Vikas Telecom Private Limited
CIN: U64202KA1992PTC083998
Statement of Profit and Loss
(all amounts in Rs. million unless otherwise stated)

	Note	For the year ended 31 March 2025	For the year ended 31 March 2024
Income			
Revenue from operations	26	7,386.67	6,975.95
Interest income	27	33.73	37.69
Other income	28	257.53	93.86
Total Income		**7,677.93**	**7,107.50**
Expenses			
Operating and maintenance expenses	29	786.05	761.90
Other expenses	30	414.30	401.98
Total Expenses		**1,200.35**	**1,163.88**
Earnings before finance costs, depreciation, amortization and tax		**6,477.58**	**5,943.62**
Depreciation expense	31	1,104.92	1,034.97
Amortization expense	31	920.00	920.00
Finance costs	32	2,547.67	2,753.71
Profit before tax		**1,904.99**	**1,234.94**
Tax expenses:	43		
Current tax		332.90	106.27
Deferred tax charge		25.20	332.31
Tax expense		**358.10**	**438.58**
Profit for the year		**1,546.89**	**796.36**
Other comprehensive income		-	-
Total comprehensive income for the year		**1,546.89**	**796.36**
Earning per equity share:			
Equity shares of par value of Rs. 10 each			
- Basic and diluted (Rs. per share)	33	237.43	122.23
Material accounting policies	3		

The accompanying notes referred to above form an integral part of these financial statements.

As per our report of even date attached

for **S R Batliboi & Associates LLP**
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ICAI Firm's Registration No.: 101049W/E300004

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VIKAS TELECOM PRIVATE LIMITED BANGALORE

Vikas Telecom Private Limited
CIN: U64202KA1992PTC083998

Statement of Cash Flow

(all amounts in Rs. million unless otherwise stated)

	For the year ended 31 March 2025	For the year ended 31 March 2024
Cash flow from operating activities		
Profit before tax	1,904.99	1,234.94
Adjustments to reconcile profit before tax to net cash flows:		
Depreciation expense	1,104.92	1,034.97
Amortisation expense	920.00	920.00
Finance costs (net)	2,547.67	2,753.71
Assets and other balances written off	0.55	-
Profit on sale of mutual funds	(6.69)	(24.41)
Liabilities no longer required written back	(11.03)	(9.07)
Interest income	(33.73)	(37.69)
Operating profit before working capital changes	**6,426.68**	**5,872.45**
Working capital adjustments		
Changes in:		
Trade receivables	(22.58)	0.58
Other financial assets (current and non-current)	(258.84)	90.74
Other assets (current and non-current)	(364.41)	(129.23)
Trade payables	(5.11)	(65.05)
Other financial liabilities (current and non-current)	176.29	(259.26)
Other liabilities (current and non-current)	46.66	(88.81)
Cash generated from operating activities before taxes	**5,998.69**	**5,421.42**
Taxes (paid) /refund received (net)	(226.33)	51.12
Net cash generated from operating activities	**5,772.36**	**5,472.54**
Cash flow from investing activities		
Payment for purchase of Investment Properties and Property, plant and equipment and Intangibles including Capital work-in-progress and Investment property under development	(4,701.73)	(4,676.27)
Investment in deposits with banks (net)	(258.54)	(23.10)
Redemption in mutual funds (net)	6.69	24.41
Interest received	27.03	32.66
Net cash used in investing activities	**(4,926.55)**	**(4,642.30)**
Cash flow from financing activities		
Repayments of borrowings	(19,677.04)	(33,129.85)
Proceeds from borrowings (net of issue expenses)	24,223.49	35,335.79
Dividend paid	(1,515.07)	-
Interest paid	(3,025.25)	(3,166.80)
Net cash generated from/(used in) financing activities	**6.13**	**(960.86)**
Net decrease in cash and cash equivalents	851.94	(130.62)
Cash and cash equivalents at the beginning of the year	0.06	130.68
Cash and cash equivalents at the end of the year	**852.00**	**0.06**
Components of cash and cash equivalents (refer note 12)		
Balances with banks		
- in current accounts	844.94	-
- in escrow accounts	7.06	0.06
	852.00	**0.06**

Material accounting policies (refer note 3)

The accompanying notes referred to above form an integral part of these financial statements.

As per our report of even date attached

for **S R Batliboi & Associates LLP**
Chartered Accountants
ICAI Firm's Registration No: 101049W/E300004

per **Adarsh Ranka**
Partner
Membership No.: 209567
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VIKAS TELECOM PRIVATE LIMITED
BANGALORE

Vikas Telecom Private Limited
CIN: U64202KA1992PTC083998
Statement of changes in equity
(all amounts in Rs. million unless otherwise stated)

A. Equity share capital*

Particulars	No. of Shares	Amount
Equity shares of Rs. 10 each issued, subscribed and fully paid		
Balance as at 1 April 2023	6,515,036	65.15
Add: Issued during the year	-	-
Balance as at 31 March 2024	**6,515,036**	**65.15**
Balance as at 1 April 2024	6,515,036	65.15
Add: Issued during the year	-	-
Balance as at 31 March 2025	**6,515,036**	**65.15**

*Also refer note 15

B. Other Equity**

Particulars	Reserves and Surplus						Total
	General reserve	Equity component of Compulsorily convertible debentures	Equity component of Optionally convertible debentures	Retained earnings	Debenture redemption reserves	Capital reserve	
Balance as at 1 April 2023	50.00	2,152.59	1,575.09	-	244.20	(6,833.16)	(2,811.28)
Additions during the year	-	-	-	-	250.80	-	250.80
Profit for the year	-	-	-	796.36	-	-	796.36
Transfer to debenture redemption reserves	-	-	-	(250.80)	-	-	(250.80)
Other comprehensive income	-	-	-	-	-	-	-
Balance as at 31 March 2024	50.00	2,152.59	1,575.09	545.56	495.00	(6,833.16)	(2,014.92)
Balance as at 1 April 2024	50.00	2,152.59	1,575.09	545.56	495.00	(6,833.16)	(2,014.92)
Additions during the year	-	-	-	-	-	-	-
Profit for the year	-	-	-	1,546.89	-	-	1,546.89
Transfer to debenture redemption reserves	-	-	-	-	-	-	-
Interim dividend paid on equity shares	-	-	-	(1,515.07)	-	-	(1,515.07)
Other comprehensive income	-	-	-	-	-	-	-
Balance as at 31 March 2025	50.00	2,152.59	1,575.09	577.38	495.00	(6,833.16)	(1,983.08)

**Also refer note 16

Material accounting policies (refer note 3)

The accompanying notes referred to above form an integral part of these financial statements.

As per our report of even date attached.

for S R Batliboi & Associates LLP
Chartered Accountants
ICAI Firm's Registration No: 101049W/E300004

per Adarsh Ranka
Partner
Membership No.: 209567
Place: Bengaluru
Date: 28 April 2025

S. R. Batliboi & Associates LLP Bengaluru

for and on behalf of the Board of Directors of
Vikas Telecom Private Limited

Raghu Sapra
Director
DIN: 08455937
Place: Bengaluru
Date: 28 April 2025

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DIN: 09762419
Place: Bengaluru
Date: 28 April 2025

Gautham Nambiar
Company Secretary
Membership No: F12376
Place: Bengaluru
Date: 28 April 2025

VIKAS TELECOM PRIVATE LIMITED BANGALORE

1 Company background

Vikas Telecom Private Limited ("VTPL" or "the Company") was incorporated on 29 June 1992 having registered office at 12th Floor, Pinnacle Tower, Embassy One, 8, Bellary Road, Ganganagar, Bengaluru, Karnataka - 560032. The Company has constructed office buildings forming IT SEZ and Non-SEZ parks in Bangalore. The operations of the Company comprise of real estate developments, leasing of commercial real estate and maintenance of the buildings. The Company's debt securities are listed on recognised stock exchange.

2 Basis of preparation

Statement of compliance to Ind AS

These financial statements have been prepared in accordance with Indian Accounting Standards (Ind AS) as defined in Rule 2(1)(a) of the Companies (Indian Accounting Standards) Rules, 2015, as amended, prescribed under Section 133 of the Companies Act, 2013 ('the Act'), read with relevant rules issued thereunder and other accounting principles (as amended from time to time) generally accepted in India, and other relevant provisions of the Act. The financial statements were approved for issue by the Company's Board of Directors on 28 April 2025.

The financial statements have been prepared using uniform accounting policies for like transactions & other events in similar circumstances.

Changes in accounting policies and disclosures

New and amended standards

The accounting policies adopted and methods of computation followed are consistent with those of the previous financial year, except for items disclosed below:

Ind AS 116 - Leases

On 9 September 2024, the Ministry of Corporate Affairs issued amendments to Ind AS 116 concerning sale and leaseback transactions. The amendment impact how a seller-lessee accounts for variable lease payments that arise in a sale -and leaseback transaction. The amendments introduce a new accounting model for variable payments and will require seller-lessees to reassess and potentially restate sale and- leaseback transactions.

Ind AS 117 - Insurance Contracts

The Ministry of Corporate Affairs has issued a notification dated 12 August 2024 introducing Ind AS 117, Insurance Contracts for accounting of insurance contracts which replaces the current standard Ind AS 104, Insurance Contracts. The amendments are applicable with effect from 12 August 2024.

Additionally, amendments have been made to Ind AS 101, First-time Adoption of Indian Accounting Standards, Ind AS 103, Business Combinations, Ind AS 105, Non current Assets Held for Sale and Discontinued Operations, Ind AS 107, Financial Instruments: Disclosures, Ind AS 109, Financial Instruments and Ind AS 115, Revenue from Contracts with Customers to align them with Ind AS 117. The amendments also introduce enhanced disclosure requirements, particularly in Ind AS 107, to provide clarity regarding financial instruments associated with insurance contracts.

The Ministry of Corporate Affairs has issued a clarification dated 28 September 2024 that an insurer or insurance company may provide its financial statement as per Ind AS 104 for the purposes of consolidated financial statements of its parent, investor, or venturer till the IRDAI has notified Ind AS 117.

The above amendments are not relevant or do not have an impact on the Financial statements of the Company. The Company has not early adopted any standard, interpretation or amendment that has been issued but is not yet effective.

3 Material accounting policies

This note provides a list of the material accounting policies adopted in the preparation of these financial statements. These policies have been consistently applied to all the years presented, unless otherwise stated.

3.01 Functional and presentation currency

These financial statements are presented in Indian Rupees, which is the Company's functional currency and the currency of the primary economic environment in which the Company operates. All financial information presented in Indian Rupees has been rounded off to nearest million, except shares and per share data.

3.02 Basis of measurement

The financial statements are prepared on the historical cost basis except for certain financial assets and liabilities that are measured at fair values (refer accounting policies regarding financial instrument).

3.03 Use of judgements and estimates

The preparation of financial statements in conformity with generally accepted accounting principles in India (Ind AS) requires management to make estimates and assumptions that affect the reported amounts of assets, liabilities, income and expenses. Actual results could differ from those estimates.

Estimates and underlying assumptions are reviewed on a periodic basis. Revisions to accounting estimates are recognised in the period in which the estimates are revised and in any future periods affected.

Information about critical judgements in applying accounting policies that have the most significant effect on the amounts recognised in the Financial statements is included in the following notes:

i) Classification of lease arrangements as finance lease or operating lease - Note 3.13

ii) Classification of assets as investment properties or as property, plant and equipment - Notes 3.06 and 3.07

S.R. Batliboi & Associates LLP Bengaluru

Vikas Telecom Private Limited Bangalore

3 Material accounting policies (continued)

3.03 Use of judgements and estimates (continued)

Assumptions and estimations uncertainties

Information about assumptions and estimation uncertainties that have a significant risk resulting in a material adjustment to the financial statements are included in the following notes:

i) Note 3.06 & 3.07 : Useful lives of Investment property and Property, plant and equipment.

ii) Note 3.10 : Valuation of financial instruments.

iii) Note 3.17: Recognition of deferred tax asset on carried forward losses and recognition of minimum alternate tax credit: availability of future taxable profit against which tax losses carried forward can be used.

iv) Note 5, Note 6 and Note 3.10 as regards determination of fair valuation and disclosures and impairment of non-financial assets being investment properties and intangible assets - The fair value of investment properties and intangible assets are reviewed regularly by management with reference to independent property valuations and market conditions existing at half yearly basis. The independent valuers are independent appraisers with a recognised and relevant professional qualification and with recent experience in the location and category of the investment properties being valued. Judgment is also applied in determining the extent and frequency of independent appraisals.

3.04 Current versus non-current classification

The Company presents assets and liabilities in the balance sheet based on current/ non-current classification.

An asset is treated as current when it is:

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

All other assets are classified as non-current.

A liability is current when:

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

The Company classifies all other liabilities as non-current.

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

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

The Company has net current liabilities of Rs.27,118.16 million as at 31 March 2025 mainly due to the maturity of NCD in August 2025 and maturity of term loans during the financial year ending 31 March 2026. Based on the Company's liquidity position including undrawn borrowing facilities, the Company will be able to refinance its borrowings and meet its current obligations as and when they fall due.

3.05 Measurement of fair values

A number of the Company's accounting policies and disclosures require the measurement of fair values, for both financial and non-financial assets and liabilities. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- In the principal market for the asset or liability; or
- In the absence of a principal market, in the most advantageous market for the asset or liability.

The principal or the most advantageous market must be accessible by the Company. The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

The Company has an established control framework with respect to the measurement of fair values. The Company engages with external valuers for measurement of fair values in the absence of quoted prices in active markets.

While measuring the fair value of an asset or liability, the Company uses market observable data as far as possible. Fair values are categorised into different levels in a fair value hierarchy based on the inputs used in the valuation techniques as follows.

Level 1: quoted prices (unadjusted) in active markets for identical assets or liabilities.

Level 2: inputs other than quoted prices included in 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 asset or liability that are not based on observable market data(unobservable inputs).

When measuring the fair value of an asset or a liability, the Company uses observable market data as far as possible. If the inputs used to measure the fair value of an asset or a liability fall into different levels of the fair value hierarchy, then the fair value measurement is categorized in its entirety in the same level of the fair value hierarchy as the lowest level input that is significant to the entire measurement. The Company recognizes transfers between levels of the fair value hierarchy at the end of the reporting period during which the changes have occurred.

S.R. Batliboi & Associates LLP Bengaluru

VIKAS TELECOM PRIVATE LIMITED BANGALORE

(all amounts in Rs. millions unless otherwise stated)

3 Material accounting policies (continued)

3.06 Investment properties

Property that is held for long-term rental yields or for capital appreciation or both is classified as investment properties. Investment properties is measured initially at its cost, including related transaction costs and where applicable borrowing costs. Subsequent expenditure is capitalised to the asset's carrying amount only when it is probable that future economic benefits associated with the expenditure will flow to the Company and the cost of the item can be measured reliably. The cost of the assets not ready for their intended use before such date, are disclosed as investment properties under development. All other repairs and maintenance costs are expensed when incurred. When part of an investment properties is replaced, the carrying amount of such replaced investment property is derecognised.

Investment properties are depreciated on straight-line method over their estimated useful lives. However, where the management's estimate of the remaining useful life of the assets on a review subsequent to the time of acquisition is different, then depreciation is provided over the remaining useful life based on the revised useful life. The residual values, useful lives and methods of depreciation are reviewed at each financial year end and adjusted prospectively.

Pursuant to this policy, Management's estimates of useful life of the following major assets under straight-line method are as follows:

Asset category	Estimated useful life (in years)
Buildings*	3-60 years
Plant and Machinery*	5-15 years
Furniture and Fixtures*	3-10 years
Electrical Equipment*	5-10 years
Vehicle	8 years
Leasehold land	30 - 99 years based on the lease period

*Based on technical evaluation, the Company believes that the useful lives, as given above, best represent the period over which the Company expects to use these assets. Hence, the useful lives for these assets is different from the useful lives as prescribed under Part C of Schedule II of the Companies Act 2013.

Initial direct costs incurred by the Company in negotiating and arranging an operating lease are added to the carrying amount of the respective investment property and are amortized over the lease term on the same basis as the lease income.

On transition to Ind AS (i.e. April 01, 2016), the Company has elected to continue with the carrying value of all Investment properties measured as per the previous GAAP and use that carrying value as the deemed cost of Investment properties.

Pro-rata depreciation is provided on properties purchased or sold during the year.

Investment properties are subsequently measured at cost less accumulated depreciation and impairment losses, if any.

Investment properties are derecognised either when they have been disposed of or when they are permanently withdrawn from use and no future economic benefit is expected from their disposal. The difference between the net disposal proceeds and the carrying amount of the asset is recognised in profit or loss in the period of derecognition. In determining the amount of consideration from the derecognition of Investment properties the Company considers the effects of variable consideration, existence of a significant financing component, non-cash consideration, and consideration payable to the buyer (if any).

Note: Plant and machinery, furniture and fixtures and electrical equipment which are physically attached to the building are considered as part of the investment properties.

3.07 Property, plant and equipment and intangible assets

Property, plant and equipment

Property, plant and equipment are carried at cost of acquisition or construction less accumulated depreciation. The cost of property, plant and equipment includes freight, duties, taxes and other incidental expenses related to the acquisition or construction of the respective assets. The cost of such assets not ready for their intended use are disclosed as capital work-in-progress. Property, plant and equipment are subsequently measured at cost net of accumulated depreciation and accumulated impairment losses, if any.

Depreciation

Depreciation is provided on the straight-line basis over the estimated useful lives of each component of an item of property, plant and equipment as follows:

Asset category	Estimated useful life (in years)
Computers	3 years

Upfront premium paid under lease-cum-sale agreements to acquire land where the Company has an option to purchase the land at the end of/ during the lease term are not amortised over the lease period.

When parts of an item of plant and equipment have different useful lives, they are treated as separate components and depreciated over their respective estimated useful lives.

The residual values, useful lives and methods of depreciation are reviewed at each financial year end and adjusted prospectively.

Pro-rata depreciation is provided on all fixed assets purchased or sold during the year.

Property, plant & equipment are de-recognized when the entity transfers control of the same to the buyer. Further the entity also derecognises property, plant & equipment when they are permanently withdrawn from use and no future economic benefit is expected from their disposal. The difference between the net disposal proceeds and the carrying amount of the asset is recognized in profit or loss in the period of de-recognition.

On transition to Ind AS (i.e. April 01, 2016), the Company has elected to continue with the carrying value of all property plant and equipment measured as per the previous GAAP and use that carrying value as the deemed cost of property, plant and equipment.

S. R. Batliboi & Associates LLP Bengaluru

Vikas Telecom Private Limited Bangalore

3 Material accounting policies (continued)

3.07 Property, plant and equipment and intangible assets (continued)

Intangible assets

Intangible assets are recorded at their acquisition cost. Following initial recognition, intangible assets are carried at cost less any accumulated amortisation and accumulated impairment losses.

Cost of an item of intangible assets comprises its purchase price, including import duties and non-refundable purchase taxes, after deducting trade discounts and rebates, any cost directly attributable to bringing the asset to its working condition for its intended use.

Subsequent expenditure is capitalized only if it is probable that the future economic benefits associated with the expenditure will flow to the Company.

The residual values, useful lives and methods of amortization of intangible assets are reviewed at each financial year end and adjusted prospectively, if appropriate.

Gains or losses arising from de-recognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognized in the statement of profit and loss when asset is derecognized.

Right to use trademark: The earnings potential of trade name/ trademark can at times be substantial. A trademark is recognized on a reporting Company's balance sheet as an intangible asset separate from goodwill because it satisfies either of the following two tests:

-It arises from legal rights (a trademark is essentially a bundle of rights)

-It is capable of being sold, transferred, and licensed separately from other assets of the acquiring company.

CAM service rights are contract-based intangible assets, which represent the value of contractual rights that arise from contractual arrangements. An entity establishes relationships with its customers through certain contracts, these customer relationships arise from contractual rights. CAM service rights are recognised at their fair value as at the date of acquisition, these are subsequently amortised on a straight-line basis, over their estimated contractual lives.

Amortization

Amortization is calculated to write off the cost of intangible assets less their estimated residual values over their estimated useful lives using the straight line method, and is included in depreciation and amortization in the statement of profit and loss.

Pro-rata amortization is provided on intangible assets purchased or sold during the year.

The estimated useful lives of items of intangible assets are as follows:

Class of asset	Management estimate of useful life (years)
Software	3 years
Right to use brand	5 years
CAM service rights	5 years

Based on technical evaluation, the Company believes that the useful lives, as given above, best represent the period over which the Company expects to use these assets. Hence, the useful lives for these assets is different from the useful lives as prescribed under Part C of Schedule II of the Companies Act 2013.

3.08 Impairment of non-financial assets

The Company assesses, at each reporting date, whether there is an indication that a non-financial asset other than inventories and deferred tax assets may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Company estimates the asset's recoverable amount.

An impairment loss is recognised in the statement of Profit and Loss if the carrying amount of an asset or its cash-generating unit (CGU) exceeds its recoverable amount. Impairment loss recognised in respect of a CGU is allocated first to reduce the carrying amount of any goodwill allocated to the CGU, and then to reduce the carrying amounts of the other assets of the CGU on a pro-rata basis. A CGU is the smallest identifiable asset group that generates cash flows that are largely independent from other assets and groups. Impairment losses are recognised in the Statement of Profit and Loss, unless it reverses previous revaluation credited to equity, in which case it is charged to equity.

An asset's recoverable amount is the higher of an asset's or CGU's fair value less costs of disposal and its value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining fair value less costs of disposal, recent market transactions are taken into account. For the purpose of impairment testing, assets that cannot be tested individually are grouped together into the smallest group of assets that generates cash inflows from continuing use that are largely independent of the cash inflows of other assets or CGU.

Impairment losses recognised in prior periods are assessed at each reporting date for any indications that the loss has decreased or no longer exists. An impairment loss is reversed if there has been a change in the estimates used to determine the recoverable amount. An impairment loss in respect of goodwill is not subsequently reversed. In respect of other assets, such a reversal is made only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation, if no impairment loss had been recognised.

S. R. Batliboi & Associates LLP Bengaluru

Vikas Telecom Private Limited Bangalore

3 Material accounting policies (continued)

3.09 Foreign currency transactions

Transactions in foreign currencies are translated into the respective functional currencies at the exchange rates at the dates of the transactions.

Monetary assets and liabilities denominated in foreign currencies are translated into the functional currency at the exchange rate at the reporting date. Non-monetary assets and liabilities that are measured at fair value in a foreign currency are translated into the functional currency at the exchange rate when the fair value was determined. Non-monetary assets and liabilities that are measured based on historical cost in a foreign currency are translated at the exchange rate at the date of the transaction.

Exchange differences arising on foreign exchange transactions settled and from translations during the year are recognised in the statement of Profit and Loss of the year except exchange differences arising from the translation of the items which are recognised in OCI.

3.10 Financial instruments

i. Recognition and initial measurement

Trade receivables and debt securities issued are initially recognized when they are originated. All other financial assets and financial liabilities are initially recognised when the Company becomes a party to the contractual provisions of the instrument.

A financial asset or financial liability is initially measured at fair value (except for trade receivables which are initially measured at transaction price) plus, for an item not at fair value through profit or loss (FVTPL), transaction costs that are directly attributable to its acquisition or issue.

ii. Classification and subsequent measurement

Financial assets

On initial recognition, a financial asset is classified as measured at
- amortized cost;
- Fair value through other comprehensive income (FVOCI) - debt investment;
- Fair value through other comprehensive income (FVOCI) - equity investment; or
- Fair value through profit and loss (FVTPL).

Financial assets are not reclassified subsequent to their initial recognition, except if and in the period the Company changes its business model for managing financial assets.

A financial asset is measured at amortized cost if it meets both of the following conditions and is not designated as at FVTPL:
- the asset is held within a business model whose objective is to hold assets to collect contractual cash flows; and
- 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.

A debt investment is measured at FVOCI if it meets both of the following conditions and is not designated as FVTPL:
- the asset is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets; and
- the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of the principal and interest on the principal amount outstanding.

On initial recognition of an equity investment that is not held for trading, the Company may irrevocably elect to present subsequent changes in the investment's fair value in OCI (designated as FVOCI – equity investment). This election is made on an investment-by-investment basis.

All financial assets not classified as measured at amortized cost or FVOCI as described above are measured at FVTPL. This includes all derivative financial assets. On initial recognition, the Company may irrevocably designate a financial asset that otherwise meets the requirements to be measured at amortized cost or at FVOCI as at FVTPL if doing so eliminates or significantly reduces an accounting mismatch that would otherwise arise.

Financial assets: Business model assessment

The Company makes an assessment of the objective of the business model in which a financial asset is held at a portfolio level because this best reflects the way the business is managed and information is provided to management. The information considered includes:
- the stated policies and objectives for the portfolio and the operation of those policies in practice. These include whether management's strategy focuses on earning contractual interest income, maintaining a particular interest rate profile, matching the duration of the financial assets to the duration of any related liabilities or expected cash outflows or realizing cash flows through the sale of the assets;
- how the performance of the portfolio is evaluated and reported to the Company's management;
- the risks that affect the performance of the business model (and the financial assets held within that business model) and how those risks are managed;
- how managers of the business are compensated – e.g. whether compensation is based on the fair value of the assets managed or the contractual cash flows collected and;
- the frequency, volume and timing of sales of financial assets in prior periods, the reasons for such sales and expectations about future sales activity.

Transfers of financial assets to third parties in transactions that do not qualify for derecognition are not considered sales for this purpose, consistent with the Company's continuing recognition of the assets.

Financial assets that are held for trading or are managed and whose performance is evaluated on a fair value basis are measured at FVTPL.

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3 Material accounting policies (continued)

3.10 Financial instruments (continued)

Financial assets: Assessment whether contractual cash flows are solely payments of principal and interest.

For the purposes of this assessment, 'principal' is defined as the fair value of the financial asset on initial recognition. 'Interest' is defined as consideration for the time value of money and for the credit risk associated with the principal amount outstanding during a particular period of time and for other basic lending risks and costs (e.g. liquidity risk and administrative costs),as well as a profit margin.

In assessing whether the contractual cash flows are solely payments of principal and interest, the Company considers the contractual terms of the instrument. This includes assessing whether the financial asset contains a contractual term that could change the timing or amount of contractual cash flows such that it would not meet this condition. In making this assessment, the Company considers:

- contingent events that would change the amount or timing of cash flows;
- terms that may adjust the contractual coupon rate, including variable interest rate features;
- prepayment and extension features; and
- terms that limit the Company's claim to cash flows from specified assets (e.g. non-recourse features).

A prepayment feature is consistent with the solely payments of principal and interest criterion if the prepayment amount substantially represents unpaid amounts of principal and interest on the principal amount outstanding, which may include reasonable additional compensation for early termination of the contract. Additionally, for a financial asset acquired at a significant discount or premium to its contractual par amount, a feature that permits or requires prepayment at an amount that substantially represents the contractual par amount plus accrued (but unpaid) contractual interest (which may also include reasonable additional compensation for early termination) is treated as consistent with this criterion if the fair value of the prepayment feature is insignificant at initial recognition.

Financial assets: Subsequent measurement and gains and losses

Financial assets at FVTPL	These assets are subsequently measured at fair value. Net gains and losses, including any interest or dividend income, are recognised in profit or loss.
Financial assets at amortized cost	These assets are subsequently measured at amortized cost using the effective interest method. The amortized cost is reduced by impairment losses. Interest income, foreign exchange gains and losses and impairment are recognised in profit or loss. Any gain or loss on derecognition is recognised in profit or loss.
Debt investments at FVOCI	These assets are subsequently measured at fair value. Interest income under the effective interest method, foreign exchange gains and losses and impairment are recognised in profit or loss. Other net gains and losses are recognised in OCI. On derecognition, gains and losses accumulated in OCI are reclassified to profit or loss.
Equity investments at FVOCI	These assets are subsequently measured at fair value. Dividends are recognised as income in profit or loss unless the dividend clearly represents a recovery of part of the cost of the investment. Other net gains and losses are recognised in OCI and are not reclassified to profit or loss.

Financial liabilities: Classification, subsequent measurement and gains and losses

Financial liabilities are classified as measured at amortized cost or FVTPL. A financial liability is classified as at FVTPL if it is classified as held-for-trading, or it is a derivative or it is designated as such on initial recognition. Financial liabilities at FVTPL are measured at fair value and net gains and losses, including any interest expense, are recognised in profit or loss. Other financial liabilities are subsequently measured at amortized cost using the effective interest method. Interest expense and foreign exchange gains and losses are recognised in profit or loss. Any gain or loss on derecognition is also recognised in profit or loss.

iii. Derecognition

Financial assets

The Company derecognizes a financial asset when the contractual rights to the cash flows from the financial asset expire, or it transfers the rights to receive the contractual cash flows in a transaction in which substantially all of the risks and rewards of ownership of the financial asset are transferred or in which the Company neither transfers nor retains substantially all of the risks and rewards of ownership and does not retain control of the financial asset.

If the Company enters into transactions whereby it transfers assets recognised on its balance sheet, but retains either all or substantially all of the risks and rewards of the transferred assets, the transferred assets are not derecognized.

Financial liabilities

The Company derecognizes a financial liability when its contractual obligations are discharged or cancelled, or expire.

The Company also derecognizes a financial liability when its terms are modified and the cash flows under the modified terms are substantially different. In this case, a new financial liability based on the modified terms is recognised at fair value. The difference between the carrying amount of the financial liability extinguished and the new financial liability with modified terms is recognised in profit or loss.

iv. Offsetting

Financial assets and financial liabilities are offset and the net amount presented in the balance sheet when, and only when, the Company currently has a legally enforceable right to set off the amounts and it intends either to settle them on a net basis or to realize the asset and settle the liability simultaneously.

3 Material accounting policies (continued)

3.11 Impairment of financial assets

Financial assets

The Company recognises loss allowances for expected credit losses on:
- financial assets measured at amortised cost; and
- financial assets measured at FVOCI- debt investments

At each reporting date, the Company assesses whether financial assets carried at amortised cost and debt securities at FVOCI are credit-impaired. A financial asset is 'credit-impaired' when one or more events that have a detrimental impact on the estimated future cash flows of the financial asset have occurred.

Evidence that a financial asset is credit-impaired includes the following observable data:
- significant financial difficulty of the borrower or issuer; or
- a breach of contract such as a default or being past due for 180 days or more; or
- the restructuring of a loan or advance by the Company on terms that in the material assessment of the Company it would not consider otherwise; or
- it is probable that the borrower will enter bankruptcy or other financial reorganization; or
- the disappearance of an active market for a security because of financial difficulties

The Company measures loss allowances at an amount equal to lifetime expected credit losses, except for the following, which are measured as 12 month expected credit losses:
- debt securities that are determined to have low credit risk at the reporting date; and
- other debt securities and bank balances for which credit risk (i.e. the risk of default occurring over the expected life of the financial instrument) has not increased significantly since initial recognition.

Loss allowances for trade receivables are always measured at an amount equal to lifetime expected credit losses.

Lifetime expected credit losses are the expected credit losses that result from all possible default events over the expected life of a financial instrument.

12-month expected credit losses are the portion of expected credit losses that result from default events that are possible within 12 months after the reporting date (or a shorter period if the expected life of the instrument is less than 12 months).

In all cases, the maximum period considered when estimating expected credit losses is the maximum contractual period over which the Company is exposed to credit risk.

When determining whether the credit risk of a financial asset has increased significantly since initial recognition and when estimating expected credit losses, the Company considers reasonable and supportable information that is relevant and available without undue cost or effort. This includes both quantitative and qualitative information and analysis, based on the Company's historical experience and informed credit assessment and including forward-looking information.

The Company assumes that the credit risk on a financial asset has increased significantly if it is more than 180 days past due.

The Company considers a financial asset to be default when:
- the borrower is unlikely to pay its credit obligations to the Company in full, without recourse by the Company to actions such as realising security (if any is held); or
- the financial asset is 180 days or more past due without any security

Measurement of expected credit losses: Expected credit losses are a probability-weighted estimate of credit losses. Credit losses are measured as the present value of all cash shortfalls (i.e. the difference between the cash flows due to the Company and the cash flows that the Company expects to receive).

Presentation of allowance for expected credit losses in the balance sheet: Loss allowances for financial assets measured at amortised cost are deducted from the gross carrying amount of the assets. For debt securities at FVOCI, the loss allowance is charged to profit and loss account and is recognised in OCI.

***Write-off*:** The gross carrying amount of a financial asset is written off (either partially or in full) to the extent that there is no realistic prospect of recovery. This is generally the case when the Company determines that the debtor does not have assets or sources of income that could generate sufficient cash flows to repay the amounts subject to write-off. However, financial assets that are written off could still be subject to enforcement activities in order to comply with the Company's procedures for recovery of amounts due.

Majority of the financial assets of the Company pertain to trade and other receivables. Considering the nature of business, the Company does not foresee any credit risk on its trade and other receivables which may cause an impairment. As per the agreement with tenants, the receivables are covered by clause of payment security mechanism which ensures receipt of all trade receivables. Also, the Company does not have any past history of significant impairment of trade and other receivables.

3.12 Financial guarantee contracts

Financial guarantee contracts are recognised as a financial liability at the time the guarantee is issued. The liability is initially measured at fair value and subsequently at the higher of the amount of loss allowance determined as per impairment requirements of Ind AS 109 and the amount recognised less, when appropriate, the cumulative amount of income recognised in accordance with the principles of Ind AS 115.

The fair value of financial guarantees is determined as the present value of the difference in net cash flows between the contractual payments under the debt instrument and the payments that would be required without the guarantee, or the estimated amount that would be payable to a third party for assuming the obligations.

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3 Material accounting policies (continued)

3.13 Leases

Company as a lessee

A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

The Company recognises right-of-use asset representing its right to use the underlying asset for the lease term at the lease commencement date. The cost of the right-of-use asset measured at inception shall comprise of the amount of the initial measurement of the lease liability, adjusted for any lease payments made at or before the commencement date, less any lease incentives received, plus any initial direct costs incurred and an estimate of the costs to be incurred by the lessee in dismantling and removing the underlying asset or restoring the underlying asset or site on which it is located.

The right-of-use assets is subsequently measured at cost less accumulated depreciation, accumulated impairment losses, if any and adjusted for any remeasurement of the lease liability. The right-of-use assets is depreciated using the straight-line method from the commencement date over the shorter of lease term or useful life of right-of-use asset. Right-of-use assets are tested for impairment whenever there is any indication that their carrying amounts may not be recoverable. Impairment loss, if any, is recognised in the statement of profit and loss.

The lease liability is initially measured at the present value of the lease payments that are not paid at the commencement date, discounted using the interest rate implicit in the lease or, if that rate cannot be readily determined, the incremental borrowing rate applicable to the Company. Generally, the Company uses its incremental borrowing rate as the discount rate. For leases with reasonably similar characteristics, the Company, on a lease by lease basis, may adopt either the incremental borrowing rate specific to the lease or the incremental borrowing rate for the portfolio as a whole.

The Company recognises the amount of the re-measurement of lease liability as an adjustment to the right-of-use asset. Where the carrying amount of the right-of-use asset is reduced to zero and there is a further reduction in the measurement of the lease liability, the Company recognises any remaining amount of the re-measurement in the statement of profit and loss.

The Company has elected not to recognise right-of-use assets and lease liabilities for short-term leases of all assets that have a lease term of 12 months or less and leases of low-value assets. The Company recognizes the lease payments associated with these leases as an expense on a straight-line basis over the lease term.

Company as a lessor

i. *Determining whether an arrangement contains a lease*

At inception of an arrangement, it is determined whether the arrangement is or contains a lease. At inception or on reassessment of the arrangement that contains a lease, the payments and other consideration required by such an arrangement are separated into those for other elements on the basis of their relative fair values. If it is concluded for a finance lease that it is impracticable to separate the payments reliably, then an asset and a liability are recognised at an amount equal to the fair value of the underlying asset. The liability is reduced as payments are made and an imputed finance cost on the liability is recognised using the incremental borrowing rate.

ii. *Assets held under leases*

Leases in which the Company does not transfer substantially all the risks and rewards of ownership of an asset are classified as operating leases. Leases are classified as finance leases when substantially all of the risks and rewards of ownership transfer from the Company to the lessee. Amounts due from lessees under finance leases are recorded as receivables at the Company's net investment in the leases. Rental income arising is accounted for on a straight-line basis over the non-cancellable period of lease term.

iii. *Initial direct costs*

Initial direct costs such as brokerage expenses incurred specifically to earn revenues from an operating lease are capitalised to the carrying amount of leased asset and recognised over the lease term on the same basis as rental income.

3.14 Revenue recognition

i) Rental income from investment properties

Rental income from property leased under operating lease is recognised in the statement of profit and loss on a straight-line basis over the non-cancellable period of the lease term. Lease incentives granted are recognised as an integral part of the total rental income. Contingent rents are recognised as revenue in the period in which they are earned on a receipt basis.

ii) Income from finance lease

For assets let out under finance lease, the Company recognises a receivable at an amount equal to the net investment in the lease. Rentals received are accounted for as repayment of principal and finance income. Minimum lease payments receivable on finance leases are apportioned between the finance income and the reduction of the outstanding receivable. The finance income allocated to each period during the lease term so as to produce a constant periodic rate of interest on the remaining net investment in the finance lease. Contingent rents are recorded as income in the periods in which they are earned.

iii) Revenue from contract with customers

Revenue towards satisfaction of a performance obligation is measured at the amount of transaction price (net of variable consideration) allocated to that performance obligation. The transaction price of goods sold and services rendered is net of variable consideration on account of various discounts and schemes offered by the Company as part of the contract.

Revenue from contracts with customers is recognised when control of the goods or services are transferred to the customer at an amount that reflects the consideration to which the Company expects to be entitled in exchange for those goods or services.

Revenue is recognised when recovery of the consideration is probable and the amount of revenue can be measured reliably.

a) Revenue from maintenance services is recognised as and when the services are rendered based on the terms of the contracts with the lessees.

b) Other operating income is recognised when the services are rendered and the same become chargeable. Revenue from other services is recognised on accrual basis as per the terms of the agreement.

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3 Material accounting policies (continued)

3.15 Recognition of dividend and interest income

Dividend income is recognised in statement of profit and loss on the date on which the Company's right to receive payment is established.

Interest income is recognised using the effective interest method. The 'effective interest rate' is the rate that exactly discounts estimated future cash receipts through the expected life of the financial instrument to the gross carrying amount of the financial asset.

In calculating interest income, the effective interest rate is applied to the gross carrying amount of the asset (when the asset is not credit-impaired). However, for financial assets that have become credit-impaired subsequent to initial recognition, interest income is calculated by applying the effective interest rate to the amortised cost of the financial asset. If the asset is no longer credit-impaired, then the calculation of interest income reverts to the gross basis.

3.16 Borrowing costs

Borrowing costs are interest and other costs incurred in connection with the borrowing of funds. Borrowing costs directly attributable to acquisition or construction of a qualifying asset form part of the cost of that asset. Other borrowing costs are recognised as an expense in the period in which they are incurred.

Interest expense is recognised using the effective interest method. The 'effective interest rate' is the rate that exactly discounts estimated future cash payments through the expected life of the financial instrument to the amortised cost of the financial liability. In calculating interest expense, the effective interest rate is applied to the amortised cost of the liability.

Capitalisation rate used to determine the amount of borrowing costs to be capitalised is the weighted average interest rate applicable to the general borrowings. Capitalisation of borrowing costs is suspended during the extended period in which active development is interrupted. Capitalisation of borrowing costs is ceased when substantially all the activities necessary to prepare the qualifying asset for its intended use or sale are complete.

3.17 Taxation

Income-tax comprises of Current Tax and deferred tax. It is recognised to profit and loss account except to the extent an item recognised directly in equity or other comprehensive income.

Current tax

Current tax comprises the expected tax payable or receivable on the taxable income or loss for the year and any adjustment to the tax payable or receivable in respect of previous years. The amount of current tax reflects the best estimate of the tax amount expected to be paid or received after considering the uncertainty, if any, related to income taxes. It is measured using tax rates (and tax laws) enacted or substantively enacted by the reporting date.

Current tax assets and liabilities are offset only if there is a legally enforceable right to set off the recognised amounts, and it is intended to realise the asset and settle the liability on a net basis or simultaneously.

Deferred tax

Deferred tax is recognised in respect of temporary differences between the carrying amounts of assets and liabilities for the financial reporting purposes and the corresponding amounts used for taxation purposes. Deferred tax is also recognised in respect of carried forward tax losses and tax credits.

Deferred income tax asset are recognised to the extent that it is probable that future taxable profits will be available against which they can be used. The existence of unused tax losses is strong evidence that future taxable profit may not be available. Therefore, in case of a history of recent losses, the Company recognises a deferred tax asset only to the extent that it has sufficient taxable temporary differences or there is convincing other evidence that sufficient taxable profit will be available against which such deferred tax asset can be realised.

Deferred tax assets – unrecognised or recognised, are reviewed at each reporting date and are recognised/reduced to the extent that it is probable/no longer probable respectively that the related tax benefit will be realised.

Deferred tax is measured at the tax rates that are expected to apply to the period when the asset is realised or the liability is settled, based on the laws that have been enacted or substantively enacted at the reporting date.

The measurement of deferred tax reflects the tax consequences that would follow from the manner in which the Company expects, at the reporting date, to recover or settle the carrying amount of its assets and liabilities.

Deferred tax assets and liabilities are offset if there is a legally enforceable right to offset current tax assets and liabilities, and they relate to income 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.

Minimum Alternative Tax

Minimum Alternative Tax ('MAT') under the provisions of the Income Tax, 1961 is recognised as current tax in the statement of Profit and Loss. The credit available under the Act in respect of MAT paid is recognised as an asset only when and to the extent there is convincing evidence that the Company will pay normal income tax during the period for which MAT credit can be carried forward for set-off against normal tax liability. MAT credit recognised as an asset is reviewed at each balance sheet date and written down to the extent the aforesaid convincing evidence no longer exists.

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3 Material accounting policies (continued)

3.18 Provisions and contingencies

The Company recognises a provision when there is a present obligation (legal or constructive) as a result of a past obligating event that probably requires an outflow of resources and a reliable estimate can be made of the amount of the obligation. A disclosure for a contingent liability is made when there is a possible obligation or a present obligation that may, but probably will not, require an outflow of resources. Where there is a possible obligation or a present obligation that the likelihood of outflow of resources is remote, no provision or disclosure is made.

Provisions for onerous contracts, i.e. contracts where the expected unavoidable costs of meeting the obligations under the contract exceed the economic benefits expected to be received under it, are recognised when it is probable that an outflow of resources embodying economic benefits will be required to settle a present obligation as a result of an obligating event, based on a reliable estimate of such obligation.
If the effect of the time value of money is material, provisions are discounted.

3.19 Segment reporting

In accordance with the requirements of Ind AS 108 - "Segment Reporting", the Company is primarily engaged in the business of development, maintenance and lease of office space and related interiors and has no other primary reportable segments. The Board of Directors of the Company allocate the resources and assess the performance of the Company, thus are the Chief Operating Decision Maker (CODM). The CODM monitors the operating results of the business as a single segment, hence no separate segment needs to be disclosed. Thus the segment revenue, segment result, total carrying amount of segment assets, total carrying amount of segment liabilities, total cost incurred to acquire segments assets, the total amount of charge for depreciation and amortisation during the year are all as reflected in the financial statements. As the Company operates in India alone, no separate geographical segment is disclosed.

3.20 Cash and cash equivalents

Cash and cash equivalents in the balance sheet comprises of cash at banks and on hand, deposits held at call with bank or financial institutions, other short-term, highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value.

For the purpose of the statement of cashflow, cash and cash equivalents consist of cash and cash equivalents, as defined above, net of outstanding book overdrafts as they are considered an integral part of the Company's cash management.

3.21 Distribution policy

Under the provisions of the REIT Regulations, Embassy Office Parks REIT is required to distribute to the Unitholders not less than ninety percent of the net distributable cash flows ('NDCF') of Embassy Office Parks REIT. The NDCF was calculated in accordance with the REIT Regulations and in the manner provided in the NDCF framework defined by the Manager. The Manager had made certain clarificatory amendments to the NDCF framework under the Distribution Policy to ensure that there is no ambiguity in computing the NDCF at Embassy REIT and SPV/Holdco level. The amended framework was approved by a special majority in the Unitholder's Meeting held on 8 July 2021 and was effective from 1 April 2021.
In order to promote standardisation of framework for computing NDCF, a revised framework is defined by SEBI vide master circular no. SEBI/HO/DDHS-PoD-2/P/CIR/2024/43 dated 15 May 2024. This framework is applicable with effect from 1 April 2024. Accordingly, Embassy Office Parks REIT has computed the NDCF for the year ended 31 March 2025 to comply with the said circular. Comparatives have not been provided in this framework for all the previous periods presented. In accordance with this circular, Embassy Office Parks REIT along with its SPVs, subject to applicable provisions in the Companies Act, 2013, needs to ensure that minimum 90% distribution of NDCF be met for a given financial year on a cumulative periodic basis.
The aforesaid net distributable cash flows are made available to Embassy Office Parks REIT in the form of (i) Interest paid on Shareholder Debt provided by Embassy Office Parks REIT to the SPV's/Holding Company, (ii) Principal repayment of Shareholder Debt, (iii) Dividend declared by the SPVs/Holding Company and (iv) Proceeds from sale of any Embassy REIT assets.

3.22 Statement of cash flow

Cash flows are reported using indirect method, whereby net profits before tax is adjusted for the effects of transactions of a non-cash nature and any deferrals or accruals of past or future cash receipts or payments. The cash flows from regular revenue generating (operating activities), investing and financing activities of the Company are segregated.

For the purpose of the statement of cash flow, cash and cash equivalents consist of cash and short-term deposits, as defined above, as they are considered an integral part of the Company's cash management.

3.23 Earnings per share

The basic earnings/(loss) per share is computed by dividing the net profit/ (loss) attributable to owner's of the Company for the year by the weighted average number of equity shares outstanding during reporting period.

The number of shares used in computing diluted earnings/(loss) per share comprises the weighted average shares considered for deriving basic earnings/ (loss) per share and also the weighted average number of equity shares which could have been issued on the conversion of all dilutive potential equity shares.

Dilutive potential equity shares are deemed converted as of the beginning of the reporting date, unless they have been issued at a later date. In computing diluted earnings per share, only potential equity shares that are dilutive and which either reduces earnings per share or increase loss per share are included.

3.24 Earnings before finance costs, depreciation, amortisation and tax

The Company has elected to present earnings before finance cost, depreciation, amortisation and tax as a separate line item on the face of the statement of Profit and Loss. The Company measures earnings before finance cost, depreciation, amortisation and tax on the basis of profit/ (loss) from continuing operations. In its measurement, the Company does not include depreciation and amortisation expense, finance cost and tax expense.

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CIN: U64202KA1992PTC083998
Notes to the financial statements for the year ended 31 March 2025
(all amounts in Rs. million unless otherwise stated)

4 A Property, plant and equipment

Reconciliation of carrying amount for the year ended 31 March 2025

Particulars	Computers	Land	Total
Gross Block (cost or deemed cost):			
As at 1 April 2023	6.10	16.92	23.02
Additions	-	-	-
Disposals	-	-	-
As at 31 March 2024	**6.10**	**16.92**	**23.02**
As at 1 April 2024	6.10	16.92	23.02
Additions	-	-	-
Disposals	-	-	-
As at 31 March 2025	**6.10**	**16.92**	**23.02**
Accumulated depreciation			
As at 1 April 2023	5.57	-	5.57
Charge for the year	0.42	-	0.42
Disposals	-	-	-
As at 31 March 2024	**5.99**	**-**	**5.99**
As at 1 April 2024	5.99	-	5.99
Charge for the year	0.11	-	0.11
Disposals	-		-
As at 31 March 2025	**6.10**	**-**	**6.10**
Carrying amounts (net):			
As at 31 March 2025	**-**	**16.92**	**16.92**
As at 31 March 2024	**0.11**	**16.92**	**17.03**

(i) Refer note 17 for information on the charge created.

(ii) Refer note 34 for disclosure of contractual commitments for the acquisition of Property, plant and equipment.

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(all amounts in Rs. million unless otherwise stated)

4 B Capital work-in-progress (CWIP)

Particulars	As at 31 March 2025	As at 31 March 2024
Hotel and convention centre	3,100.54	1,485.30
Total	**3,100.54**	**1,485.30**

Capital work-in-progress ageing schedule

Status	Amount in CWIP for a period of				Total
	Less than 1 year	1 - 2 years	2 - 3 years	More than 3 years	
As at 31 March 2025					
Projects in progress	1,615.24	883.14	295.63	306.53	**3,100.54**
Projects temporarily suspended	-	-	-	-	-
As at 31 March 2024					
Projects in progress	883.14	295.63	75.67	230.86	**1,485.30**
Projects temporarily suspended	-	-	-	-	-

Borrowing cost capitalised

i) Additions to Capital work in progress include borrowing cost amounting to Rs. 183.70 million for the year ended 31 March 2025 (31 March 2024 : Rs 97.53 million) on the basis of capitalisation rate on Weighted average borrowing cost (WABC) at 8.09% p.a. (31 March 2024: 8.18% p.a.)

ii) As on 31 March 2025 and 31 March 2024, there are no capital work-in-progress projects whose completion is overdue or has exceeded the cost, based on original approved plan.

Movement of capital work-in-progress

Particulars	As at 31 March 2025	As at 31 March 2024
Opening balance	1,485.30	602.16
Add - Additions to Capital work in progress during the year	1,615.24	883.14
Less - Capitalisation to Property, plant & equipment during the year	-	-
Closing balance	**3,100.54**	**1,485.30**

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BANGALORE

(all amounts in Rs. million unless otherwise stated)

5 Investment properties

Reconciliation of carrying amount for the year ended 31 March 2025

Particulars	Building	Plant and Machinery	Furniture and Fixtures	Vehicle	Electrical Equipment	Total (A)	Land (refer note (ii))		Grand Total (A + B + C)
							Freehold (B)	Leasehold (C)	
Gross Block (cost or deemed cost):									
As at 1 April 2023	22,718.39	4,631.63	465.46	-	327.55	28,143.03	396.05	113.00	28,652.08
Additions	622.63	289.33	4.90	0.61	44.91	962.38	50.13	-	1,012.51
Disposals	-	-	-	-	-	-	-	-	-
As at 31 March 2024	**23,341.02**	**4,920.96**	**470.36**	**0.61**	**372.46**	**29,105.41**	**446.18**	**113.00**	**29,664.59**
As at 1 April 2024	23,341.02	4,920.96	470.36	0.61	372.46	29,105.41	446.18	113.00	29,664.59
Additions	8,494.12	2,507.06	1.76	-	1,262.42	12,265.36	-	-	12,265.36
Disposals	-	-	-	-	-	-	-	-	-
As at 31 March 2025	**31,835.14**	**7,428.03**	**472.11**	**0.61**	**1,634.89**	**41,370.78**	**446.18**	**113.00**	**41,929.95**
Accumulated depreciation									
As at 1 April 2023	3,734.44	1,471.17	296.57	-	126.12	5,628.30	-	-	5,628.30
Charge for the year	656.18	278.64	63.86	0.04	35.83	1,034.55	-	-	1,034.55
Disposals	-	-	-	-	-	-	-	-	-
As at 31 March 2024	**4,390.62**	**1,749.81**	**360.43**	**0.04**	**161.95**	**6,662.85**	-	-	**6,662.85**
As at 1 April 2024	4,390.62	1,749.81	360.43	0.04	161.95	6,662.85	-	-	6,662.85
Charge for the year	549.22	448.06	35.23	0.08	72.22	1,104.81	-	-	1,104.81
Disposals	-	-	-	-	-	-	-	-	-
As at 31 March 2025	**4,939.85**	**2,197.88**	**395.66**	**0.12**	**234.18**	**7,767.66**	-	-	**7,767.66**
Carrying amounts (net):									
As at 31 March 2025	**26,895.29**	**5,230.15**	**76.45**	**0.49**	**1,400.71**	**33,603.11**	**446.18**	**113.00**	**34,162.29**
As at 31 March 2024	**18,950.40**	**3,171.15**	**109.93**	**0.57**	**210.51**	**22,442.56**	**446.18**	**113.00**	**23,001.74**

i)The above owned assets held as investment properties have been leased out to lessees / held for lease on operating lease basis. Refer note no 36 for details of operating lease.

ii) Karnataka Industrial Area Development Board ("KIADB") executed lease cum sale agreements in favour of the Company with respect to 103 acres 1 ¼ guntas ("Larger Land") in Devarabeesanahalli Village ("ETV Project"). Subsequently, sale deeds with respect to 101 acres 4 ¼ guntas was executed in favour of the Company and balance land measuring 1 acre 37 guntas continues to remain leased in favour of the Company. In addition to the Larger Extent, the Company has acquired survey number 9/4 measuring 1 acre 9 guntas (including 3 guntas kharab land) from private parties in 2004 and this land is located within the ETV Project. This additional land was originally under BBMP jurisdiction and subsequently in 2024, through approval by Karnataka Udyoga Mitra, the Company has been granted permission to integrate and obtain a single mixed use development plan from KIADB for ETV including this additional land. Pursuant to the approval obtained through Karnataka Udyog Mitra, the Company has applied for and obtained a modified development plan for ETV from KIADB which includes survey number 9/4. The Company has stated that it would invest Rs.1,000 million, which has been subsumed within the overall ETV Project cost approved by the Board. The Company has leased out 19.34 acres of the land to Embassy Commercial Projects (Whitefield) Private Limited and is developing the remaining land along with Sarla Infrastructure Private Limited.

iii) Plant and Machinery, Furniture and Fixtures and Electrical Equipment are physically attached to the Buildings and are an integral part of it, therefore, they are considered as a part of investment properties.

iv) Investment properties comprises a commercial building and other assets forming part of building, that is leased to third parties. The license agreement entered with tenants may or may not contain an initial non-cancellable period. Subsequent renewals of these license agreements are negotiated with the tenants and historically the average renewal period ranges between three and five years.

v) Refer note 17 and 40 for information on the charge created. The above investment properties have been provided as security to its holding entity for the Non-convertible debentures issued.

vi) Refer note 34 for disclosure of contractual commitments for the acquisition of Investment properties.

vii) Additions to investment properties and investment properties under development include borrowing cost amounting to Rs.622.29 million (31 March 2024: Rs.469.57 million) on the basis of capitalisation rate on Weighted average borrowing cost (WABC) at 8.07% p.a. (31 March 2024: 8.58% p.a.).

viii) All immovable properties (Except Leasehold Land) are held in the name of the Company as on 31 March 2025 and 31 March 2024.

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(all amounts in Rs. million unless otherwise stated)

5 Investment Properties (continued)

Amounts recognised in statement of profit and loss for investment properties

Particulars	For the year ended 31 March 2025	For the year ended 31 March 2024
Rental income	7,386.67	6,975.95
Less: Direct operating expenses from investment properties that generated rental income (including repairs and maintenance).	(613.58)	(590.32)
Less: Direct operating expenses from investment properties that did not generating rental income (including repairs and maintenance).	(331.21)	(307.93)
Profit arising from investment properties before depreciation, amortization and indirect expenses	**6,441.88**	**6,077.70**
Less: Depreciation and amortisation expense	(2,024.81)	(1,954.55)
Profit arising from investment properties before indirect expenses	**4,417.07**	**4,123.15**

Determination of fair values

The fair value of investment property as at 31 March 2025 and 31 March 2024 has been determined by a independent registered valuer as defined under rule 2 of Companies (Registered Valuers and Valuation) Rules, 2017, having appropriately recognised professional qualifications and recent experience in the location and category of the properties being valued.

The independent external professional property valuers have considered valuation technique discounted cash flows in arriving at the fair value as at the reporting date. These valuation methods involve certain estimates. The management has exercised its judgement and is satisfied that the valuation methods and estimates are reflective of the current market conditions.

The discounted cash flows method involves the estimation of an income stream over a period and discounting the income stream with an expected internal rate of return and terminal yield. The valuation model considers the present value of net cash flows to be generated from the property, taking into account the expected rental growth rate, vacant periods, occupancy rate, lease incentive costs such as rent-free periods and other costs not paid by tenants. The expected cash flows are discounted using risk-adjusted discount rates. Among other factors, the discount rate estimation considers the quality of a building and its location (prime vs secondary), tenant credit quality and lease terms.
All resulting fair value estimates for investment properties are included in level 3.

Fair values

Particulars	Amount
Fair Value at 31 March 2025	118,878
Fair Value at 31 March 2024	107,377

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(all amounts in Rs. million unless otherwise stated)

6 Investment properties under development (IPUD)

Investment properties under development comprises of upcoming buildings and infrastructural upgrades in Embassy TechVillage.
The building/block wise details is as follows:

Particulars	As at 31 March 2025	As at 31 March 2024
Block 8 office	-	6,065.84
Master plan upgrades and others	585.16	654.96
	585.16	**6,720.80**

i. **Investment properties under development ageing**

Status	Amount in IPUD for a period of				Total
	Less than 1 year	1 - 2 years	2 - 3 years	More than 3 years	
As at 31 March 2025					
Projects in progress	306.82	154.20	124.14	-	**585.16**
Projects temporarily suspended	-	-	-	-	-
As at 31 March 2024					
Projects in progress	4,188.60	1,722.67	456.51	353.02	**6,720.80**
Projects temporarily suspended	-	-	-	-	-

ii. As on 31 March 2025 and 31 March 2024, there are no IPUD projects whose completion is overdue or has exceeded the cost, based on originally approved plan.

iii. **Movement of investment properties under development (IPUD)**

Particulars	As at 31 March 2025	As at 31 March 2024
Opening balance	6,720.80	2,987.16
Add - Additions to Investment properties under development during the year	5,799.76	4,525.50
Less - Capitalisation to Investment properties during the year	(11,935.41)	(791.86)
Closing balance	**585.16**	**6,720.80**

7 Intangible assets

Reconciliation of carrying amount for the year ended 31 March 2025

Particulars	Computer software	Right to use brand	CAM Service Rights	Total
Gross Block (cost or deemed cost):				
As at 1 April 2023	6.88	891.20	4,600.00	5,498.08
Additions	-	-	-	-
Disposals	-	-	-	-
As at 31 March 2024	**6.88**	**891.20**	**4,600.00**	**5,498.08**
As at 1 April 2024	6.88	891.20	4,600.00	5,498.08
Additions	-	-	-	-
Disposals	-	-	-	-
As at 31 March 2025	**6.88**	**891.20**	**4,600.00**	**5,498.08**
Accumulated amortization				
As at 1 April 2023	6.88	891.20	2,146.67	3,044.75
Amortization for the year	-	-	920.00	920.00
As at 31 March 2024	**6.88**	**891.20**	**3,066.67**	**3,964.75**
As at 1 April 2024	6.88	891.20	3,066.67	3,964.75
Amortization for the year	-	-	920.00	920.00
As at 31 March 2025	**6.88**	**891.20**	**3,986.67**	**4,884.75**
Carrying amounts (net):				
As at 31 March 2025	-	-	**613.33**	**613.33**
As at 31 March 2024	-	-	**1,533.33**	**1,533.33**

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(all amounts in Rs. million unless otherwise stated)

8 Other non-current financial assets

Particulars	As at 31 March 2025	As at 31 March 2024
Unsecured, considered good		
Banks deposits with maturity more than 12 months (refer note A below)	336.51	74.20
Finance lease receivable (refer note 37)	-	14.35
Unbilled revenue	1,245.47	853.65
Security deposits		
- to others	203.44	152.80
	1,785.42	**1,095.00**

Note A:		
Fixed deposits pledged against Bank loans	314.20	74.20

9 Non-current tax assets (net)

Particulars	As at 31 March 2025	As at 31 March 2024
Advance tax, net of provision for tax	11.12	61.34
	11.12	**61.34**

10 Other non-current assets

	As at 31 March 2025	As at 31 March 2024
Unsecured considered good		
Capital advances		
- to related parties (refer note 40)	29.87	17.14
- to others	473.70	688.04
Paid under protest to government authorities	14.99	2.88
	518.56	**708.06**

11 Trade receivables

Particulars	As at 31 March 2025	As at 31 March 2024
Trade receivables		
Unsecured		
Considered good		
- related parties (refer note 40)	2.24	0.30
- others	51.81	31.17
Credit impaired	-	-
Less: Allowances for impairment losses	-	-
	54.05	**31.47**

a. The Company's exposure to credit and currency risks, trade receivables ageing schedule based on requirement of Schedule III and loss allowances related to trade receivables is disclosed in Note 41.

b. No trade or other receivable are due from directors or other officers of the Company either severally or jointly with any other person. Nor any trade or other receivable are due from firms or private companies respectively in which any director is a partner, a director or a member.

12 Cash and cash equivalents

Particulars	As at 31 March 2025	As at 31 March 2024
Balances with banks		
- in current accounts*	844.94	-
- in escrow accounts	7.06	0.06
	852.00	**0.06**

*Balance in current accounts includes cheques on hand as at 31 March 2025 amounting to Rs. 401.00 million (31 March 2024: Nil).

13 Other current financial assets

Particulars	As at 31 March 2025	As at 31 March 2024
Unsecured, considered good		
Finance lease receivable (refer note 37)	14.35	31.41
Unbilled revenue	56.47	192.23
Unbilled maintenance charges	61.00	74.51
Security deposits		
- to related parties (refer note 40)	105.00	105.00
	236.82	**403.15**

14 Other current assets

Particulars	As at 31 March 2025	As at 31 March 2024
Unsecured, considered good		
Advance for supply of goods and rendering of services		
- to related parties (refer note 40)	10.87	54.75
- to others	30.21	5.81
Balances with government authorities	548.54	174.42
Prepayments	6.62	8.94
	596.24	**243.92**

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(all amounts in Rs. million unless otherwise stated)

15 Equity share capital

Particulars	As at 31 March 2025	As at 31 March 2024
Authorised capital		
64,000,000 (31 March 2024: 64,000,000) equity shares of Rs. 10 each	640.00	640.00
50,000 (31 March 2024: 50,000) redeemable preference shares of Rs. 10 each	0.50	0.50
Issued, subscribed and fully paid-up		
6,515,036 (31 March 2024: 6,515,036) equity shares of Rs.10 each	65.15	65.15
	65.15	**65.15**

A Equity shares

a) Reconciliation of the number of equity shares outstanding at the beginning and at the end of the reporting year is as given below:

Particulars	As at 31 March 2025		As at 31 March 2024	
	No. of shares	Amount	No. of shares	Amount
Number of shares outstanding at the beginning of the year	6,515,036	65.15	6,515,036	65.15
Add: Movement during the year	-	-	-	-
Number of shares outstanding at the end of the year	**6,515,036**	**65.15**	**6,515,036**	**65.15**

b) Rights, preferences and restrictions attached to equity shares:

Each holder of equity share, as reflected in the records of the Company as of the date of the shareholder meeting, is entitled to one vote in respect of each share held for all matters submitted to vote in the shareholder's meeting. The Company declares and pays dividends in Indian Rupees. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing General Meeting except interim dividend. In the event of liquidation of the Company, the holders of equity shares will be entitled to receive all of the remaining assets of the Company after distribution of all preferential amounts. However, no such preferential amounts existed as at the balance sheet date. The distribution will be in proportion to the number of equity shares held by the shareholders.

c) Equity shareholders holding more than 5% of equity shares in the Company:

Name of the Promoter	As at 31 March 2025		As at 31 March 2024	
	% of holding	No. of shares	% of holding	No. of shares
Embassy Office Parks REIT*	100.00%	6,515,036	100.00%	6,515,036
	100.00%	**6,515,036**	**100.00%**	**6,515,036**

*1 equity share is held by an individual where the beneficial interest lies with Embassy Office Parks REIT.

d) Buyback of shares and shares allotted by way of bonus shares:

The Company has not made any buy-back, nor there has been an issue of shares by way of bonus share nor issue of shares pursuant to contract without payment being received / paid in cash for the period of five years immediately preceding the balance sheet date.

B Shareholding of Promoters

As at 31 March 2025

Name of the Promoter	Shares held by Promoters				% Change during the year ended 31 March 2025
	No. of shares as at 31 March 2025	% of total shares as at 31 March 2025	No. of shares as at 1 April 2024	% of total shares as at 1 April 2024	
Embassy Office Parks REIT	6,515,036	100.00%	6,515,036	100.00%	0.00%
Total	**6,515,036**	**100.00%**	**6,515,036**	**100.00%**	**0.00%**

As at 31 March 2024

Name of the Promoter	Shares held by Promoters				% Change during the year ended 31 March 2024
	No. of shares as at 31 March 2024	% of total shares as at 31 March 2024	No. of shares as at 1 April 2023	% of total shares as at 1 April 2023	
Embassy Office Parks REIT	6,515,036	100.00%	6,515,036	100.00%	0.00%
Total	**6,515,036**	**100.00%**	**6,515,036**	**100.00%**	**0.00%**

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(all amounts in Rs. million unless otherwise stated)

16 Other equity

	Particulars	As at 31 March 2025	As at 31 March 2024
	Reserves and surplus		
(i)	**Other reserves**		
	General reserve		
	Balance at the beginning of the year	50.00	50.00
	Movement during the year	-	-
	Balance as at the end of the year	**50.00**	**50.00**
(ii)	**Retained earnings**		
	Balance at the beginning of the year	545.56	-
	Add: Surplus in the statement of profit and loss	1,546.89	796.36
	Less: Transfer to debenture redemption reserves	-	(250.80)
	Less: Interim dividend paid on equity shares [Rs.232.55 per share (31 March 2024: NIL)]	(1,515.07)	-
	Balance as at the end of the year	**577.38**	**545.56**
(iii)	**Equity portion of optionally convertible debentures**	**1,575.09**	**1,575.09**
(iv)	**Equity portion of compulsorily convertible debentures**	**2,152.59**	**2,152.59**
(v)	**Capital reserve**		
	Balance at the beginning of the year	(6,833.16)	(6,833.16)
	Movement during the year	-	-
	Balance as at the end of the year	**(6,833.16)**	**(6,833.16)**
(vi)	**Debenture redemption reserves**		
	Balance at the beginning of the year	495.00	244.20
	Additions during the year	-	250.80
	Balance as at the end of the year	**495.00**	**495.00**
		(1,983.08)	**(2,014.92)**

Nature and purpose of other reserves:

General reserve
This represents transfer of debenture redemption reserve on redemption of debentures. The reserve can be utilised in accordance with the specific requirements of Companies Act, 2013

Retained earnings
The cumulative gain or loss arising from the operations which is retained by the Company is recognised and accumulated under the heading of retained earnings. At the end of the year, total comprehensive income/(loss) in the year after tax is transferred from the statement of profit and loss to the retained earnings.

Equity portion of optionally convertible redeemable debentures
It represents the equity component arising on fair valuation of the debentures as required under Ind AS 109.

Equity portion of compulsory convertible debentures
It represents the equity component arising on fair valuation of the debentures as required under Ind AS 109.

Capital reserve
During year ended March 31, 2021 the Company had entered into a restructuring scheme of arrangement with Embassy Real Estate Developments and Services Private Limited, ("Demerger Company") for transfer of certain assets and liabilities at agreed values for a consideration which will be settled by issuance of Redeemable Preference shares ("RPS").
The scheme was subsequently approved by Hon'ble National Company Law Tribunal ("NCLT") vide order no CP (CAA) No 43/BB/2020 dated 1 December 2020 upon which the same shall be effective.
The excess of the consideration over the net book value of assets less liabilities is adjusted in Capital Reserve.
The balance Capital Reserve represents resultant capital reserve on account of scheme of arrangement.

Debenture redemption reserve
Company has issued Non-Convertible Debentures during the year ended 31 March 2023 and as per the provisions of the Companies Act, 2013, Company is required to create debenture redemption reserve out of the profits available for payment of dividend.

Distribution made during the year:

Particulars	For the year ended 31 March 2025	For the year ended 31 March 2024
Cash dividend on equity shares declared and paid		
Interim dividend (Rs.232.55 per share for the year ended 31 March 2025)	1,515.07	-
	1,515.07	-

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Notes to the financial statements for the year ended 31 March 2025
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17 Non-current borrowings

Particulars	As at 31 March 2025	As at 31 March 2024
Secured		
Terms loans		
- from banks (Refer note A)	10,869.33	13,929.58
Debentures (Refer note A)	-	4,945.10
Overdraft		
- from banks (Refer note A) (refer note 40)	492.48	1,272.16
Unsecured		
Loan from related parties (Refer note B)	3,290.14	12,198.94
	14,651.95	32,345.78

A) Details of security, repayment and interest on term loans from banks (including current maturities of non-current borrowings):

(i) Term loan from HSBC Bank as at 31 March 2025: Rs. 5,207.64 million (31 March 2024: Rs. 5,199.45 million). The loan is secured by:-

a) First pari passu charge on mortgage on the underlying parcel 5 land and buildings and blocks thereon measuring to 2.43 million square feet at Embassy Tech Village, Bengaluru.

b) First charge by way of hypothecation of the receivables of the above Buildings of Embassy TechVillage, Bengaluru.

c) A debt service reserve account with 1 months equivalent of ensuing repayment obligations in form of interest bearing deposit.

d) Repayment and interest terms	As at 31 March 2025	As at 31 March 2024
From Bank		
Repayable in structured monthly instalments with no moratorium	5,207.64	5,199.45
HSBC Bank facility interest rate of 1M T-Bill rate + applicable spread, currently 7.86% p.a.		

(ii) Term loans from HSBC Bank as at 31 March 2025: Rs. 1,999.28 million (31 March 2024: Rs. 1,997.89 million). The loan is secured by:-

a) First pari passu charge on mortgage on the underlying parcel 5 land and buildings and blocks thereon measuring to 2.43 million square feet at Embassy Tech Village, Bengaluru.

b) First charge by way of hypothecation of the receivables of the above Buildings of Embassy TechVillage, Bengaluru.

c) A debt service reserve account with 1 months equivalent of ensuing repayment obligations in form of interest bearing deposit.

d) Repayment and interest terms	As at 31 March 2025	As at 31 March 2024
From Bank		
Repayable as bullet payment on 29 October 2025.	1,999.28	1,997.89
Each tranche carries an interest rate of 1M T-Bill rate as applicable on date of drawdown + applicable spread, average rate being 7.86% p.a		

(iii) Term loans from ICICI Bank as at 31 March 2025: Rs. 1949.87 million (31 March 2024: Rs. 2,953.52 million). The loan is secured by:-

a) First pari passu charge on mortgage on the underlying parcel 5 land and buildings and blocks thereon measuring to 2.43 million square feet at Embassy Tech Village, Bengaluru.

b) First charge by way of hypothecation of the receivables of the above Buildings of Embassy TechVillage, Bengaluru.

c) Repayment and interest terms	As at 31 March 2025	As at 31 March 2024
From Bank		
Repayable in 36 monthly instalments with Nil moratorium, from the date of drawdown.* The loan carried an interest rate of 3 month MCLR plus applicable spread	-	983.94
Repayable in 36 monthly instalments with Nil moratorium, from the date of drawdown. The loan carries an interest rate of 1 month MCLR plus applicable spread, currently 8.50% p.a.	1,949.87	1,969.58

* The loan was foreclosed as on 18 September 2024

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(all amounts in Rs. million unless otherwise stated)

17 Non-current borrowings (continued)

(iv) Term loans from HSBC Bank as at 31 March 2025: Rs. 6,665.00 million (31 March 2024: Rs. 3,808.33 million). The loan is secured by:-

a) First charge by way of mortgage on land admeasuring 12.29 acres and building being constructed thereon identified as Blocks 8A, 8A-(MLCP), 8B, 8C & 8D along with hotel having an aggregate leasable area of 18,39,717 sq. ft situated at Embassy TechVillage, Bengaluru.

b) First charge by way of hypothecation of current assets and receivables pertaining to the mortgaged property at situated at Embassy TechVillage, Bengaluru

c) Keepwell Undertaking from Embassy Office Parks REIT.

d) Repayment and interest terms	As at 31 March 2025	As at 31 March 2024
From Bank		
Repayable by way of a single bullet repayment at the end of 30th month from date of first disbursement i.e. 26 December 2025. Each tranche carries interest of 1 month Tbill + applicable spread, average rate being 8.15% p.a.	6,665.00	3,808.33

(v) Term loans from HSBC Bank as at 31 March 2025: Rs. 1,628.33 million (31 March 2024: Rs. NIL). The loan is secured by:-

a) First ranking pari passu charge on mortgage on the underlying parcel 5 land and buildings and blocks thereon measuring to 2.43 million square feet at Embassy Tech Village, Bengaluru.

b) First ranking pari passu charge by way of hypothecation of the receivables of the above Buildings of Embassy TechVillage, Bengaluru.

c) Repayment and interest terms	As at 31 March 2025	As at 31 March 2024
From Bank		
Repayable as bullet payment on 17 September 2027. Each tranche carries an interest rate of 1M T-Bill rate as applicable on date of drawdown + applicable spread, average rate being 7.86% p.a	1,628.33	-

(vi) Term loans from DBS Bank as at 31 March 2025: Rs. 1,998.56 million (31 March 2024: Rs. NIL). The loan is secured by:-

a) First ranking pari passu charge on mortgage on the underlying parcel 5 land and buildings and blocks thereon measuring to 2.43 million square feet at Embassy Tech Village, Bengaluru.

b) First ranking pari passu charge by way of hypothecation of the receivables of the above Buildings of Embassy TechVillage, Bengaluru.

c) Repayment and interest terms	As at 31 March 2025	As at 31 March 2024
From Bank		
Repayable in 3 annual instalments with Nil moratorium, from the date of drawdown. Each tranche carries an interest rate of 3 Month MIBOR OIS plus applicable spread, average rate being 7.86% p.a	1,998.56	-

(vii) Term loans from SBI Bank as at 31 March 2025: Rs. 1,975.66 million (31 March 2024: Rs. NIL). The loan is secured by:-

a) First ranking pari passu charge by way of mortgage on the constructed buildings and related parcels identified as Block 2 having an aggregate leasable area of 19,15,325 square feet and forming part of the development known as Embassy Tech Village together with portion of land admeasuring 12.93 acres on which the aforesaid buildings are constructed .

b) First ranking pari passu charge by way of hypothecation of the receivables from Block 2 of Embassy Tech Village, Bengaluru.

c) Repayment and interest terms	As at 31 March 2025	As at 31 March 2024
From Bank		
Repayable in 180 monthly instalments from the date of drawdown, with NIL moratorium. The debt carries an interest rate of 3M T-Bill plus applicable spread, currently 8.33 % p.a	1,975.66	-

(viii) Term loans from Canara Bank as at 31 March 2025: Rs. 5,610.68 million (31 March 2024: Rs. NIL). The loan is secured by:-

a) First ranking exclusive charge by way of mortgage on the constructed buildings and related parcels identified as Block 7B- Primrose having an aggregate leasable area of 9,11,003 square feet and forming part of the development known as Embassy Tech Village together with portion of land admeasuring 5.38 acres on which the aforesaid buildings are constructed .

b) 2. First ranking exclusive charge over current assets and receivables pertaining to Block 7B- Primrose of Embassy Tech Village, Bengaluru.

c) Repayment and interest terms	As at 31 March 2025	As at 31 March 2024
From Bank		
Repayable in 120 monthly instalments from the date of drawdown, with NIL moratorium. The debt carries an interest rate of Repo rate plus applicable spread, currently at 7.90% p.a	5,610.68	-

(ix) Overdraft facility availed as sublimit of Term loan from ICICI Bank as at 31 March 2025: Rs. 734.78 million (31 March 2024: Rs. 741.64 million). The loan is secured by:-

a) First pari passu charge on mortgage on the underlying parcel 5 land and buildings and blocks thereon measuring to 2.43 million square feet at Embassy Tech Village, Bengaluru.

b) First charge by way of hypothecation of the receivables of the above Buildings of Embassy TechVillage, Bengaluru.

c) Repayment and interest terms	As at 31 March 2025	As at 31 March 2024
From Bank		
Repayable by way of a three annual installments from the date of first drawdown. The debt carries interest of 1 month MCLR plus applicable spread, currently 8.65 % p.a.	734.78	741.64

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17 Non-current borrowings (continued)

(x) Overdraft facility availed from AXIS Bank as at 31 March 2025: Rs. NIL million (31 March 2024: Rs. 641.37 million). The loan is secured by:-

a) A first ranking pari passu charge on the immovable properties (land and building) identified as Hilton Hotel, forming part of the development known as Embassy Golflinks, Bengaluru.

b) A corporate guarantee issued by UPPL.

c) Repayment and interest terms	As at 31 March 2025	As at 31 March 2024
From Bank		
Repayable by way of a three annual installments from the date of first drawdown.	-	641.37
The debt carries interest of 1 month MCLR plus applicable spread, currently 9.20 % p.a.**		

**This facility has been partially prepaid in December 2024.

(xi) Overdraft facility availed as sublimit of Term loan from SBI Bank as at 31 March 2025: Rs. 497.27 million (31 March 2024: NIL). The loan is secured

a) First ranking pari passu charge by way of mortgage on the constructed buildings and related parcels identified as Block 2 having an aggregate leasable area of 19,15,325 square feet and forming part of the development known as Embassy Tech Village together with portion of land admeasuring 12.93 acres on which the aforesaid buildings are constructed .

b) First ranking pari passu charge by way of hypothecation of the receivables from Block 2 of Embassy Tech Village, Bengaluru.

c) Repayment and interest terms	As at 31 March 2025	As at 31 March 2024
From Bank		
The debt carries an interest rate of 3M T-Bill plus applicable spread, currently 8.33% p.a.	497.27	-

(xii) 4,948.25 million (31 March 2024: 4,945.10 million) VTPL Series I, Non-Convertible debentures (NCD) 2022, face value of Rs.1,000,000 each

During August 2022, company had issued 4,950 listed, AAA rated, secured, redeemable, transferable, green debt securities in the form of non-convertible VTPL Series I NCD 2022 debentures having face value of Rs.1 million each amounting to Rs.4,950 million with a coupon rate of 7.65% p.a. payable quarterly.

The debentures described above were listed on the Bombay Stock Exchange on 5 September 2022.

Security term

The NCD's are secured against each of the following in favour of the Debenture Trustee (holding for the benefit of the Debenture Holders):

1. A first ranking pari passu charge by way of equitable mortgage on the constructed and related parcels of immovable properties identified as Parcel 5, admeasuring 2.43 million square feet and forming part of the development known as Embassy Tech Village, Bengaluru.
2. A first ranking pari passu charge by way of hypothecation over identified bank account and receivables.
3. Keepwell Undertaking from Embassy Office Parks REIT.

Redemption terms

1. Interest is payable on the last day of each financial quarter in a year until the Scheduled Redemption Date.
2. These debentures will be redeemed on the expiry of 2 years and 364 days from the Deemed Date of Allotment for the Debentures at par; on 29 August 2025.
3. In case of downgrading of credit rating, the coupon rate shall increase by 0.25% - 1.00% over and above the applicable coupon rate calculated from the date of change of rating. In case of any subsequent upgrading of credit rating, the coupon rate shall restore/decrease by 0.25% - 1.00% over and above the coupon rate calculated from the date of change of rating.
4. The issuer shall have the option of redeeming all or part of the debentures on a pro-rata basis at any time on a specified call option date (between April 2025 to June 2025) by delivering a Call Option Notice to the debenture holders prior to the relevant call option date.

The company has maintained Security Cover of 1.93 times as at 31 March 2025, which is higher than the limit of 1.85 times stipulated in the debenture trust deed dated 29 August 2022.

(xiii) Disclosure required under SEBI circular SEBI/HO/DDHS/DDHS/CIR/P/2018/71 dated 13 April 2018

Other requirements as per Guidelines for issuance of debt securities by regulations of SEBI (LODR) Regulations, 2015

Particulars	As at 31 March 2025	As at 31 March 2024
Asset cover ratio (refer a below)	0.31	0.30
Debt - equity ratio (refer b below)	(19.42)	(16.66)
Debt - service coverage ratio (refer c below)	1.78	2.26
Interest-service coverage ratio (refer d below)	2.67	2.26
Outstanding redeemable preference shares^	-	-
Debenture redemption reserve	495.00	495.00
Capital redemption reserve^	-	-
Net worth (refer e below)	(1,917.93)	(1,949.77)
Net profit after tax	1,546.89	796.36
Earnings per unit - Basic	237.43	122.23
Earnings per unit - Diluted	237.43	122.23
Current Ratio (in times) (refer f below)	0.06	0.16
Long term debt to working capital (in times) (refer g below)	(0.54)	(8.80)
Bad debts to Account receivable ratio (in times) (refer h below) ^	-	-
Current liability ratio (in times) (refer i below)	0.65	0.12
Total debts to total assets (in times) (refer j below)	0.88	0.92
Debtors' turnover (in times) (refer k below)	172.75	219.64
Inventory turnover (refer l below) ^	-	-
Operating margin (in %) (refer m below)	87.21%	87.16%
Net profit margin (in %) (refer n below)	20.94%	11.42%

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17 Non-current borrowings (continued)

(xiii) Disclosure required under SEBI circular SEBI/HO/DDHS/DDHS/CIR/P/2018/71 dated 13 April 2018

Formulae for computation of ratios are as follows basis financial statements:-

a) Asset cover ratio = Total borrowings*/ Gross asset value as computed by independent valuers

b) Debt equity ratio = Total borrowings*/ Total Equity**

c) Debt Service Coverage Ratio = Earnings before Finance costs, Depreciation, Amortisation and Tax / [Finance cost (net of capitalisation and excluding interest on lease deposit) + Principal repayments made during the year to the extent not refinanced]

d) Interest Service Coverage Ratio = Earnings before Finance costs, Depreciation, Amortisation and Tax / Finance cost (net of capitalisation and excluding interest on lease deposit)

e) Net worth = Equity share capital + Other equity

f) Current Ratio = Current Assets / Current liabilities

g) Long term debt to working capital = Long term debt* (Non current) / working capital (i.e., Current assets less current liabilities)

h) Bad debts to Account receivable ratio = Bad Debts (including provision for doubtful debts) / Average trade receivables

i) Current liability ratio = Current liabilities / Total liabilities

j) Total debts to total assets = Total debt / Total assets

k) Debtors' turnover = Revenue from operations / average trade receivables

l) Inventory turnover = Cost of Materials consumed / Average Inventory

m) Operating margin = Net Operating Income*** / Revenue from Operations

n) Net profit margin = Profit after tax / Total income

* Total borrowings = Long-term borrowings + Short-term borrowings

**Total Equity = Equity share capital + Other equity

^ Not applicable

***NOI is defined as revenue from operations (which includes (i) facility rentals, (ii) maintenance services income, (iii) income from finance lease, and (iv) other operating income for Commercial Offices) less direct operating expenses (which includes (i) operating and maintenance expenses including common area maintenance expenses (ii) property taxes, (iii) rent and (iv) insurance).

B) Details of security, repayment and interest on loan from related parties including interest accrued but not due

Embassy Office Parks REIT balance as at 31 March 2025: Rs. 4,010.38 million (31 March 2024: Rs.12,198.94 million)

a) Unsecured loan from holding entity.

b) Repayment and interest terms	As at 31 March 2025	As at 31 March 2024
Interest : 12.50% per annum. The Lender may reset the rate of interest applicable to all or any tranche of the loan amount on: (i) any drawdown date; and (ii) any interest payment date prior to the repayment date, by giving a notice of not less than 5 (five) days to the borrower, provided that pursuant to any such reset, the interest rate shall continue to be not less than 12.50% per annum and not more than 14.00% per annum for any disbursements of the loan amount out of the proceeds obtained by lender by listing its units.	4,010.38	12,198.94

Repayment:

(a) Bullet repayment on the date falling at the end of 15 (fifteen) years from the first drawdown date.

(b) Early repayment option (wholly or partially) is available to the Company.

C) There are no defaults in repayment of principal and interest to lenders as on 31 March 2025 and 31 March 2024.

D) There were no requirements of filing quarterly returns or statements of current assets with banks in respect of any loan.

18 Other non-current financial liabilities

Particulars	As at 31 March 2025	As at 31 March 2024
Lease deposits	569.57	439.57
Capital creditors		
- others	100.10	23.39
	669.67	**462.96**

19 Deferred tax liabilities (net)

Particulars	As at 31 March 2025	As at 31 March 2024
Deferred tax liabilities on		
Impact of difference between Property, Plant and Equipment and Investment Properties as per financials and tax books	3,260.68	2,978.29
Unbilled revenue	454.95	365.47
Fair valuation of lease deposit (net of deferred income on lease deposit)	6.00	8.00
Deferred tax assets on		
Others	(41.27)	(61.78)
Unabsorbed depreciation	(3,071.22)	(3,038.94)
Minimum Alternate Tax credit entitlement	(530.76)	(197.87)
	78.38	**53.17**

i) The Company has recognized MAT credit entitlement amounting to Rs. 530.76 million (31 March 2024: Rs.197.87 million) based on the expected future taxable income basis which it shall be able to adjust the aforementioned MAT credit entitlement.

ii) The Company has brought forward unabsorbed depreciation amounting to Rs.8,788.97 million (31 March 2024: Rs.8,696.65 million).

iii) Deferred tax assets on unabsorbed depreciation have been recognized in the books to the extent it is probable that the taxable profits will be available against which the losses can be utilised.

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20 Other non-current liabilities

Particulars	As at 31 March 2025	As at 31 March 2024
Deferred lease rentals	193.11	33.53
	193.11	**33.53**

21 Current borrowings

Particulars	As at 31 March 2025	As at 31 March 2024
Current maturities of long-term borrowings		
- from banks (Refer note 17A)	16,180.67	29.61
Debentures (Refer note 17A)	4,949.29	-
Overdraft		
- from banks (Refer note 17A and note 40)	739.57	110.85
Short term borrowings from related party (refer note 17B and note 40)	720.24	-
	22,589.77	**140.46**

22 Trade payables

Particulars	As at 31 March 2025	As at 31 March 2024
Total outstanding dues of micro enterprises and small enterprises (refer note below)		
- others	15.89	18.25
Total outstanding dues of creditors other than micro enterprises and small enterprises		
- related parties (refer note 40)	17.53	31.08
- others	15.49	4.68
	48.91	**54.01**

Disclosure as per Section 22 of "The Micro, Small and Medium Enterprises Development Act, 2006" ("MSMED Act, 2006").

Particulars	As at 31 March 2025	As at 31 March 2024
- The principal amount and the interest due thereon remaining unpaid to any supplier as at the end of the accounting year;	15.89	18.25
- The amount of interest paid by the Company in terms of section 16 of MSMED Act, 2006, along with the amounts of the payment made to the supplier beyond the appointed day during accounting year;	-	-
- The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under MSMED Act, 2006. (refer note 1 below)	-	-
- The amount of interest accrued and remaining unpaid at the end of the accounting year; and	-	-
- 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 purpose of disallowance as a deductible expenditure under section 23 of MSMED Act, 2006.	-	-

Note 1 : No interest has been paid by the Company during the year.
Note 2: Refer note 41 for ageing based on requirement of Schedule III

23 Other Current financial liabilities

Particulars	As at 31 March 2025	As at 31 March 2024
Lease deposits	3,199.11	3,053.39
Capital creditors		
- related parties (refer note 40)	47.30	8.25
- others	2,526.07	616.69
Other liabilities		
- related parties (refer note 40)	12.14	44.44
- others	150.28	98.03
	5,934.90	**3,820.80**

24 Other current liabilities

Particulars	As at 31 March 2025	As at 31 March 2024
Statutory dues	80.39	81.74
Advance from customers	1.46	58.11
Unearned income	2.52	56.08
Deferred lease rentals	85.42	80.33
Others	57.55	64.00
	227.34	**340.26**

25 Current tax liabilities (net)

Particulars	As at 31 March 2025	As at 31 March 2024
Provision for tax, net of advance tax	56.35	-
	56.35	**-**

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26 Revenue from operations

Particulars	For the year ended 31 March 2025	For the year ended 31 March 2024
Facility rentals (refer note 36 and 40)	6,124.28	5,813.39
Revenue from contracts with customers		
- Maintenance services (refer note 40)	1,249.40	1,134.86
Income from finance lease (refer note 37)	6.06	17.49
Other operating income	6.93	10.21
	7,386.67	**6,975.95**

Note: Contract liabilities

Particulars	As at 31 March 2025	As at 31 March 2024
Advance received from customers (refer note 24)	0.43	58.11
Unearned revenue (refer note 24)	-	5.94

Revenue recognised over a period of time	For the year ended 31 March 2025	For the year ended 31 March 2024
Maintenance Services	1,249.40	1,134.86

27 Interest income

Particulars	For the year ended 31 March 2025	For the year ended 31 March 2024
Interest income		
- on fixed deposits with banks	7.60	5.15
- on income tax refund	15.45	18.86
- others	10.68	13.68
	33.73	**37.69**

28 Other income

Particulars	For the year ended 31 March 2025	For the year ended 31 March 2024
Profit on sale of mutual funds	6.69	24.41
Liabilities no longer required written back	11.03	9.07
Miscellaneous income	239.81	60.38
	257.53	**93.86**

29 Operating and maintenance expenses

Particulars	For the year ended 31 March 2025	For the year ended 31 March 2024
Property management fees (refer note 40)	172.04	164.14
Repairs and maintenance towards (refer note 40)		
- common area maintenance	470.73	432.07
- buildings	0.43	7.44
- plant and machinery	110.54	129.37
- others	32.31	28.88
	786.05	**761.90**

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30 Other expenses

Particulars	For the year ended 31 March 2025	For the year ended 31 March 2024
Legal and professional charges (refer note 40)	38.25	62.91
Auditor's remuneration (refer note below)	5.10	3.77
Insurance	18.53	25.93
Rates and taxes	0.35	-
Property tax	312.68	282.00
Assets and other balances written off	0.55	-
Marketing and advertising expenses (refer note 40)	18.10	21.58
Bank charges	2.77	2.18
Corporate Social Responsibility (CSR) expenditure (refer note 39)	11.43	3.01
Miscellaneous expenses	6.54	0.60
	414.30	**401.98**

Auditor's remuneration (excluding Goods and service tax)

Particulars	For the year ended 31 March 2025	For the year ended 31 March 2024
As auditor		
- statutory audit	3.48	2.48
- limited review	1.29	1.29
- others	0.20	-
Reimbursement of expenses	0.13	-
	5.10	**3.77**

31 Depreciation and amortization expense

Particulars	For the year ended 31 March 2025	For the year ended 31 March 2024
Depreciation on Property, plant and equipment	0.11	0.42
Depreciation on Investment properties	1,104.81	1,034.55
Amortization of intangible assets	920.00	920.00
	2,024.92	**1,954.97**

32 Finance costs (net of capitalisation)

Particulars	For the year ended 31 March 2025	For the year ended 31 March 2024
Interest cost		
- on borrowings from banks and financial institutions	858.39	651.96
- on debentures	306.21	321.22
- on loan from related parties (refer note 40)	1,263.36	1,656.61
- others	0.33	-
- lease deposits	119.38	123.92
	2,547.67	**2,753.71**

Gross interest expense for the year ended 31 March 2025 is Rs. 3,353.66 million (31 March 2024: 3,320.80 million) and interest capitalised for the year ended 31 March 2025 is Rs. 805.99 million (31 March 2024: Rs 567.09 million).

33 Earnings per share

Basic EPS amounts are calculated by dividing the profit for the year attributable to equity holders by the weighted average number of equity shares outstanding during the year. Diluted EPS amounts are calculated by dividing the profit attributable to equity holders (after adjusting for saving in interest or dividend expenses, net of taxes) by the weighted average number of equity shares outstanding during the year plus the weighted average number of equity shares that would be issued on conversion of all the dilutive potential equity shares into equity shares.
The following reflects the profit and share data used in the basic and diluted EPS computations:

(i) Reconciliation of earnings used in calculating earnings per share:

Particulars	For the year ended 31 March 2025	For the year ended 31 March 2024
Profit after tax for calculating basic and diluted EPS	1,546.89	796.36
Weighted average number of shares*	6,515,036	6,515,036
Earnings Per Share		
- Basic (Rupees/share)	237.43	122.23
- Diluted (Rupees/share)	237.43	122.23

*The Company has no potential dilutive equity shares

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34 Contingent liabilities and commitments (to the extent not provided for)

Particulars	As at 31 March 2025	As at 31 March 2024
Contingent liabilities		
a) Claims against the Company not acknowledged as debt in respect of Income-Tax matters (refer note (i))	-	1.62
b) Claims against the Company not acknowledged as debt in respect of Indirect tax matters (refer note (ii))	-	4.31
c) Other matters (refer note (iii) and (iv))	120.73	120.73
Capital commitments		
a) Estimated amount of contracts remaining to be executed on capital account (net of advances) and not provided for	1,783.61	3,733.46

Based on management's best estimate, information currently available and basis expert opinion obtained by the Company, no provisions have been made for above claims as at 31 March 2025. The Company will continue to monitor developments to identify significant uncertainties and change in estimates, if any, in future period.

(i) The Company was reassessed u/s. 153C read with 143(3) of the Income Tax Act, 1961 for the AY 2003-04 and 2004-05. Certain additions u/s. 68 were made and tax demand of Rs.23.55 million and Rs.1.62 million respectively was raised. The Company filed an appeal against the demand order before CIT(A) which was upheld in favour of Company quashing the demand raised. Aggrieved by the CIT(A) order, Income Tax Department filed an appeal before Hon'ble Delhi ITAT. For AY 2003-04 Hon'ble Delhi ITAT has disposed the case in favour of Company and resultantly the Income Tax Department filed an appeal before Hon'ble High Court of Delhi which was also disposed in favour of Company. Also for AY 2004-05 the tax department's appeal has been dismissed by Hon'ble Delhi ITAT as the matter involved was having tax impact less than Rs. 1 million. Therefore, the Company has disclosed Nil (31 March 2024: Rs.1.62 million) as contingent liability.

(ii) The Customs department issued demand notice to the Oil Suppliers of the Company with a demand of Rs.4.31 million for the period 1 April 2015 to 15 February 2016 denying duty benefit on the procurement of diesel. The Oil Suppliers have subsequently raised the demand on the Company. Consequently, Company preferred an appeal before the SEZ commissioner which was rejected by the Commissioner and aggrieved by the order, SPV filed a Writ Petition before the Hon'ble High Court of Karnataka and obtained an Interim stay order from the Court on 9 February 2017. The Company has received a favourable order from High Court allowing the duty benefit on procurement of diesel. Accordingly, the Company has disclosed Nil (31 March 2024: Rs.4.31 million) as contingent liability.

(iii) Company has received a demand note dated 14 August 2020 and 29 September 2020 from the Bangalore Water Supply and Sewerage Board for a payment of total charges amounting to Rs.138.64 million in relation to issuance of a no-objection certificate (NOC) for a proposed project commercial building on land parcel. Company has filed a writ petition before the High Court of Karnataka against the State of Karnataka, Bangalore Water Supply and Sewerage Board and others challenging inter-alia, the government order dated 12 February 2016 and the demand note issued against the Company and seeking to, inter-alia, (i) quash the demand notice dated 14 August 2020 and 29 September 2020; and (ii) issuance of NOC to Company. Company has obtained an ad-interim direction from the High Court of Karnataka on 17 November 2020 wherein the court has granted stay of demand notice on 14 August 2020 and 29 September 2020 limited to advance probable pro-rata charges and beneficiary charges and has further instructed the Company to pay the prescribed fee for issuance of NOC. Pursuant to the same, Company has made payments on 29 December 2020 and 30 December 2020 amounting to Rs.17.91 million towards NOC charges and treated water charges and the balance amount of Rs.120.73 million towards advance probable pro-rata charges and BCC charges which have been stayed by the Hon'ble High Court of Karnataka have been shown as contingent liability (31 March 2024: Rs.120.73 million). Additionally, Company has received the NOCs dated 30 December 2020 from BWSSB with respect to the above. The High Court of Karnataka has passed an order dated 22 April 2024, wherein it has been held that the advance probable pro-rata charges and treated water charges for construction are upheld and the beneficiary capital contribution charges and greater Bangalore water sewage project charges are held to be illegal. The Company has filed an appeal against the order of the High Court.

(iv) Company has received a demand note dated 4 May 2024 from the Bangalore Water Supply and Sewerage Board for a payment of total charges amounting to Rs.16.35 million in relation to issuance of a no-objection certificate (NOC) for a proposed project commercial building on land parcel. Company has filed a writ petition before the High Court of Karnataka against the State of Karnataka, Bangalore Water Supply and Sewerage Board and others challenging inter-alia, the government order dated 12 February 2016 and the demand note issued against the Company and seeking to, inter-alia, (i) quash the demand notice dated 4 May 2024; and (ii) issuance of NOC to Company. Pursuant to an order dated 26 September 2024, the High Court of Karnataka granted an ad-interim stay on the demand notice dated May 4, 2020 in relation to certain charges such as advance probable pro-rata charges and beneficiary capital contribution charges and Greater Bangalore water sewerage project charges.

(v) An application dated 15 January 2025 for emergency interim relief ("Interim Application") was filed before the Singapore International Arbitration Centre ("SIAC") by certain former third-party shareholders of the Company ("Claimants") against Axis Trustee Services Limited ("Trustee") and Embassy Office Parks Management Services Private Limited ("Manager") (Trustee and Manager collectively referred to as "Respondents"), in relation to the share purchase agreement dated November 17, 2020 ("SPA") among the Claimants and the Respondents (on behalf of Embassy REIT). The Interim Application alleged that the Company was void, inter alia, since (i) the Claimants were allegedly not aware that Survey no. 9/4, a land parcel located within the ETV Project campus and owned by the Company since 2004, was transferred to Embassy REIT as part of the acquisition of 100% of the equity share capital of the Company by Embassy REIT in 2020 pursuant to the SPA; and (ii) the SPA allegedly defeated certain provisions of law. The Application was rejected by SIAC pursuant to an order dated 16 January 2025.

Thereafter, the Claimants filed a Notice of Arbitration dated 20 January 2025 ("Notice of Arbitration") before the SIAC against the Respondents. The Notice of Arbitration contains similar allegations and seeks similar reliefs to the Interim Application. This matter is currently pending.
Separately, the Claimants have filed an application under the section 9 of the Arbitration and Conciliation Act, 1996 ("Section 9 Application") before the Commercial Court, Bengaluru seeking interim reliefs on similar grounds and as indicated under the Interim Application. This matter is currently pending.
Based on the expert legal opinion obtained and Company's best estimate and information currently available, no provision has been made for above claims in these financial statements. The company will continue monitor developments to identify significant uncertainties and change in estimates, if any, in future period.

(vi) A search under section 132 of the Income Tax Act, 1961 was conducted on 1 June 2022 on the Company. Further, the Company had received reassessment notice u/s 148 of the Income Tax Act, 1961 for AY 2019-20, 2020-21 and 2021-22 for which the Company has filed returns u/s 148 of the Income Tax Act,1961. The reassessment proceedings for AY 2019-20 was concluded with certain adjustments and an appeal being filed before CIT(A). For other years the Company has received the reassessment orders and is evaluating the next course of action.

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35 Segment reporting

Operating Segment

An operating segment is a component of the Company that engages in business activities from which it may earn / revenues and incur expenses and for which discrete financial information is available. The operating segments' operating results are reviewed by the Chief Operating Decision Maker ('CODM') to make decisions about resources to be allocated to the segments and assess their performance. The Company's business activities fall within one component namely, "Leasing of immovable properties". Accordingly separate disclosure as per the requirements of Ind AS 108 excluding Ind AS adjustments, Operating Segments, are not applicable. The Company operates only in India, hence, geographical disclosure is not applicable.

Information about major customers -

The revenue from the below customers constitutes more than 10 percent of the Company's total revenue.

Customer	For the year ended 31 March 2025	For the year ended 31 March 2024
Total Revenue	7,003.97	6,817.39
Customer 1	1,154.42	1,176.28
Customer 2	814.72	743.06

36 Leases

Company as Lessor

Operating leases

The Company is primarily engaged in the business of development and leasing of office space and related interiors and accordingly has leased its properties under both cancellable and non-cancellable operating lease agreement.

The Company has entered into operating lease arrangements with its lessees. The total lease rental income recognised in the statement of profit and loss for the year ended 31 March 2025 is Rs.6,124.28 million (31 March 2024: Rs.5,813.39 million).

Future minimum lease

The future minimum lease rental receivable under non-cancellable operating leases in aggregate are as follows: (refer note below)

Particulars	As at 31 March 2025	As at 31 March 2024
Not later than one year	1,603.36	1,677.09
Later than one year and not later than five years	5,597.55	1,286.72
Later than five years	8,968.53	9,110.89
	16,169.43	**12,074.70**

37 Finance leases

The Company has provided fit-outs to the tenants through finance leases. Total finance income on net investment in lease recognized in the statement of profit and loss for the year ended 31 March 2025 is Rs. 6.06 million (31 March 2024: Rs 17.49 million). The future minimum lease receivables in respect of non-cancellable lease for fit outs given on finance lease are as follows:

As at 31 March 2025

Particulars	Minimum lease payments	Unearned finance income	Present value of minimum lease payments
Not later than one year	15.63	1.28	14.35
Later than one year and not later than five years	-	-	-
Later than five years	-	-	-
	15.63	**1.28**	**14.35**

As at 31 March 2024

Particulars	Minimum lease payments	Unearned finance income	Present value of minimum lease payments
Not later than one year	37.47	6.06	31.41
Later than one year and not later than five years	15.63	1.28	14.35
Later than five years	-	-	-
	53.10	**7.34**	**45.76**

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(all amounts in Rs. million unless otherwise stated)

38 No managerial remuneration is payable to directors during the year ended 31 March 2025 (31 March 2024: Nil)

39 **Expenditure on Corporate social responsibility (CSR) activities**

Particulars	**For the year ended 31 March 2025**	**For the year ended 31 March 2024**
Where the company covered under section 135 of the companies act, the following shall be disclosed with regard to CSR activities:-		
(a) amount required to be spent by the company during the year	11.43	3.01
(b) amount of expenditure incurred,	11.43	3.01
(i) Construction/acquisition of any asset	2.42	-
(ii) On purposes other than (i) above	9.01	3.01
(c) shortfall at the end of the year	-	-
(d) total of previous years shortfall	-	-
(e) reason for shortfall	NA	NA
(f) nature of CSR activities	Education program and education support	Education program and education support
(g) 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,	NIL	NIL
(h) movement in provision during the year with respect to liability incurred for CSR expenditure by entering into contractual obligation	-	-

There are no unspent amount by the Company during the year ended 31 March 2025 and 31 March 2024.

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(all amounts in Rs. million unless otherwise stated)

40 Related parties disclosures

(i) Names of related parties and description of relationship:

A. Enterprises and individuals who exercise control

Holding entity	Embassy Office Parks REIT
Manager of holding entity	Embassy Office Parks Management Services Private Limited

B. Other related parties with whom transactions have taken place during the year

Fellow Subisidiary	Embassy Energy Private Limited Sarla Infrastructure Private Limited Umbel Properties Private Limited
Other related parties	VTV Infrastructure Management Private Limited Embassy Services Private Limited Technique Control Facility Management Private Limited Wework India Management Limited (formerly known as Wework India Management Private Limited) Lounge Hospitality LLP Mac Charles India Limited Next Level Experiences LLP Embassy Property Developments Private Limited Miracle Coatings Private Limited (Formerly known Bangalore Paints Private Limited) Babbler Marketing Private Limited Embassy Real Estate and Development Services Private Limited Axis Bank Limited Global Facade Solutions

C. *Key management personnel*	***Directors*** Raghu Sapra Vikaash Khdloya (upto 27 April 2023) Jitendra Mohandas Virwani Donnie Dominic George Aravind Maiya (w.e.f 28 April 2023 upto 7 November 2024) Ritwik Bhattacharjee (w.e.f 8 November 2024) ***Company Secretary*** Gautham Nambiar (There are no transactions with key managerial personnel)

(ii) Related party transactions:

Particulars	For the year ended 31 March 2025	For the year ended 31 March 2024
Facility rentals		
Wework India Management Limited	146.88	133.54
Sarla Infrastructure Private Limited	107.64	107.64
Facility maintenance income		
Wework India Management Limited	31.02	31.02
Sarla Infrastructure Private Limited	19.77	19.77
Interest income		
Axis Bank Limited	1.40	2.74
Dividend Paid		
Embassy Office Parks REIT	1,515.07	-
Property management fees		
Embassy Office Parks Management Services Private Limited	172.04	174.14
Lounge Hospitality LLP	-	(10.00)
Power and fuel		
Embassy Energy Private Limited	176.84	344.70
Mac Charles India Limited	69.84	96.88
Interest expenses (including capitalized)		
Embassy Office Parks REIT	1,264.72	1,690.51
Axis Bank Limited	14.75	114.13
Investment in fixed deposits		
Axis Bank Limited	-	227.95
Redemption of fixed deposits		
Axis Bank Limited	-	210.19
Corporate guarantee given		
Embassy Office Parks REIT	-	10,000.00
Corporate guarantee taken		
Umbel Properties Private Limited	540.00	500.00

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(all amounts in Rs. million unless otherwise stated)

40 Related parties disclosures (continued)

(ii) Related party transactions: (continued)

Particulars	For the year ended 31 March 2025	For the year ended 31 March 2024
Project cost incurred (capitalised)		
Embassy Property Developments Private Limited	168.08	151.60
Embassy Services Private Limited	34.02	25.81
Technique Control Facility Management Private Limited	3.78	-
Umbel Properties Private Limited	0.04	0.07
Miracle Coatings Private Limited	50.06	5.60
Babbler Marketing Private Limited	39.41	4.39
Global Facade Solutions	6.26	6.15
Reimbursement of expenses - Legal and Professional fees		
Embassy Office Parks REIT	4.80	9.41
Embassy Services Private Limited	-	0.26
Technique Control Facility Management Private Limited	0.84	3.24
Reimbursement of expenses - Advertisement		
Embassy Office Parks REIT	8.47	11.68
Payments made by related party on behalf of the Company		
Sarla Infrastructure Private Limited	0.34	-
Reimbursement of expenses		
Sarla Infrastructure Private Limited	-	4.28
Embassy Services Private Limited	1.40	-
Technique Control Facility Management Private Limited	0.96	-
Marketing and advertising expenses		
Next Level Experiences LLP	9.04	9.90
Common area maintenance		
Embassy Services Private Limited	121.18	109.84
Lounge Hospitality LLP	-	(12.41)
Technique Control Facility Management Private Limited	177.21	161.93
Repairs and maintenance - building		
Technique Control Facility Management Private Limited	-	0.20
Repairs and maintenance - Plant & Machinery		
Technique Control Facility Management Private Limited	-	0.74
Repairs and maintenance - Others		
Embassy Services Private Limited	-	0.63
Technique Control Facility Management Private Limited	-	2.04
Next Level Experiences LLP	-	0.28
Lounge Hospitality LLP	-	0.03
Bank Charges		
Axis Bank Limited	1.08	2.00
Long term borrowings availed		
Embassy Office Parks REIT	3,229.30	2,292.63
Axis Bank Limited	-	109.40
Short term borrowings availed		
Embassy Office Parks REIT	6,875.09	28,180.44
Long term borrowings repaid		
Embassy Office Parks REIT	12,292.27	3,504.54
Axis Bank Limited	642.63	1,437.37
Short term borrowings repaid		
Embassy Office Parks REIT	6,170.00	28,180.44

(all amounts in Rs. million unless otherwise stated)

40 Related parties disclosures (continued)

(iii) Amounts outstanding as at the balance sheet date:

Particulars	As at 31 March 2025	As at 31 March 2024
Other non-current assets - Capital advance		
Embassy Property Developments Private Limited	29.87	2.78
Sarla Infrastructure Private Limited	-	4.28
Miracle Coatings Private Limited	-	10.08
Trade receivables		
VTV Infrastructure Management Private Limited	0.30	0.30
Sarla Infrastructure Private Limited	1.94	-
Other Current assets - Security deposits		
Embassy Energy Private Limited	105.00	105.00
Fixed deposits with banks (including interest accrued)		
Axis Bank Limited	21.70	20.44
Non-current borrowings		
Embassy Office Parks REIT	3,290.14	12,198.94
Axis Bank Limited	-	537.63
Current borrowings		
Embassy Office Parks REIT	720.24	-
Axis Bank Limited	-	105.00
Trade payables		
Lounge Hospitality LLP	-	7.57
Embassy Real Estate and Development Services Private Limited	-	5.19
Embassy Services Private Limited	-	0.17
Mac Charles India Limited	10.03	-
Embassy Office Parks REIT	5.65	9.05
Next Level Experiences LLP	1.27	8.53
VTV Infrastructure Management Private Limited	0.57	0.57
Capital creditors		
Embassy Property Developments Private Limited	2.72	0.60
Miracle Coatings Private Limited	22.88	1.36
Technique Control Facility Management Private Limited	2.52	-
Babbler Marketing Private Limited	8.77	3.36
Global Facade Solutions	2.00	0.16
Embassy Services Private Limited	8.41	2.77
Other liabilities		
Embassy Office Park Management Services Private Limited	-	1.87
Embassy Services Private Limited	3.23	0.17
Technique Control Facility Management Private Limited	4.61	0.21
Embassy Energy Private Limited	-	30.75
Mac Charles India Limited	4.30	9.64
Next Level Experiences LLP	-	1.81
Advance for supply of goods and rendering of services		
Technique Control Facility Management Private Limited	-	36.42
Embassy Office Park Management Services Private Limited	8.08	-
Next Level Experiences LLP	1.46	-
Embassy Energy Private Limited	1.33	-
Embassy Services Private Limited	-	18.33
Corporate guarantee given		
Embassy Office Parks REIT	10,000.00	10,000.00
Corporate guarantee taken		
Umbel Properties Private Limited (Note A)	810.00	800.00

Note A: The Company has availed bank overdraft, bank guarantee and letter of credit facility from a bank amounting to Rs.810 million (31 March 2024: Rs.800 million). In this regard, Umbel Properties Private Limited, a fellow subsidiary, has given corporate guarantee to bank along with charge on certain assets of Umbel Properties Private Limited.

Note B: Outstanding balances at the year-end, arising from transactions with related parties under ordinary course of the business, are unsecured and settlement occurs in cash as per agreed terms.

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41 Financial instruments - fair value measurement and risk management

A. The carrying value and fair value of financial instruments by categories are as below:

Particulars	Carrying value		Fair value	
	As at 31 March 2025	As at 31 March 2024	As at 31 March 2025	As at 31 March 2024
Financial assets: measured at amortised cost.				
Fixed deposits with banks	336.51	73.99	-	-
Cash and cash equivalents	852.00	0.06	-	-
Trade receivables	54.05	31.47	-	-
Other financial assets	1,685.73	1,424.16	-	-
Total	**2,928.29**	**1,529.68**	**-**	**-**
Financial liabilities: measured at amortised cost.				
Borrowings - floating rates	28,282.05	15,342.20	-	-
Borrowings - fixed rates - NCD	4,949.29	4,945.10	4,949.29	4,945.10
Borrowings - fixed rates	4,010.38	12,198.94	-	-
Trade payables	48.91	54.01	-	-
Lease deposits	3,768.68	3,492.96	-	-
Other financial liabilities	2,835.89	790.80	-	-
Total	**43,895.20**	**36,824.01**	**4,949.29**	**4,945.10**

The fair value of cash and cash equivalents, fixed deposits, trade receivables, borrowings, lease deposits, trade payables and other financial assets and liabilities approximate their carrying amounts and hence the same has not been disclosed in the table above.

B. Measurement of fair values

The section explains the judgment and estimates made in determining the fair values of the financial instruments that are:

a) recognised and measured at fair value

b) measured at amortised cost and for which fair values are disclosed in the financial statements.

To provide an indication about the reliability of the inputs used in determining fair value, the Company has classified its financial instruments into the three levels prescribed under the accounting standard. An explanation of each level is mentioned below:

Level 1: Level 1 hierarchy includes financial instruments measured using quoted prices. The fair value of all equity instruments (including bonds) which are traded in the stock exchanges is valued using the closing price as at the reporting period. The mutual funds are valued using the closing NAV.

Level 2: The fair value of financial instruments that are not traded in an active market (for example, traded bonds, over-the counter derivatives) is determined using valuation techniques which maximize the use of observable market data and rely as little as possible on entity-specific estimates. If all significant inputs required to fair value an instrument are observable, the instrument is included in Level 2.

Level 3: If one or more of the significant inputs is not based on observable market data, the instrument is included in Level 3.

Transfers between Level 1, Level 2 and Level 3

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

Determination of fair values:

Fair values of financial assets and liabilities have been determined for measurement and/or disclosure purposes based on the following methods. When applicable, further information about the assumptions made in determining fair values is disclosed in the notes specific to that asset or liability.

i) The fair values of other current financial assets and financial liabilities are considered to be equivalent to their carrying values.

ii) The fair values of borrowings at fixed rates are considered to be equivalent to present value of the future contracted cashflows discounted at the current market rate. The fair value has been categorised as Level 3 Fair Value.

C. Financial risk management

The Company has exposure to the following risks arising from financial instruments:

- credit risk (refer note ii below)
- liquidity risk (refer note iii below)
- market risk (refer note iv below)

(i) Risk management framework

The Company's Board of Directors has overall responsibility for the establishment and oversight of the Company's risk management framework. The Company's risk management policies are established to identify and analyse the risks faced by the Company, to set appropriate risk limits and controls and to monitor risks and adherence to limits. Risk management policies and systems are reviewed regularly to reflect changes in market conditions and the Company's activities.

The Company's Board of directors oversees how management monitors compliance with the Company's risk management policies and procedures, and reviews the adequacy of the risk management framework in relation to the risks faced by the Company. The Board of directors is assisted in its oversight role by internal audit. Internal audit undertakes both regular and adhoc reviews of risk management controls and procedures, the results of which are reported to the Board of directors.

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41 Financial instruments - fair value measurement and risk management (continued)

C. Financial risk management (continued)

(ii) Credit risk

Credit risk is the potential financial loss resulting from the failure of tenants or counterparties of the Company, to settle its financial and contractual obligations, as and when they fall due.

The Company has an established process to evaluate the creditworthiness of its tenants and prospective tenants to minimize potential credit risk. Credit evaluations are performed by the Company before lease agreements are entered into with prospective tenants. Security in the form of bankers' guarantees, corporate guarantees or cash security deposits are obtained upon the commencement of the lease.

The Company establishes an allowance account for impairment that represents its estimate of losses in respect of trade and other receivables. The main component of this allowance is estimated losses that relate to specific tenants or counterparties.

The allowance account is used to provide for impairment losses. Subsequently when the company is satisfied that no recovery of such losses is possible, the financial asset is considered irrecoverable and the amount charged to the allowance account is then written off against the carrying amount of the impaired financial asset.

Cash at bank and fixed deposits are placed with scheduled banks which are regulated and have low or no risk.

As at the reporting date, there is no significant concentrations of credit risk. The maximum exposure to credit risk is represented by the carrying value of each financial asset on the Balance Sheet.

At 31 March 2025, the carrying amount of the Company's most significant customer is Rs 16.35 million (31 March 2024: Rs 16.05 million)

a) Trade Receivables:

The Company's exposure to credit risk is influenced mainly by the individual characteristics of each customer. However, Management also considers the factors that may influence the credit risk of its customer base, including the default risk associated with the industry and country in which customers operate.

Expected credit loss (ECL) assessment for corporate customers as at 31 March 2025 and 31 March 2024.

The Company allocates each exposure to a credit risk grade based on a variety of data that is determined to be predictive of the risk of loss (including but not limited to past payment history, security by way of deposits, external ratings, audited financial statements, management accounts and cash flow projections and available press information about customers) and applying experienced credit judgement.

The Company uses an allowance matrix to measure the expected credit loss of trade receivables from individual customers.

Based on the industry practices and the business environment in which the entity operates, management considers that the trade receivables are credit impaired if the payments are more than 180 days past due.

The following table provides ageing of trade receivables along with information about the exposure to credit risk and expected credit loss for trade receivables:

As at 31 March 2025

Particulars	Outstanding for the following periods from due date of payments						
	Not due	Less than 6 months	6 months - 1 year	1 - 2 years	2 - 3 years	More than 3 years	Total
(i) Undisputed Trade receivables – considered good	-	36.02	17.73	0.30	-	-	54.05
(ii) Undisputed Trade Receivables – which have significant increase in credit risk	-	-	-	-	-	-	-
(iii) Undisputed Trade Receivables – credit impaired	-	-	-	-	-	-	-
(iv) Disputed Trade Receivables – considered good	-	-	-	-	-	-	-
(v) Disputed Trade Receivables – which have significant increase in credit risk	-	-	-	-	-	-	-
(vi) Disputed Trade Receivables – credit impaired	-	-	-	-	-	-	-
Gross receivables	-	**36.02**	**17.73**	**0.30**	-	-	**54.05**
Provision amount	-	-	-	-	-	-	-
Net carrying amount	-	**36.02**	**17.73**	**0.30**	-	-	**54.05**

As at 31 March 2024

Particulars	Outstanding for the following periods from due date of payments						
	Not due	Less than 6 months	6 months - 1 year	1 - 2 years	2 - 3 years	More than 3 years	Total
(i) Undisputed Trade Receivables – considered good	-	28.63	1.26	0.96	0.30	0.32	31.47
(ii) Undisputed Trade Receivables – which have significant increase in credit risk	-	-	-	-	-	-	-
(iii) Undisputed Trade Receivables – credit impaired	-	-	-	-	-	-	-
(iv) Disputed Trade Receivables – considered good	-	-	-	-	-	-	-
(v) Disputed Trade Receivables – which have significant increase in credit risk	-	-	-	-	-	-	-
(vi) Disputed Trade Receivables – credit impaired	-	-	-	-	-	-	-
Gross receivables	-	**28.63**	**1.26**	**0.96**	**0.30**	**0.32**	**31.47**
Provision amount		-	-	-	-	-	-
Net carrying amount	-	**28.63**	**1.26**	**0.96**	**0.30**	**0.32**	**31.47**

(all amounts in Rs. million unless otherwise stated)

41 Financial instruments - fair value measurement and risk management (continued)

C. Financial risk management (continued)

b) Cash and cash equivalents (including bank balances and fixed deposits with banks):

The Company holds cash and cash equivalents of Rs.852.00 million (31 March 2024: Rs.0.06 million) and fixed deposits with bank of Rs.336.51 million (31 March 2024: Rs.73.99 million).The cash and cash equivalents and fixed deposits with bank are mainly held with scheduled banks. The Company considers that its cash and cash equivalents and fixed deposits with bank have low credit risk based on the external credit ratings of counterparties.

c) Security deposits (classified as other financial assets):

Expected credit loss for loans and security deposits is as follows:

Particulars		Period ended	Estimated gross carrying amount	Expected probability of default	Expected credit losses	Carrying amount, net of impairment provision
Loss at 12 months ECL	Risk same since initial recognition	As at 31 March 2025	308.44	-	-	308.44
		As at 31 March 2024	252.98	-	-	252.98

d) Other financial assets:

The Company considers that its other financial assets which mainly represents unbilled revenue with its tenants and have low credit risk based on its nature and other security available.

(iii) Liquidity risk

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

Management monitors rolling forecasts of the Company's liquidity position and cash and cash equivalents on the basis of expected cash flows. This is generally carried out by the Management of the Company in accordance with practice and limits set by the Company. In addition, the Company's liquidity management policy involves projecting cash flows and considering the level of liquid assets necessary to meet these, monitoring balance sheet liquidity ratios against internal and external regulatory requirements and maintaining debt financing plans.

Exposure to liquidity risk

The table below details the Company's remaining contractual maturity for its non-derivative financial liabilities. The contractual cash flows reflect the undiscounted cash flows of financial liabilities based on the earliest date on which the Company can be required to pay.

Contractual Cashflows

As at 31 March 2025	Carrying Amount as at 31 March 2025	Less than 1 year	1–3 years	3-5 years	More than 5 years	Total
Non-derivative financial liabilities						
Borrowings[1]	37,241.72	24,544.07	7,081.84	2,179.04	10,470.78	44,275.73
Trade payables	48.91	48.91	-	-	-	48.91
Lease deposits [2]	3,768.68	3,211.68	395.82	456.89	-	4,064.39
Other financial liabilities	2,835.89	2,735.79	100.10	-	-	2,835.89
	43,895.20	**30,540.46**	**7,577.76**	**2,635.93**	**10,470.78**	**51,224.93**

As at 31 March 2024	Carrying Amount as at 31 March 2024	Less than 1 year	1–3 years	3-5 years	More than 5 years	Total
Non-derivative financial liabilities						
Borrowings [1]	32,486.24	1,709.28	21,100.07	-	12,198.94	35,008.29
Trade payables	54.01	54.01	-	-	-	54.01
Lease deposits [2]	3,492.96	3,108.25	425.39	96.09	-	3,629.73
Other financial liabilities	790.80	767.41	23.39	-	-	790.80
	36,824.01	**5,638.95**	**21,548.85**	**96.09**	**12,198.94**	**39,482.83**

(1) As at 31 March 2025, includes future cash outflow towards estimated interest on borrowings except short term borrowings and borrowings from holding entity, wherein the principal amount has been considered.

(2) The lease deposit carrying amount is reflected at discounted value and the cash flows is reflected at undiscounted cash flows.

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41 Financial instruments - fair value measurement and risk management (continued)

C. Financial risk management (continued)

Maturity analysis of financial assets

As at 31 March 2025	Carrying Amount as at 31 March 2025	Less than 1 year	1–3 years	3-5 years	More than 5 years	Total
Trade receivables	54.05	54.05	-	-	-	54.05
Cash and cash equivalents	852.00	852.00	-	-	-	852.00
Other financial assets (current and non-current)	2,022.24	78.45	46.98	155.33	1,754.35	2,035.11
	2,928.29	**984.50**	**46.98**	**155.33**	**1,754.35**	**2,941.16**

As at 31 March 2024	Carrying Amount as at 31 March 2024	Less than 1 year	1–3 years	3-5 years	More than 5 years	Total
Trade receivables	31.47	31.47	-	-	-	31.47
Cash and cash equivalents	0.06	0.06	-	-	-	0.06
Other financial assets (current and non-current)	1,498.15	332.48	(197.91)	(222.48)	1,590.79	1,502.88
	1,529.68	**364.01**	**(197.91)**	**(222.48)**	**1,590.79**	**1,534.41**

Following table provides detailed ageing for trade payables:

As at 31 March 2025

Particulars	Not due	Outstanding for following periods from due date of payments				
		Less than 1 year	1 - 2 years	2 - 3 years	More than 3 years	Total
(i) MSME	15.89	-	-	-	-	15.89
(ii) Others	-	30.13	0.92	-	1.98	33.02
(iii) Disputed dues – MSME	-	-	-	-	-	-
(iv)Disputed dues - Others	-	-	-	-	-	-
Net carrying amount	**15.89**	**30.13**	**0.92**	**-**	**1.98**	**48.91**

As at 31 March 2024

Particulars	Not due	Outstanding for following periods from due date of payments				
		Less than 1 year	1 - 2 years	2 - 3 years	More than 3 years	Total
(i) MSME	18.25	-	-	-	-	18.25
(ii) Others	-	20.77	4.90	7.58	2.51	35.76
(iii) Disputed dues – MSME	-	-	-	-	-	-
(iv)Disputed dues - Others	-	-	-	-	-	-
Net carrying amount	**18.25**	**20.77**	**4.90**	**7.58**	**2.51**	**54.01**

Financing arrangement

The Company had Rs. 2,370 million (31 March 2024: Rs.2,850 million) undrawn borrowing facilities from banks at the end of the reporting year.

(iv) Market risk

Market risk is the risk that changes in market prices, such as foreign exchange rates, interest rates, which will affect the Company's income or the value of its holdings of financial instruments. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimising the return.

a) Currency risk

The following table analyses the foreign currency risk from monetary assets and liabilities as at year ended 31 March 2025: **Rs in million**

Particulars	EURO	USD	Total
Other financial liabilities	2.57	7.75	10.32

The following table analyses the foreign currency risk from monetary assets and liabilities as at year ended 31 March 2024: **Rs in million**

Particulars	EURO	USD	Total
Other financial liabilities	-	7.39	7.39

Foreign currency sensitivity

The following tables demonstrate the sensitivity to a reasonably possible change in USD exchange rates, with all other variables held constant. The impact on the Company's profit before tax and equity is due to changes in the fair value of monetary assets and liabilities.

Particulars	Profit or loss		Equity, net of tax	
Change in USD rate	+ 5%	-5%	+ 5%	-5%
Other financial liabilities as at 31 March 2025	(0.39)	0.39	(0.25)	0.25
Other financial liabilities as at 31 March 2024	(0.37)	0.37	(0.26)	0.26

Particulars	Profit or loss		Equity, net of tax	
Change in EURO rate	+ 5%	-5%	+ 5%	-5%
Other financial liabilities as at 31 March 2025	(0.13)	0.13	(0.08)	0.08
Other financial liabilities as at 31 March 2024	-	-	-	-

The Company does not have any unhedged foreign currency exposure as on 31 March 2025 except for those disclosed above.

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41 Financial instruments - fair value measurement and risk management (continued)

C. Financial risk management (continued)

b) Interest rate risk

Interest rate risk is the risk that the future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company's exposure to the risk of changes in market interest rates relates primarily to its long-term debt obligations with floating interest rates.

c) Exposure to interest rate risk:

The Company's main interest rate risk arises from long-term borrowings with variable rates, which expose the Company to cash flow interest rate risk.

The exposure of the Company's borrowing to interest rate changes at the end of the year are as follows:

Particulars	As at 31 March 2025	As at 31 March 2024
Fixed-rate instruments:		
Financial assets		
Fixed deposits with banks	336.51	74.20
Security Deposit	308.44	257.80
	644.95	**332.00**
Financial liabilities		
Borrowings	(8,959.67)	(17,144.04)
	(8,959.67)	**(17,144.04)**
Fixed instruments total	**(8,314.72)**	**(16,812.04)**
Variable-rate instruments:		
Financial liabilities		
Borrowings (current and non-current)	(28,282.05)	(15,342.20)
Variable rate instruments exposed to interest rate risks total	**(28,282.05)**	**(15,342.20)**

Fair value sensitivity analysis for fixed-rate instruments

The Company does not account for any fixed-rate financial assets or financial liabilities at fair value through profit or loss. Therefore, a change in interest rates at the reporting date would not affect profit or loss.

The fair value interest rate risk is the risk of fluctuations in the value of a financial instrument as a result of fluctuations in the market interest rate. The Company is exposed to fair value interest rate risk as a result of floating rate borrowings from banks and financial institutions.

Cash flow sensitivity analysis for variable rate instruments

A reasonably possible change of 1% in interest rates at the reporting date would have increased (decreased) equity and profit and loss by the amounts shown below. This analysis assumes that all other variables, remain constant.

Particulars	Profit or loss		Equity net of tax	
	+1%	-1%	+1%	-1%
Loans and borrowings as at 31 March 2025	99.98	(99.98)	65.05	(65.05)
Loans and borrowings as at 31 March 2024	74.38	(74.38)	52.72	(52.72)

d) Price risk:

Price risk is the risk of fluctuations in the value of assets and liabilities as a result of changes in market prices of investments. The company has no material exposure to equity securities price risk and is not exposed to commodity risk. The company's exposure to price risk arises from investments held by the company in mutual funds and classified in the balance sheet as fair value through statement of profit or loss. The fair value of these investments is marked to an active market. The financial assets carried at fair value by the company are mainly investments in liquid and overnight debt mutual funds and accordingly no material volatility is expected.

S.R. Batliboi & Associates LLP Bengaluru

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Vikas Telecom Private Limited Bangalore

(all amounts in Rs. million unless otherwise stated)

42 Capital Management

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

The Company's policy is to maintain a strong capital base so as to maintain investor, creditor and market confidence and to sustain future development of the business. The Company's capital structure mainly constitutes debt. The projects are initially funded through construction financing arrangements. On completion, these loans are restructured into lease-rental discounting arrangements. The Company's capital structure is influenced by the changes in regulatory framework, government policies, available options of financing and the impact of the same on the liquidity position.

The Company monitors capital using a ratio of 'adjusted net debt' to 'adjusted equity'. For this purpose, Adjusted net debt is Long-term borrowings + Short - term borrowings less Cash and cash equivalents (including book overdraft). Adjusted equity comprises all components of equity.

The Company's adjusted net debt to equity ratio at 31 March 2025 and 31 March 2024 was as follows:

Particulars	As at 31 March 2025	As at 31 March 2024
Total debt	37,241.72	32,486.24
Less: Cash and cash equivalents (refer note 12)	852.00	0.06
Adjusted net debt	**36,389.72**	**32,486.18**
Total equity	(1,917.93)	(1,949.77)
Adjusted equity	**(1,917.93)**	**(1,949.77)**
Adjusted net debt to adjusted equity ratio	**(18.97)**	**(16.66)**

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(all amounts in Rs. million unless otherwise stated)

43 Income tax

(a) Amounts recognised in statement of profit and loss:

Particulars	**For the year ended 31 March 2025**	**For the year ended 31 March 2024**
Current tax charge:		
Current year	332.90	106.27
Deferred tax charge		
Relating to origination and reversal of temporary differences	358.10	438.58
Minimum alternate tax entitlement	(332.90)	(106.27)
Others	-	-
Tax expense	**358.10**	**438.58**

(b) Reconciliation of effective tax rate

Particulars	**For the year ended 31 March 2025**	**For the year ended 31 March 2024**
Profit before tax	1,904.99	1,234.94
Enacted tax rate applicable to the company	34.94%	34.94%
Income tax on accounting profits	665.60	431.49
Reconciliation items		
Adjustments for tax of prior years	(324.60)	7.55
Others	17.11	(0.46)
Tax expense at effective income tax rate	**358.11**	**438.58**

(c) Refer note 19 for recognised deferred tax assets and liabilities

(d) Unrecognised deferred tax assets:
The Company does not have any unrecognised deferred tax assets

44 Changes in liabilities arising from financing activities

Reconciliation between opening and closing balances in the balance sheet for liabilities arising from financing activities:

Particulars	**As at 31 March 2025**	**As at 31 March 2024**
Opening financial liability	32,486.24	30,258.10
Cash flows:		
Proceeds from loans and borrowings (net off issue expenses)	24,223.49	35,335.79
Repayment of borrowings	(19,677.04)	(33,129.85)
Interest paid	(3,025.25)	(3,166.80)
Non-cash adjustments:		
Capitalised borrowing cost	805.99	559.21
Interest expense	2,428.29	2,629.79
Balance at the end of the year	**37,241.72**	**32,486.24**

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(all amounts in Rs. million unless otherwise stated)

45 Ratio Analysis and its elements **

Particulars	Numerator	Denominator	31 March 2025	31 March 2024	% Variance	Reason for variance*
Current ratio	Current Assets	Current Liabilities	0.06	0.16	(61%)	Refer note (i) below
Current ratio (adjusted)	Current Assets	Current liabilities - Current portion of lease deposit and deferred lease rentals	0.07	0.56	(88%)	Refer note (i) below
Debt-equity ratio	Total Debt	Shareholder's Equity	(19.42)	(16.66)	17%	
Debt service coverage ratio	Profit for the year + Non-cash operating expenses like depreciation and amortization expense + finance costs + other adjustments like loss on sale of fixed assets, etc.	Interest & Lease Payments + Principal Repayments	1.78	2.26	(21%)	
Return on equity ratio	Net Profits after taxes	Average Shareholder's Equity	(79.99%)	(33.92%)	136%	Refer note (ii) below
Trade receivables turnover ratio	Net credit sales = Revenue from operations	Average Trade Receivable	172.75	219.64	(21%)	
Trade payable turnover ratio	Total expenses	Average trade payables	23.33	12.78	83%	Refer note (iii) below
Net capital turnover ratio	Net sales = Revenue from operations	Average Working capital = Current assets – Current liabilities	(0.48)	(2.01)	(76%)	Refer note (iv) below
Net profit ratio	Net Profit	Net sales = Revenue from operations	20.94%	11.42%	83%	Refer note (ii) below
Return on capital employed	Earnings before interest and taxes	Capital Employed = Tangible Net Worth + Total Debt + Deferred Tax liability	12.80%	13.75%	(7%)	
Return on investment	Interest on fixed deposits + Profit on sale of mutual funds + Dividend from mutual funds	Weighted average investments in mutual funds + Weighted average fixed deposits with banks	9.83%	8.95%	10%	

The Company has not disclosed inventory turnover ratio since the Company's business does not require maintenance of inventories.

**Based on the requirements of Schedule III

* Explanation given for change in the ratios which are more than 25% as compared to the preceding year.

Notes:

(i) Increase in current liabilities during the year 31 March 2025 as compared to 31 March 2024 has resulted in variance in current ratio and current ratio (adjusted)

(ii) Increase in profits during the year ended 31 March 2025 as compared to year ended 31 March 2024 has resulted in increase in return on equity and net profit ratio.

(iii) Decrease in average trade payable during year ended 31 March 2025 as compared to year ended 31 March 2024 has resulted in variance in trade payables turnover ratio.

(iv) Decrease in working capital balance as at year ended 31 March 2025 as compared to year ended 31 March 2024 led to variance in return on net capital turnover ratio.

46 The Company outsources its manpower and technology assistance requirements and does not have any employee on its roles and hence does not incur any employee related benefits/costs.

47 The Company does not have any transaction to report against the utilisation of borrowed funds and securities premium as notified by MCA pursuant to amended Schedule III.

48 The Company has used accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software. Further, there are no instance of audit trail feature being tampered with. Additionally, the audit trail has been preserved by the Company as per the statutory requirements for record retention.

49 The Company has defined process of taking daily back-up of books of account in electronic mode on severs physically located in India.

for **S R Batliboi & Associates LLP**
Chartered Accountants
ICAI Firm's Registration No: 101049W/E300004

per **Adarsh Ranka**
Partner
Membership No.: 209567
Place: Bengaluru
Date: 28 April 2025

S. R. Batliboi & Associates LLP Bengaluru

for and on behalf of the Board of Directors of
Vikas Telecom Private Limited

Raghu Sapra
Director
DIN: 08455937
Place: Bengaluru
Date: 28 April 2025

Donnie Dominic George
Director
DIN: 09762419
Place: Bengaluru
Date: 28 April 2025

Gautham Nambiar
Company Secretary
Membership No: F12376
Place: Bengaluru
Date: 28 April 2025

Vikas Telecom Private Limited Bangalore

BOARD'S REPORT

Dear Members,

Your directors present the Thirty-Third Annual Report of Vikas Telecom Private Limited ("**Company**") along with the Audited Financial Statements of the Company for the Financial Year ended March 31, 2025.

1. FINANCIAL RESULTS:

The Company's financial performance for the year under review along with the previous year figures on standalone basis are given hereunder:

(₹ in million)

Particulars	For the year ended March 31, 2025	For the year ended March 31, 2024
Revenue from operations	7,386.67	6,975.95
Add: Interest income	33.73	37.69
Add: Other income	257.53	93.86
Less: Operating expenses	786.05	761.90
Less: Other expenses	414.30	401.98
Earnings before finance cost, depreciation, amortization and tax ('EBITDA')	**6,477.58**	**5,943.62**
Less: Finance cost, depreciation and amortization	4,572.59	4,708.68
Profit / (Loss) before Tax	**1,904.99**	**1,234.94**
Less: Taxes (current and deferred)	358.10	438.58
Profit / (Loss) for the year	**1,546.89**	**796.36**
Other comprehensive income	-	-
Total comprehensive Income / (Loss) for theyear	**1,546.89**	**796.36**

Note: Previous Year figures have been rearranged / regrouped, wherever necessary

2. FINANCIAL PERFORMANCE AND REVIEW OF OPERATIONS:

The Company recorded operating revenues of ₹ 7,386.67 Million in the Financial Year 2024-25, as compared to ₹ 6,975.95 Million in the Financial Year 2023-24; also, earnings before finance cost, taxes, depreciation and amortization i.e., EBITDA increased to ₹6,477.58 Million in the Financial Year 2024-25, as compared to ₹5,943.62 Million in the Financial Year 2023-24. Net profit after tax for the Financial Year 2024-25 is ₹1,546.89 Million as against Net profit of ₹ 796.36 Million in the Financial Year 2023-24.

3. DECLARATION OF DIVIDEND:

During the year under review, the Company declared interim dividend in the following manner:

S. No.	Particulars	Rate	Amount (In ₹)	Cut-off date for payment
1.	First Interim Dividend	82.89/-	540,031,334.04/-	June 26, 2024
2.	Second Interim Dividend	39.91/-	260,015,086.76/-	September 25, 2024
3.	Third Interim Dividend	69.84/-	455,010,114.24/-	December 25, 2024
4.	Fourth Interim Dividend	39.91/-	260,015,086.76/-	March 26, 2025

4. TRANSFER TO RESERVES:

During the year under review, the Company has not transferred any amount to reserves.

5. ACCEPTANCE OF DEPOSITS:

During the year under review, the Company has not accepted any deposits from the public and consequently, there are no outstanding deposits in terms of Section 73 of the Act read with the Companies (Acceptance of Deposits) Rules, 2014 (as amended).

Further, the Company is annually filing with the Registrar of Companies requisite return in e-form DPT-3 for submitting the details of outstanding receipts of money/ loan by the Company, which are not considered as deposits under Rule 2(1)(c) of the Companies (Acceptance of Deposits) Rules, 2014.

6. SHARE CAPITAL:

As on March 31, 2025, the Authorized Share Capital of the Company stood at ₹640,500,000 (Indian Rupees Six Hundred Forty Million Five Hundred Thousand Only) divided into 64,000,000 Equity Shares of ₹10/- (Indian Rupees Ten Only) each and 50,000 Redeemable Preference Shares of ₹10/- (Indian Rupees Ten Only) each. During the year, there was no change in the Authorized Share Capital of the Company.

As on March 31, 2025, the Issued, Subscribed and Paid-up Share Capital of the Company stood at ₹651,550,360 (Indian Rupees Sixty-Five Million One Hundred Fifty Thousand Three Hundred Sixty Only) divided into 6,515,036 Equity Shares of ₹10/- (Indian Rupees Ten Only) each. During the year, there was no change in the Issued, Subscribed and Paid-up Share Capital of the Company.

Also, during the year, there was no change in the Share Capital on account of Buy-Back of Securities, issuance of Sweat Equity or Bonus Shares, etc.

7. POLICIES:

The following policies have been adopted by the Board of Directors of the Company including, as approved and adopted by Embassy Office Parks Management Services Private Limited ("**EOPMSPL**") (acting as theManager to Embassy Office Parks REIT ("**Embassy REIT**")), in its capacity as the Special Purpose Vehicle ("**SPV**") of Embassy REIT.

As a part of the overall governance framework, the Board of Directors reviews all the policies once a year

i. Code of Conduct and Ethics for Directors, Senior Management and other employees

The "Code of Conduct and Ethics for Directors, Senior Management and other employees" demonstrates the group's overall commitment to conduct its affairs in fair, diligent and ethical manner, within the scope or authority conferred upon them and in accordance with the laws, rules and regulations applicable to the Company.

This Policy can be accessed on the website of the company at https://www.embassyofficeparks.com/vtpl/

ii. **Borrowing Policy**

The Borrowing Policy aims at outlining the process for borrowing monies to meet any liabilities, undertaking any investments/acquisitions or meet any other obligations of the Company.

This Policy can be accessed on the website of Embassy REIT- https://www.embassyofficeparks.com/esg/governance-documents/.

iii. **Business Continuity and Disaster Recovery Policy**

The Business Continuity and Disaster Recovery Policy aims to ensure continuity of critical business processes at an acceptable level and limit the impact of the disaster on people, processes and infrastructure.

This Policy can be accessed on the website of Embassy REIT- https://www.embassyofficeparks.com/esg/governance-documents/.

iv. **Anti-Money Laundering ("AML") Policy and Anti-Bribery and Corruption ("ABC") Policy**

The AML Policy aims to establish the controls around prevention of money laundering in the Company and is in accordance with the Prevention of Money Laundering Act, 2002.

The ABC Policy aims at conducting all aspects of the Company's business with the highest legal and ethical standards and expects all persons acting on its behalf to uphold this commitment.

This Policy can be accessed on the website of Embassy REIT- https://www.embassyofficeparks.com/esg/governance-documents/.

v. **Code on unpublished price sensitive information and dealing in securities of Vikas Telecom Private Limited and Code of Practices and Procedures for Fair Disclosure in respect of Vikas Telecom Private Limited**

This Code aims to outline the process and procedures for dissemination of information and disclosures in relation to the Company and ensure that the Company complies with the applicable laws, including the Securities and Exchange Board of India (Real Estate Investment Trusts) Regulations, 2014, Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015, and to the extent applicable or such other laws, regulations, rules or guidelines prohibiting insider trading and governing disclosure of material, unpublished price sensitive information.

This Policy can be accessed on the website of the company at https://www.embassyofficeparks.com/vtpl/

vi. **Document Archival Policy**

The Document Archival Policy aims to provide a comprehensive policy on the preservation and conservation of the records and documents, both Physical and Electronic, of the Company and aims at identifying, classifying, storing, securing, retrieving, tracking and destroying or permanently preserving records.

This Policy can be accessed on the website of Embassy REIT- https://www.embassyofficeparks.com/esg/governance-documents/.

vii. **Whistle Blower Policy**

The Whistle Blower Policy has been adopted with a view to providing a mechanism for the Directors of the Company to report their genuine concerns or grievances that could be a matter of serious concern for the Company.

This Policy can be accessed on the website of the company at https://www.embassyofficeparks.com/vtpl/

viii. **Risk Management Policy**

The Risk Management Policy is framed in line with the provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and sets out the responsibilities of the Board of Directors of the Company and other persons working for and on behalf of the Company in relation to identifying, assessing and remediating the risks posed to the Company.

This Policy can be accessed on the website of Embassy REIT- https://www.embassyofficeparks.com/esg/governance-documents/.

ix. **Policy on Related Party Transactions**

The Policy on Related Party Transactions is adopted to regulate the transactions of the Company with its related parties based on the laws and regulations applicable and to ensure proper approval, supervision and reporting of the transactions between the Company and its related parties.

This Policy can be accessed on the website of the company at https://www.embassyofficeparks.com/vtpl/

x. **Distribution Policy**

The Distribution Policy is framed in line with the requirement of Regulation 18 of Securities and Exchange Board of India (Real Estate Investment Trust) Regulations, 2014 and aims to provide a comprehensive policy on the conditions with regard to the distributions made by Embassy REIT based on the cash flows received from the HoldCo/SPVs and the distributions to be made by Holdco/ SPVs to Embassy REIT.

This Policy can be accessed on the website of Embassy REIT- https://www.embassyofficeparks.com/esg/governance-documents/.

xi. **Short-term Investment Policy**

The Short-term Investment Policy provides a framework for investing surplus funds of the Company in instruments whose tenure is less than one year in order to earn returns, subject tothe investment limits specified in Securities and Exchange Board of India (Real Estate Investment Trust) Regulations, 2014 ('REIT Regulations') and in accordance with the provisions of the Act.

This Policy can be accessed on the website of Embassy REIT- https://www.embassyofficeparks.com/esg/governance-documents/.

xii. Data Privacy Policy

Data Privacy Policy provides a framework for the management of personal data and defines a set of minimum requirements with which the Company must comply to protect the confidentiality, integrity, availability, and authenticity of the information.

This Policy can be accessed on the website of Embassy REIT- https://www.embassyofficeparks.com/esg/governance-documents/.

xiii. Fraud Prevention Policy

The Fraud Prevention Policy aims in promoting an ethical and fraud-free environment by creating awareness within the Company of their responsibilities for prevention, detection and reporting of fraud and for establishing controls and procedures for identification, prevention and detection of fraud.

This Policy can be accessed on the website of Embassy REIT- https://www.embassyofficeparks.com/esg/governance-documents/.

xiv. Cyber Security Policy

This Cyber Security Policy provides a framework and a set of guidelines for acceptable practices and procedures, that minimize the vulnerability of company data, networks and infrastructures to accidental or malicious attacks, with which the stakeholders must comply to protect the confidentiality, integrity, availability, and authenticity of the information.

This Policy can be accessed on the website of Embassy REIT- https://www.embassyofficeparks.com/esg/governance-documents/.

xv. Corporate Social Responsibility

The Board has adopted a policy on Corporate Social Responsibility ("**CSR**"), copy of which has been posted on the website of the Company at www.embassyofficeparks.com/vtpl/.

The brief salient features of the CSR Policy of the Company are-

(i) Outline projects, programs and activities to be undertaken by the Company;

(ii) Specify the modalities of execution of such projects, programs and activities;

(iii) Monitor the process to be followed for such projects, programs and activities;

(iv) Directly or indirectly take up programs that benefit the communities in and around its work centers and results, over a period of time, in enhancing the quality of life and economic well-being of the local populace; and

(v) Generate community goodwill for the Company and help reinforce a positive and socially responsible image, through our CSR Activities.

The Company is committed to economic, environmental and social well-being of communities and would consider participating in appropriate CSR initiatives in the coming year(s).

The detailed CSR Policy of the Company can be accessed on the website of the company at https://www.embassyofficeparks.com/vtpl/

Further, the provisions of CSR were applicable to the Company during the year 2024-25.

A brief outline of the Corporate Social Responsibility (CSR) policy of the Company and the initiatives undertaken by the Company on CSR activities during the year are set out in **Annexure I** of this Report as per the format prescribed in the Companies (Corporate Social Responsibility Policy), Rules 2014.

xvi. Policy for processing and claiming of unclaimed amount:

This Policy has been formulated to prescribe the framework for dealing with unclaimed amounts lying with the Company and the manner of claiming such amounts by the holders of non-convertible securities of the Company in accordance with the provisions of the circular SEBI/HO/DDHS/DDHS-RAC-1/P/CIR/2023/176 dated November 08, 2023, issued by the Securities and Exchange Board of India read with the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time.

This Policy can be accessed on the website of the company at https://www.embassyofficeparks.com/vtpl/

8. SUBSIDIARY, JOINT VENTURES AND ASSOCIATE COMPANIES:

The Company does not have any Subsidiary, Joint Venture and Associate Company.

9. RELATED PARTY TRANSACTIONS:

During the financial year under review, the Company has not entered into transactions with the related part(ies), except on arm's length and in the ordinary course of business. Furthermore, none of the related party transactions entered during the financial year were material in nature. The details of the related party transactions are set out in the notes to the Financial Statements.

10. PARTICULARS OF LOANS, GUARANTEES AND INVESTMENTS:

The disclosure of particulars of loans given, investment made or guarantee given or security provided isnot applicable to the Company as the Company is engaged in providing infrastructure facilities.

11. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO:

The information under Section 134(3)(m) of the Act read with Rule 8(3) of the Companies (Accounts) Rules, 2014 for the year ended March 31, 2025, is as mentioned below:

A. CONSERVATION OF ENERGY		
S. No.	**Particulars**	**Remarks**
1.	The steps taken or impact on conservation of energy	Throughout the year, the Company has been committed to energy conservation efforts, implementing various measures aimed at reducing environmental footprint namely: a. Utilized rooftop rainwater for HVAC cooling towers, enhancing chiller efficiency. b. Maintained HVAC system set-points in line with ambient temperature for optimal performance. c. Replaced inefficient lifts with advanced

		technology in 2B T-1, 3 & 2D Service Lift d. Refurbished two 1000 TR cooling towers with new fills e. Upgraded AHUs by replacing belt drives with EC fans in 2B T-1, 6th & 7th floors – Cost: 0.14 Million. f. Upgraded basement ventilation system to automatic mode. g. Refurbished two 850 TR cooling towers in B-1 with new fills. h. Replaced cooling tower fills, nozzles, fan motor bushes, and defective pipelines for six 700 TR water-cooled chillers
2.	The steps taken by the Company for utilizing alternate sources of energy	a. Maximized utilization of green power through wheeling units from EEPL & other solar plants, generating 57.28 million units. b. The current capacity of the rooftop solar system is 2.44 MW. Further, the rooftop solar system generated 3.98 million units, accounting for 5% of the total energy consumption.
3.	The capital investment on energy conservation equipments	a. B2 – Replaced 1000 TR cooling tower at a cost of ₹ 1.74 million. b. B2 – Replaced inefficient lifts with advanced technology in 2B T-1, 3 & 2D Service Lift at a cost of ₹ 0.75 million. c. B2 – Upgraded AHUs by replacing belt drives with EC fans in 2B T-1, 6th & 7th floors at a cost of ₹0.14 million. d. B5 – Replaced cooling tower fills, nozzles, fan motor bushes, and defective pipelines at total capital investment of ₹18.2 million. e. B1 – Refurbished two 850 TR cooling towers with new fills at cost of ₹4.46 million.

B. TECHNOLOGY ABSORPTION

S. No.	Particulars	Remarks
1.	The efforts made towards technology absorption	The Company is conscious towards technology absorption and adequate measures have been taken for the same, namely; a. Developed a customized software tool (Embassy Infinity) for daily operations, enabling energy data collection and monitoring.

		b. Implemented Jarvis (video analytics) technology, an IP-based remote monitoring system integrated with existing CCTV in common areas and park periphery. It provides real-time event alerts using advanced AI analytics such as fire detection, intrusion, etc., supporting security teams and QRT members to respond swiftly and minimize potential damage. c. Digitalized daily operations, including ESG/EHS reporting.
2.	The benefits derived like product improvement, cost reduction, product development or import substitution	The Company has achieved a reduction in overall cost and has seen performance improvement. Further, the other benefits derived are as follows: • Significant energy savings • Lower maintenance costs and reduced equipment downtime • Enhanced control and improved comfort • Upskilled workforce enabling a smooth transition to modern HVAC technologies • Reduced paper consumption, contributing to sustainability • Streamlined processes through digitalization of work permits, PPM, checklists, and gate passes
3.	In case of imported technology (imported during the last three years reckoned from the beginning of the Financial Year) a. The details of technology imported; b. The year of import; c. Whether the technology been fully absorbed; d. If not fully absorbed, areas where absorption has not taken place, and the reasons thereof	During the year, the company has not imported any technology.
4.	The expenditure incurred on Researchand Development	Nil

C. FOREIGN EXCHANGE EARNINGS AND OUTGO		
Sr. No.	**Particulars**	**Remarks**
1.	The Foreign Exchange earned in terms of actual inflows during the year	FY 2024-25: NIL FY 2023-24: NIL
2.	The Foreign Exchange Outgo during the year in terms of actual outflows	FY 2024-25: ₹126.16 million FY 2023-24: ₹92.64 million

12. BOARD OF DIRECTORS AND KEY MANAGERIAL PERSONNEL:

As on March 31, 2025, the Board of Directors and Key Managerial Personnel of the Company comprised of the following:

Name	DIN/ Membership No.	Designation
Mr. Jitendra Mohandas Virwani	00027674	Nominee Director*
Mr. Raghu Sapra	08455937	Nominee Director*
Mr. Donnie Dominic George	09762419	Nominee Director*
Mr. Ritwik Bhattacharjee	07371685	Nominee Director*
Mr. Gautham Nambiar	F12376	Company Secretary and Compliance Officer

**Appointed as a Nominee of Embassy REIT (acting through its Manager, Embassy Office Parks Management Services Private Limited) pursuant to the Securities & Exchange Board of India (Real Estate Investment Trusts) Regulations, 2014.*

During the year under review, Mr. Aravind Maiya ceased to be the Nominee Director of the Company with effect from November 7, 2024, and Mr. Ritwik Bhattacharjee as the Nominee Director in his place with effect from November 8, 2024. The Board of Directors of EOPMSPL, Manager to Embassy REIT, at its meeting held on November 7, 2024, approved the withdrawal of the nomination of Mr. Aravind Maiya as the Nominee Director on the Board of the Company, with effect from the close of business on the same day and nominated Mr. Ritwik Bhattacharjee, in his place, effective from the commencement of business on November 8, 2024.

None of the Directors of the Company are disqualified as per the applicable provisions of the Act.

13. BOARD AND COMMITTEE MEETINGS:

A. Board Meetings:

Details of the Board Meetings held during the Financial Year 2024-25 as required under Section 134(3)(b) and in terms of Section 173 of the Act read with Secretarial Standard – I on Board Meetings issued by the Institute of the Company Secretaries of India are as under:

First Quarter (April to June)	Second Quarter (July to Sept)	Third Quarter (Oct to Dec)	Fourth Quarter (Jan to March)	Total Board Meetings
06 (six)	02 (two)	03 (three)	02 (two)	13
April 08, 2024	July 24, 2024	October 23, 2024	January 28, 2025	(Thirteen)
April 23, 2024	August 28, 2024	November 08, 2024	January 30, 2025	
May 24, 2024		December 20, 2024		
June 18, 2024				
June 24, 2024				
June 26, 2024				

B. Corporate Social Responsibility Committee ("CSR") Meetings:

During the Financial Year 2024-25, the CSR Committee met 04 (four) times. The meetings were held on April 22, 2024, October 22, 2024, January 27, 2025, and January 30, 2025.

The intervals between any two consecutive Board or Committee Meetings were within the maximum permissible period mentioned under the Act and LODR Regulations.

14. MATERIAL CHANGES AND COMMITMENT AFFECTING FINANCIAL POSITION OF THE COMPANY WHICH HAVE OCCURRED BETWEEN THE END OF THE FINANCIAL YEAR OF THE COMPANY TO WHICH THE FINANCIAL STATEMENTS RELATE AND THE DATE OF THE REPORT:

No material changes and commitments have occurred after the close of the year till the date of this Report, which affects the financial position of the Company.

15. CHANGE IN NATURE OF BUSINESS:

There is no change in the nature of business of the Company during the year under review.

16. CHANGE IN REGISTERED OFFICE:

During the year under review and with effect from July 24, 2024, the Company has shifted its registered office from Royal Oaks, Embassy GolfLinks Business Park, Off Intermediate Ring Road, Bangalore - 560 071, Karnataka, India to 12th Floor, Pinnacle Tower, Embassy One, 8, Bellary Road, Ganganagar, Bengaluru, Karnataka – 560 032. The Company has filed the requisite e-forms with the Registrar of Companies to effect the said change.

17. SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNALS IMPACTING THE GOING CONCERN STATUS AND COMPANY'S OPERATIONS IN FUTURE:

In the matter of CA Aravind Maiya, concerning his earlier employment at M/s. BSR & Associates LLP in 2019, the National Financial Reporting Authority, vide its order no. 020/2024 dated August 19, 2024, has, levied penalty and imposed certain restrictions relating to his audit engagement for 10 years.

However, the said order in our view had no relation to his directorship in the Company. Furthermore, CA Aravind Maiya ceased to be a Nominee Director in the Company with effect from November 07, 2024.

Apart from this, were no significant material orders passed by the Regulators or Courts or Tribunals impacting the going concern status of the Company and its future operations.

18. PARTICULARS OF EMPLOYEES:

The requirements of Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is not applicable to the Company, as it is a Private Limited Company.

19. INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY:

The Company has a proper and adequate system of internal control, commensurate with the size, scale and complexity of its operations, to ensure all the assets are safeguarded and protected against loss from unauthorized use or disposition and the transactions are authorized, regarded and reported correctly. The internal control is supplemented by an extensive program of internal audits, review by management and procedures. Internal control is designed to ensure that the financial and other records are reliable for preparing financial statements and other data, and for maintaining accountability of assets.

20. DIRECTORS' RESPONSIBILITY STATEMENT:

To the best of their knowledge and belief and according to the information and explanations obtained by them, your Directors make the following statements in terms of Section 134(3)(c) read with Section 134(5) of the Act:

i. that in the preparation of the annual financial statements for the year ended March 31, 2025, the applicable accounting standards have been followed along with proper explanation relating to material departures, if any;

ii. that such accounting policies as mentioned in Notes to the Financial Statements have been selected and applied consistently and judgement and estimates have been made that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at March 31, 2025 and of the profit of the Company for the year ended on that date;

iii. that proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;

iv. that the annual financial statements have been prepared on a going concern basis;

v. that the Directors have laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and are operating effectively as at and during the Financial Year ended March 31, 2025; and

vi. that systems to ensure compliance with the provisions of all applicable laws were in place and were adequate and operating effectively.

21. DETAILS OF INTERNAL FINANCIAL CONTROLS RELATED TO FINANCIAL STATEMENTS:

The Company has laid down set of standards, processes and structure which enables to implement internal financial controls across the organization and that such controls are adequate and are operating effectively.

Annexure 2 to the Auditor's Report provides for the Auditor's opinion on the Internal Financial Controls of the Company.

During the year under review, no material or serious observation has been observed for inefficiency or inadequacy of such controls.

22. DISCLOSURE UNDER SEBI CIRCULAR ON EASE OF DOING BUSINESS AND DEVELOPMENT OF CORPORATE BOND MARKETS – REVISION IN THE FRAMEWORK FOR FUND RAISING BY ISSUANCE OF DEBT SECURITIES BY LARGE CORPORATES ("CIRCULAR"):

In terms of Regulation 50B of SEBI (Issue and Listing of Non-Convertible Securities) Regulations, 2021 read with Chapter XII of the SEBI NCS Master Circular on Fund raising by issuance of debt securitiesby large corporates ("LCs") dated May 22, 2024, as amended from time to time, the Company wasidentified as an LC in Financial Year (FY) 24-25, based on the erstwhile criteria as on March 31, 2024 and was required to raise a minimum 25% of their incremental borrowings done during the FY2024-25, through issuance of debt securities over a contiguous block of three years from Financial Year FY 2024-25 onwards.

However, SEBI issued a Circular on October 19, 2023, revising the framework for fund raising by issuance of debt securities by LCs, applicable with effect from April 01, 2024. As per the revised framework, a fresh block of three years from FY 2024-25 onwards was provided to the LCs.

The following are the details of the incremental borrowings done during the FY 2024-25:

1. Outstanding Qualified Borrowings at the start of FY 24-25 (Rs. In Crores): INR 2,029
2. Outstanding Qualified Borrowings at the end of FY 24-25 (Rs. In Crores): INR 3,323
3. Highest credit rating of the company: AAA Rated by CRISIL and CARE
4. Incremental borrowing done during FY 24-25 (qualified borrowing) (Rs. In Crores): INR 1,468
5. Borrowings by way of issuance of debt securities during FY 24-25 (Rs. In Crores): NIL

23. AUDITORS:

Statutory Auditors:

In terms of Section 139 of the Act, S.R. Batliboi & Associates LLP (ICAI Firm Registration No.: 101049W/E300004), Chartered Accountants were appointed as the Statutory Auditors of the Company at the Thirtieth Annual General Meeting held in year 2022 for a period of five consecutive years commencing from the conclusion of the Thirtieth Annual General Meeting till the conclusion of the Thirty Fifth Annual General Meeting of the Company to be held in year 2026.

Internal Auditors:

In terms of Section 138 of the Act and other applicable laws, the Board at its meeting held on April 23, 2024, had appointed KPMG Assurance and Consulting Services LLP, Chartered Accountants, as the Internal Auditors of the Company for the Financial Year ending March 31, 2025.

Cost Auditors:

In terms of Section 148 of the Act and other applicable laws, the Board at its meeting held on April 23, 2024, had appointed M/s. GSR & Associates, Cost Accountants (Firm Registration No: 000069), as the Cost Auditors of the Company for the Financial Year ending March 31, 2025.

Secretarial Auditor:

In terms of the provisions of Section 204 of the Act read with Rule 9 of the Companies (Appointment and Remuneration Personnel) Rules 2014 and other applicable provisions, the Company at its meeting held on April 23, 2024 had appointed M/s. RJSY & Associates,Company Secretaries (Firm Registration No: P2016MH057200) to undertake the Secretarial Audit ofthe Company for the Financial Year 2024-25.

The report of the Secretarial Auditor in the prescribed Form MR-3 is given at "**Annexure III**" to the Board's Report. The said Secretarial Audit Report does not contain any qualifications, reservations, adverse remarks or disclaimers.

24. MAINTENANCE OF COST RECORDS:

Maintenance of cost records as specified by the Central Government under Section 148 of the Act read with the Companies (Cost Records and Audit) Rules, 2014, was applicable to the Company and accordingly such accounts and records are maintained.

25. ANNUAL RETURN OF THE COMPANY:

Pursuant to Section 92(3) of the Act, a copy of the annual return has been placedon the website of the Company at https://www.embassyofficeparks.com/vtpl/.

26. DISCLOSURES UNDER THE SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013:

The Company has a Prevention of Sexual Harassment Policy pursuant to the requirements of the Sexual Harassment of Woman at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and the Rules framed thereunder (the "POSH Act"). The Policy, as adopted by Embassy Office Parks Management Services Private Limited (acting as the Manager to Embassy Office Parks REIT, is applicable to the Company in the capacity of being its Special Purpose Vehicle. This Policy encompasses all employees, including permanent, contractual, temporary, and trainee staff.

This Policy can be accessed on the website of Embassy REIT- https://www.embassyofficeparks.com/esg/governance-documents/.

The Company has undertaken comprehensive internal measures, including the establishment of an internal grievance redressal mechanism, to ensure effective complaint management and to foster apositive work environment. Furthermore, during the year under review, no complaints or cases werefiled or were pending resolution under the POSH Act.

27. COMMENTS ON THE QUALIFICATION, RESERVATION OR ADVERSE REMARK OR DISCLAIMER MADE BY THE AUDITORS:

The Auditors' Report on the Financial Statements of the Company for the year ended March 31, 2025 do not contain any qualification, reservation, adverse remark or disclaimer.

28. COMPLIANCE WITH MANDATORY SECRETARIAL STANDARDS:

During the year under review, the Company has complied with the applicable mandatory Secretarial Standards i.e., Secretarial Standard – 1 (Meetings of the Board of Directors) and Secretarial Standard – 2 (General Meetings) issued by the Institute of Company Secretaries of India.

29. REPORTING OF FRAUDS:

During the year under review, the Statutory Auditors and Secretarial Auditors of the Company have not reported any instances of fraud committed against the Company by its officers or employees as specified under Section 143(12) of the Act.

30. APPLICATION MADE OR ANY PROCEEDING PENDING UNDER THE INSOLVENCY AND BANKRUPTCY CODE, 2016:

During the year under review, the Company has not made any application nor are any proceedings pending under the Insolvency and Bankruptcy Code, 2016.

31. DIFFERENCE IN THE AMOUNT OF VALUATION WHILE OBTAINING LOAN FROM BANKS OR FINANCIAL INSTITUTIONS:

During the year under review, the Company has not entered into any one-time settlement scheme with the banks or financial institutions. Hence, the disclosure required to be made pertaining to the details of difference between amount of the valuation done at the time of one-time settlement and the valuation done while taking loan from the Banks or Financial Institutions along with the reasons thereof is not applicable.

32. ACKNOWLEDGEMENTS:

We thank our Investors, Bankers, Financial Institutions, various State and Central Government authorities and Stakeholders for their continued support during the year. We place on record our appreciation for the contribution made by our employees at all levels. Our consistent growth was made possible by their hard work, solidarity, cooperation and support.

For and on behalf of the Board of Directors of
Vikas Telecom Private Limited

VIKAS TELECOM PRIVATE LIMITED
BANGALORE

Raghu Sapra
Nominee Director
DIN: 08455937

Address: J-302, Jacaranda Tower 6, Adarsh Palm Retreat, Devarabisnahalli, Bellandur, Bengaluru- 560103, Karnataka

Place: Bengaluru
Date: April 28, 2025

Donnie Dominic George
Nominee Director
DIN: 09762419

Address: 1629, 31st Cross, BSK 2nd Stage, 16th Main, Bengaluru- 560070, Karnataka

Place: Bengaluru
Date: April 28, 2025

Annexure - I

FORM NO. AOC -2

(Pursuant to clause (h) of sub-section (3) of Section 134 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014)

Form for Disclosure of particulars of contracts/arrangements entered into by the company with related parties referred to in subsection (1) of Section 188 of the Companies Act, 2013 including certain arm's length transaction under third proviso thereto.

1. Details of contracts or arrangements or transactions not at Arm's length basis-

   There were no contracts or arrangements or transactions entered into during the financial year ended March 31, 2025, which were not at arm's length basis.

2. Details of contracts or arrangements or transactions at Arm's length basis-

   All the transactions entered with Related Parties for the period under review were on arm's length basis and in ordinary course of business. The details of the related party transactions are set out in the notes to the Financial Statements. Since these transactions are in the ordinary course of business and are at arm's length basis, approval of the Board is not mandatory. However, as a matter of abundant caution, approval of the Board has been obtained from time to time.

   Further, no material contracts or arrangements or transactions referred to in subsection (1) of Section 188 of the Companies Act, 2013, were entered by the Company with any Related Party, during the period under review.

For and on behalf of the Board of Directors of
Vikas Telecom Private Limited

VIKAS TELECOM PRIVATE LIMITED
BANGALORE

Raghu Sapra
Nominee Director
DIN: 08455937

Address: J-302, Jacaranda Tower 6, Adarsh Palm Retreat, Devarabisnahalli, Bellandur, Bengaluru- 560103, Karnataka

Place: Bengaluru
Date: April 28, 2025

Donnie Dominic George
Nominee Director
DIN: 09762419

Address: 1629, 31st Cross, BSK 2nd Stage, 16th Main, Bengaluru- 560070, Karnataka

Place: Bengaluru
Date: April 28, 2025

Annexure – II

ANNUAL REPORT ON CORPORATE SOCIAL RESPONSIBILITY (CSR) ACTIVITIES

[Pursuant to clause (o) of sub-section (3) of section 134 of the Act and Rule 8 of the Companies (Corporate Social Responsibility Policy) Rules, 2014]

1. Brief outline on CSR Policy of the Company:

   The Board has adopted a policy on Corporate Social Responsibility ("**CSR**"). The brief salient features of the CSR Policy of the Company is to-

   (i) Outline projects, programs and activities to be undertaken by the Company;

   (ii) Specify the modalities of execution of such projects, programs and activities;

   (iii) Monitor the process to be followed for such projects, programs and activities;

   (iv) Directly or indirectly take up programs that benefit the communities in and around its work centers and results, over a period of time, in enhancing the quality of life and economic well-being of the local populace; and

   (v) Generate community goodwill for the Company and help reinforce a positive and socially responsible image, through our CSR Activities.

   The Company is committed to economic, environmental and social well-being of communities and would consider participating in appropriate CSR initiatives in the coming year(s).

2. Composition of CSR Committee:

S. No.	Name of Director	Designation / Nature of Directorship	Number of meetings of CSR Committee held during the year	Number of meetings of CSR Committee attended during the year
1.	Mr. Raghu Sapra	Member	4	4
2.	Mr. Jitendra Mohandas Virwani	Member	4	4
3.	Mr. Aravind Maiya(1)	Member	4	2
4.	Mr. Ritwik Bhattacharjee(2)	Member	4	2

(1) Mr. Aravind Maiya ceased to be a member of the Committee due to his resignation effective November 07, 2024.

(2) Mr. Ritwik Bhattacharjee was appointed as a member of the Committee effective November 08, 2024..

3. Provide the web-link where Composition of CSR committee, CSR Policy and CSR projects approved by the board are disclosed on the website of the company: **https://www.embassyofficeparks.com/vtpl/**

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

5. (a) Average net profit of the company as per sub-section (5) of section 135.: **₹57,14,81,154**

(b) Two percent of average net profit of the company as per sub-section (5) of section 135.: **₹1,14,29,623/-**

(c) Surplus arising out of the CSR Projects or programs or activities of the previous financial years: **Nil**

(d) Amount required to be set-off for the financial year, if any.: **Nil**

(e) Total CSR obligation for the financial year [(b)+(c)-(d)].: **₹1,14,29,623/-**

6. (a) Amount spent on CSR Projects (both Ongoing Project and other than Ongoing Project).: **₹1,14,29,623/-**

(b) Amount spent in Administrative Overheads: **Nil**

(c) Amount spent on Impact Assessment, if applicable: **Nil**

(d) Total amount spent for the Financial Year [(a)+(b)+(c)]: **₹1,14,29,623/-**

(e) CSR amount spent or unspent for the financial year:

Total Amount Spent for the Financial Year (in Rs.)	**Amount Unspent (in Rs.)**				
	Total Amount transferred to Unspent CSR Account as per section 135(6).		**Amount transferred to any fund specified under Schedule VII as per second proviso to section 135(5)**		
	Amount	**Date of transfer**	**Name of the Fund**	**Amount**	**Date of transfer**
1,14,29,623/-	NA	NA	NA	NA	NA

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

S. No.	**Particulars**	**Amount (in Rs.)**
(1)	**(2)**	**(3)**
(i)	Two percent of average net profit of the company as per sub-section of section 135	**₹1,14,29,623/-**
(ii)	Total amount spent for the Financial Year	**₹1,14,29,623/-**
(iii)	Excess amount spent for the Financial Year [(ii)-(i)]	**Nil**
(iv)	Surplus arising out of the CSR projects or programmes activities of the previous Financial Years, if any	**Nil**
(v)	Amount available for set off in succeeding Financial Years [(iii-iv)]	**Nil**

7. Details of Unspent Corporate Social Responsibility amount for the preceding three Financial Years:

Sl. No.	**Preceding Financial Year(s)**	**Amount transferred to Unspent CSR Account under sub-section (6) (in Rs.)**	**Balance Amount in Unspent CSR Account under sub-**	**Amount spent in the Financial Year (in Rs.)**	**Amount transferred to a Fund as specified under Schedule VII as per second proviso to sub-section (5) of**	**Amount remaining to be spent in succeeding financial years (in Rs.)**	**Deficiency, if any**

			section (6) of section 135 (in Rs.)		section 135, if any			
					Name of the fund	Date of transfer.		

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

If yes, enter the number of Capital assets created/ acquired: **NA**

Furnish the details relating to such asset(s) so created or acquired through Corporate Social Responsibility amount spent in the Financial Year:

Sl. No.	**Short particulars of the property or asset(s) [including complete address and location of the property]**	**Pincode of the property or asset(s)**	**Date of creation**	**Amount of CSR amount spent**	**Details of entity/ Authority/ beneficiary of the registered owner**		
					CSR Registration Number, if applicable	**Name**	**Registered address**
	Not Applicable						

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

For and on behalf of the Board of Directors of
Vikas Telecom Private Limited

VIKAS TELECOM PRIVATE LIMITED
BANGALORE

Raghu Sapra
Nominee Director
DIN: 08455937

Address: J-302, Jacaranda Tower 6, Adarsh Palm Retreat, Devarabisnahalli, Bellandur, Bengaluru- 560103, Karnataka

Place: Bengaluru
Date: April 28, 2025

Donnie Dominic George
Nominee Director
DIN: 09762419

Address: 1629, 31st Cross, BSK 2nd Stage, 16th Main, Bengaluru- 560070, Karnataka

Place: Bengaluru
Date: April 28, 2025

Form No. MR-3

SECRETARIAL AUDIT REPORT
FOR THE FINANCIAL YEAR ENDED MARCH 31, 2025
[Pursuant to section 204(1) of the Companies Act, 2013 and Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To,
The Members,
VIKAS TELECOM PRIVATE LIMITED

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **VIKAS TELECOM PRIVATE LIMITED** (“**the Company**”).

Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts / statutory compliances and expressing my opinion thereon.

Based on our verification of the Company’s books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, we hereby report that in our opinion, the Company has, during the audit period covering the financial year ended on March 31, 2025 complied with the statutory provisions listed hereunder and also that the Company has proper Board processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended March 31, 2025 according to the provisions of:

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

(2) The Securities Contracts (Regulation) Act, 1956 (‘SCRA’) and the rules made there under;

(3) Foreign Exchange Management Act, 1999 (‘FEMA’) and the Rules and Regulations made thereunder to the extent of Foreign Direct Investment, overseas Direct Investment and External Commercial Borrowings **(to the extent applicable)**;

(4) The Depositories Act, 1996 and the Regulations and Bye- Laws framed there under;

(5) The Securities and Exchange Board of India (Real Estate Investment Trust) Regulations, 2014;

(6) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

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

(8) The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021

(9) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 were not applicable to the Company during the Audit Period:

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

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

(c) The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021;

(d) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;

(e) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021;

(f) The Securities and Exchange Board of India (Buy-back of Securities) Regulations 2018;

(g) The Securities and Exchange Board of India (Foreign Portfolio Investors) Regulations, 2019; and

(h) The Securities and Exchange Board of India (Prohibition of Fraudulent and Unfair Trade Practices relating to Securities Market) Regulations, 2003.

(10) Laws specifically applicable to the industry to which the Company belongs, as identified by the management, that is to say:

(a) The Karnataka Land Revenue Act, 1964; and
(b) The Registration Act, 1908.

(11) Other laws to the extent applicable to the Company as per the representations made by the Company.

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

(i) Secretarial Standards issued pursuant to section 118 (10) of the Act, by The Institute of Company Secretaries of India as notified from time to time;

(ii) The Listing Agreement entered into by the Company with The Bombay Stock Exchange.

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

We further report that

The Board of Directors of the Company is duly constituted in accordance with the provisions of the Companies Act, 2013. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.

Adequate Notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent in advance and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting, to the extent practicable.

Majority decision is carried through while the dissenting members' views, if any, are captured and recorded as part of the minutes.

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

We further report that during the audit period the Company has:

(1) Provided guarantee and security in connection with rupee term loan availed by Quadron Business Parks Private Limited ("**Quadron**") from ICICI Bank Limited in aggregate not exceeding ₹7,000.00 million (Indian Rupees Seven Thousand Million only). Special resolution of the members of the Company dated May 24, 2024 was passed for approving the same. The Directors were interested in the said transaction being common Directors in Quadron and the Company, and the Company has accordingly complied with the provisions of Section 185 of the Companies Act, 2013.

(2) At its Board meeting held on November 08, 2024 taken on record the letter of withdrawal of nomination of Mr. Aravind Maiya, Nominee Director of the Company, issued by Embassy Office Parks Management Services Private Limited ("**EOPMSPL**"), Manager to Embassy Office Parks REIT ("**EOP REIT**"), and that he has ceased to hold office of Nominee Director from the close of business on November 07, 2024. Further, at the same meeting, the Board of Directors of the Company, approved the appointment of Mr. Ritwik Bhattacharjee holding DIN: 07371685, nominee of EOPMSPL, Manager to EOP REIT, as a Nominee Director of the Board of the Company with effect from the commencement of business on November 08, 2024.

For RJSY & ASSOCIATES
Company Secretaries
Firm Registration No.: P2016MH057200

HARSHINI BINOY PARIKH

Digitally signed by HARSHINI BINOY PARIKH
DN: c=IN, st=Maharashtra, 2.5.4.20=fd8df7ef6cafbff15f8197b1acf926d73d5f01180afa06d801d6d603ae3e46c4, postalCode=400067, street=Mumbai, pseudonym=a5dc8f5233f4826873225e0b2a3f9f7b, serialNumber=0bb4de825653e96fc2c967712eeb2df096ba56f8d3a76c3059123f7de799b408, o=Personal, cn=HARSHINI BINOY PARIKH
Date: 2025.04.28 13:45:59 +05'30'

Harshini Binoy Parikh
Membership No.: A24652
Certificate of Practice No.: 27301
ICSI UDIN: A024652G000212268
Peer Review Number: 5889/2024

Place: Mumbai
Date: April 28, 2025

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

RJSY & ASSOCIATES.
COMPANY SECRETARY
207, 2ND Floor, Regent Chambers, 208, Jamnalal Bajaj Road, Nariman Point, Mumbai- 400 021. Tel.: 022 4344 0123

To,
The Members,
VIKAS TELECOM PRIVATE LIMITED

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

‘Annexure A’

(1) Maintenance of secretarial record is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.

(2) We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices we followed, provide a reasonable basis for our opinion.

(3) We have not verified the correctness and appropriateness of financial records and Books of Accounts of the company.

(4) Where ever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.

(5) The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedures on test basis.

(6) The Secretarial Audit report is neither an assurance as to the future viability of the company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

For RJSY & ASSOCIATES
Company Secretaries
Firm Registration No.: P2016MH057200

HARSHINI BINOY PARIKH

Digitally signed by HARSHINI BINOY PARIKH
DN: c=IN, st=Maharashtra,
2.5.4.20=fd8df7ef6cafbff15f8197b1acf926d73d5f01180afa06d801d6d603ae3e46c4,
postalCode=400067, street=Mumbai,
pseudonym=a5dc8f5233f4826873225e0b2a3f9f7b,
serialNumber=0bb4de825653e96fc2c967712eeb2df096ba56f8d3a76c3059123f7de799b408, o=Personal, cn=HARSHINI BINOY PARIKH
Date: 2025.04.28 13:46:28 +05'30'

Harshini Binoy Parikh
Membership No.: A24652
Certificate of Practice No.: 27301
ICSI UDIN: A024652G000212268
Peer Review Number: 5889/2024

Place: Mumbai
Date: April 28, 2025