

Business Standard

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How markets performed last week

	May 30	One-week	Local currency	% chg over Dec 31, '24	in US \$
Sensex	51,451	-0.3	4.2	4.3	
Nifty	24,751	-0.4	4.7	4.7	
Dow Jones	42,270	-1.6	-0.6	-0.6	
Nasdaq	19,114	-2.0	-1.0	-1.0	
Hong Kong	23,290	-1.3	16.1	15.0	
Nikkei	37,965	2.2	-4.8	3.9	
FTSE	8,772	0.6	7.3	15.4	
DAX	73,997	1.6	20.5	32.1	

*Change (%) with previous week Source: Bloomberg



Another 25-bp repo rate cut on the cards: BS poll



Leased every aircraft available, nothing left: Air India CEO



Rare earth supply drag puts India's EV makers on a six-week clock

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digitide

DIGITIDE SOLUTIONS LIMITED

Corporate Identity Number: U62099KA2024PLC184626

Registered and Corporate Office: 3/3/2, Bellandur Gate, Sarjapur Main Road, Bellandur, Bangalore, Karnataka, India, 560 103

Website: www.digitide.com; Email: corporatesecretarial@digitide.com; Tel: 080 6105 6001 Contact Person: Neeral Manchanda, Company Secretary and Compliance Officer

PUBLIC ANNOUNCEMENT FOR THE ATTENTION OF THE SHAREHOLDERS OF DIGITIDE SOLUTIONS LIMITED

Statutory Advertisement ("Advertisement") issued in compliance with para II(A)(5) of the Circular bearing No. SEBI/HO/CFD/POD-2/P/CIR/2023/93 dated June 20, 2023 ("SEBI Master Circular"), as amended, issued by Securities and Exchange Board of India ("SEBI") in relation to the relaxation under sub-rule (7) of Rule 19 of The Securities Contract (Regulation) Rules, 1957, as amended ("SCRR"), and the grant of permission by SEBI for the relaxation of the stipulations under Rule 19(2)(B) of SCRR.

About the Composite Scheme of Arrangement

The Composite Scheme of Arrangement amongst Quesq Corp Limited ("Quesq/ Demerged Company"), Digitide Solutions Limited ("Digitide / Company/ Resulting Company 1") and Bluspring Enterprises Limited ("Bluspring/ Resulting Company 2") and their respective shareholders and creditors ("Scheme") in accordance with the provisions of Sections 230 and 232 of the Companies Act, 2013 was approved by the Hon'ble National Company Law Tribunal, Bengaluru bench ("NCLT") vide its order dated March 04, 2025 and the certified copy of the same was received on March 17, 2025 ("Scheme"). Pursuant to the Scheme, the Demerged Undertaking 1 (as defined in the Scheme) of Quesq Corp Limited has been transferred and vested into our Company from the Appointed date of the Scheme, i.e., April 01, 2024. The Company filed an order of NCLT before the Registrar of Companies on March 31, 2025, to give effect to the abovesmentioned Scheme.

In accordance with the Scheme, on April 21, 2025, the Company allotted 148,949,413 equity shares of Rs. 10/- each to the shareholders of the Demerged Company as on the record date i.e. April 15, 2025, in the 'Share Entitlement Ratio' of every 1 equity share of face and paid-up value of Rs. 10/- each held in Quesq, the Company has allotted 1 equity share of face and paid-up value of Rs. 10/- each and the existing 10,000 equity shares of Rs. 10/- each, of the Company was cancelled.

The Company has made an application for listing of 148,949,413 equity shares to BSE Limited and National Stock Exchange Limited (together referred to as the "Stock Exchanges") on April 30, 2025 and has received In-Principle approval for listing of equity shares from the stock exchanges on May 16, 2025 and SEBI approval letter dated May 30, 2025, subject to compliance of pre-listing requirements.

In compliance with para II(A)(5) of the SEBI Master circular No. SEBI/HO/CFD/POD-2/P/CIR/2023/93 dated June 20, 2023, as amended from time to time, we hereby provide the following details:

- Name of the Company – Digitide Solutions Limited
- Address of the registered and corporate office – 3/3/2, Bellandur Gate, Sarjapur Main Road, Bellandur, Bangalore, Karnataka, India, 560 103
- Shareholding pattern giving details of its promoter group shareholding, group companies - pre and post scheme of Arrangement;

(a) Shareholding pattern of our Company prior to allotment of Equity Shares under the Composite Scheme of Arrangement is as under:

Shareholding pattern of the Company prior to allotment of Equity Shares under the Composite Scheme of Arrangement is as under:																		
Category (I)	Category of shareholder (II)	Number of shareholders (III)	Number of fully paid-up equity shares held (IV)	Number of partly paid-up equity shares held (V)	Number of shares underlying Depository Receipts (VI)	Total number of shares held (VII) = (IV)+(V)+(VI)	Shareholding as a % of total number of shares (calculated as per SCRR, 1957) (VIII) As a % of (A+B+C2)	Number of Voting Rights held in each class of securities (IX)			Number of shares Underlying Outstanding convertible securities (including Warrants) (X)	Shareholding, as a % assuming full conversion of convertible securities (as a percentage of diluted share capital) (XI) = (VII)+(X) As a % of (A+B+C2)	Number of Locked in shares (XII)		Number of Shares pledged or otherwise encumbered (XIII)		Number of equity shares held in dematerialized form (XIV)	
								Number of Voting Rights					Total as a % of (A+B+C)	Number (a)	As a % of total Shares held (b)	Number (a)		As a % of total Shares held (b)
								Class e.g.: Equity Shares	Class e.g.: Others	Total								
(A)	Promoters and Promoter Group	7	10,000	0	0	10,000	100	10,000	0	10,000	100	0	0	0	0	0	10,000	
(B)	Public	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	
(C)	Non Promoter- Non Public	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	
(C1)	Shares underlying depository receipts	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	
(C2)	Shares held by employee trusts	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	
Total (A+B+C)		7	10,000	0	0	10,000	100	10,000	0	10,000	100	0	0	0	0	0	10,000	
b) Shareholding pattern of the Company post allotment of Equity Shares under the Composite Scheme of Arrangement is as under:																		

(b) Shareholding pattern of the Company post allotment of Equity Shares under the Composite Scheme of Arrangement is as under:

Shareholding pattern of Equity shares as per the Composite Scheme of Arrangement is as under:																	
Category (I)	Category of shareholder (II)	Number of shareholders (III)	Number of fully paid-up equity shares held (IV)	Number of partly paid-up equity shares held (V)	Number of shares underlying Depository Receipts (VI)	Total number of shares held (VII) = (IV)+(V)+(VI)	Shareholding as a % of total number of shares (calculated as per SCRR, 1957) (VIII) As a % of (A+B+C2)	Number of Voting Rights held in each class of securities (IX)			Number of shares Underlying Outstanding convertible securities (including Warrants) (X)	Shareholding, as a % assuming full conversion of convertible securities (as a percentage of diluted share capital) (XI) = (VII)+(X) As a % of (A+B+C2)	Number of Locked in shares (XII)		Number of Shares pledged or otherwise encumbered (XIII)		Number of equity shares held in dematerialized form (XIV)
								Number of Voting Rights*					Number (a)	As a % of total Shares held (b)	Number (a)	As a % of total Shares held (b)	
								Class e.g.: Equity Shares	Class e.g.: Others	Total							
(A)	Promoters and Promoter Group	4	84,864,211	0	0	84,864,211	56.98	84,864,211	0	84,864,211	56.98	0	0	0	0	0	84,864,211
(B)	Public	120,145	64,085,202	0	0	64,085,202	43.02	64,085,202	0	64,085,202	43.02	0	0	0	0	0	64,085,202
(C)	Non Promoter- Non Public	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
(C1)	Shares underlying depository receipts	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
(C2)	Shares held by employee trusts	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Total (A+B+C)		120,149	148,949,413	0	0	148,949,413	100	148,949,413	0	148,949,413	100	0	0	0	0	0	148,949,413

Note: The above table includes shareholding on a consolidated basis, as per the PAN details of the shareholders.

Note: The above table includes shareholding on a consolidated basis, as per the PAN details of the shareholders.

- Names of its ten (10) largest shareholders (as on April 21, 2025) - number and percentage of shares held by each of them, their interest, if any:

S.No.	Name of the Shareholders	No of Equity Shares held	% of the total equity share capital
1	Fairbridge Capital (Mauritius) Limited*	50,853,455	34.14
2	Ajit Abraham Isaac*	17,898,832	12.02
3	Isaac Enterprises LLP*	15,365,824	10.32
4	Tata Mutual Fund - Tata Small Cap Fund	7,587,926	5.09
5	Ashish Dhawan	6,098,401	4.09
6	Tata Indian Opportunities Fund	4,200,000	2.82
7	Elissa Partners LLC	4,136,400	2.78
8	Union Childrens Fund	1,717,011	1.15
9	ICICI Prudential Life Insurance Company Limited	1,282,760	0.86
10	Vanguard Total International Stock Index Fund	982,424	0.66
TOTAL		110,121,033	73.93

*Such shareholders are part of the Promoter and Promoter Group of the Company.

(Note: For any other shareholding details please refer to the Information Memorandum available on the website of the Company: www.digitide.com)

- Details of Promoters - educational qualifications, experience, address:

The Promoters of our Company as on the date of this Information Memorandum are:

- Ajit Abraham Isaac; and
- Fairbridge Capital (Mauritius) Limited

a. Ajit Abraham Isaac

Ajit Abraham Isaac is one of the Promoters and is the Chairman and Non-Executive Director of the Company. He resides at 862B, 13th Main Road, 3rd Block, Kottamangla, Bengaluru 560 034. He holds a post graduate degree in Human Resource Management from Leeds University. Before being an entrepreneur in the year 2000, he has worked for several years in leadership roles in the private sector companies including Adecco India Private Limited, Infrastructure Development Finance Company Limited, Godrej and Boyce Limited. He is the founder of Quesq Corp Limited. He is holding director position on the board of Quesq Corp Limited, Bluspring Enterprises Limited, Childrens Heartlink India Foundation, Aldigi Tech Limited, Net Resources Investments Private Limited and Monster.com (India) Private Limited.

b. Fairbridge Capital (Mauritius) Limited

Fairbridge Capital (Mauritius) Limited, is one of the Promoters of the Company, with its registered office situated at Level 1, Maeva Tower, Silicon Avenue, CyberCity, Ebene 72201, Republic of Mauritius. The nature of business of Fairbridge Capital (Mauritius) Limited is an Investment Holding Company, primarily engaged in investment management and advisory services with a long-term, value-oriented approach, focusing on acquisitions and investments.

- Name and details of Board of Directors (experience including current / past position held in other firms)

Name, Current designation and DIN	Experience	Positions held in other Firms / Companies
Ajit Abraham Isaac (Chairman and Non-Executive Director) DIN: 00087168	Before being an entrepreneur in the year 2000, he worked for several years in leadership roles in the private sector companies including Adecco India Private Limited, Infrastructure Development Finance Company Limited, Godrej and Boyce Limited. He is the founder of Quesq Corp Limited.	Indian Companies 1. Bluspring Enterprises Limited 2. Childrens Heartlink India Foundation 3. Quesq Corp Limited 4. Aldigi Tech Limited 5. Net Resources Investments Private Limited 6. Monster.com (India) Private Limited Foreign Companies Nil
Gurmeet Singh Chahal (Chief Executive Officer and Executive Director) DIN: 10897957	He has more than 25 years of experience in Digital Global transformation. Before joining Digitide, he was the CEO of Global Technology Solutions (GTS) platform of Quesq Corp Limited. He also served as the SVP & Global Leader of Digital Transformation Services at Genpact Limited (New York), where he played a pivotal role in repositioning and scaling Digital Transformation Business.	Indian Companies Nil Foreign Companies 1. Quesq Corp (USA) Inc 2. Brainhunter Systems Limited 3. Mindwires Systems Limited 4. MFXchange Holdings Inc 5. MFXchange (USA) Inc 6. Aldigi Tech Inc., USA
Gopalakrishnan Soundarajan (Non-Executive Director) DIN: 05242795	He is the Managing Director at Hamblin Watsa Investment Counsel. Before joining Hamblin Watsa, Gopalakrishnan Soundarajan was the Chief Investment Officer at ICICI Lombard. He held such position for 18 years and was a member of the insurer's investment committee as well.	Indian Companies 1. Quesq Corp Limited 2. Go Digit General Insurance Limited 3. IIFL Finance Limited 4. Thomas Cook (India) Limited 5. Anchorage Infrastructure Investment Holdings Limited 6. Bangalore International Airport Limited 7. Bluspring Enterprises Limited 8. Go Digit Life Insurance Limited Foreign Companies 1. FII Private Investments Limited 2. FII Mauritius Investments Limited 3. 10955230 Canada Inc. 4. Fairfirst Insurance Limited 5. Hamblin Watsa Investment Counsel Ltd. 6. Primary Real Estate Investments 7. Fairfax India Holdings Corporation
Anish Thurtli (Non-Executive Director) DIN: 08713000	He has over 20 years of experience in investment management, mergers & acquisitions (M&A), and financial advisory. Prior to this, Mr. Anish spent over 13 years at KPMG India as a Partner in Deal Advisory, advising on more than 200 corporate M&A transactions and private equity investments.	Indian Companies 1. Bluspring Enterprises Limited 2. National Commodities Management Services 3. Anchorage Infrastructure Investment Holdings Limited Foreign Companies Nil
Ravathy Ashok (Non-Executive Independent Director) DIN: 00057539	She has the experience of serving as the Managing Director of Tishman Speyer India in the past and currently serves on the Board of leading listed companies. She is the co-founder of Strategy Garage, along with being an active mentor at the Indian Angel Network. She has held senior management positions in global corporations such as Syntel, Microland and Tyco Electronics.	Indian Companies 1. 360 One World Limited 2. Sansara Engineering Limited 3. Barbeque Nation Hospitality Limited 4. Quesq Corp Limited 5. Astrazena Pharma India Limited 6. 360 One Prime Limited 7. Manipalcoign Health Insurance Company Limited 8. Microland limited 9. 360 One Distribution Services Limited 10. Atena Informatics India Private Limited Foreign Companies Nil
Pankaj Vaish (Non-Executive Independent Director) DIN: 00367424	He is an experienced Director. He is a Board Director at many listed / unlisted companies. He is a Certified Independent Director. He served in various global leadership positions at Accenture	Indian Companies 1. Spice Money Limited 2. Digispace Technologies Limited 3. Xchange Solutions Limited Foreign Companies Nil
Sunil Ramakant Bhuralkar (Non-Executive Independent Director) DIN: 00177658	He was the Senior Audit Partner at S R Batliboi & Associates LLP, a member firm of EY in India. He has demonstrated expertise in auditing and assurance services. His leadership role, heading assurance for South India, and participation in the audit and firm's leadership team highlight his managerial prowess.	Indian Companies 1. ASA Corporate Catalyst India Private Limited 2. BiraNiu Limited Foreign Companies Nil
Robin Jili Thomashauer (Non-Executive Independent Director) DIN: 11032811	She is a proven executive with a strong record of leadership success in diverse healthcare environments including start-up, growth stage, not-for-profit and for-profit. She has board experience, including leadership roles in a wide range of organizations. She is the founder CEO of CAQH, Washington, DC, dedicated for alliance of health plans that serves as a catalyst for industry collaboration on initiatives that simplify the business of healthcare. Previously, she was associated with organisations like Pricewaterhousecoopers, Washington, DC, and Kaiser Permanente.	Indian Companies Nil Foreign Companies 1. JSSA of Greater Washington 2. Multicare Health System

- Details of change of name and/or object clause – There is no change in the name and/or object clause of the Company since the incorporation of the Company.
- Capital structure -

Pre-Composite Scheme of Arrangement

Details	Amount (Rs.)
Authorised Share Capital	
100,000 equity shares of Rs. 10/- each	1,000,000
Issued, Subscribed and Paid-up Share Capital	
10,000 equity shares of Rs. 10/- each fully paid up	100,000
Post-Composite Scheme of Arrangement:	
Details	Amount (Rs.)
Authorised Share Capital	
17,50,00,000 equity shares of Rs. 10/- each	1,750,000,000
Issued, Subscribed and Paid-up Share Capital	
14,89,49,413 equity shares of Rs. 10/- each fully paid up	1,48,94,94,130

The authorised share capital of Rs. 1,00,00,00,000 divided into 10,00,000 equity shares of Rs. 10/- each was increased to Rs. 1,75,00,00,000 divided into 17,50,00,000 equity shares of Rs. 10/- each pursuant to Clause 33.1 of the Scheme.

- Business Model / Business Overview and Strategy:

The Company is an artificial intelligence first digital transformation company driving responsible and trusted IT, digital and BPM solutions, with presence in both domestic (in India) and international markets (in the United States of America, Canada and Rest of the World). Our digital solutions encompass (i) Artificial Intelligence, data and analytics; (ii) tech and digital services; and (iii) Business Processes Management ("BPM"), offering cutting-edge and scalable technologies that drive business efficiency, enhance customer experience and grow customer revenue. Company focuses on enabling enterprise success through comprehensive digital transformation. With a global footprint across delivery and technology centres, we are committed to making a meaningful impact across industries. We support customers across a range of sectors including BFSI, fast growth tech (FGT), healthcare, automotive, manufacturing, retail, e-commerce, telecommunications and the public sector. Our market-leading platforms in insurance, CX, collections, HR and payroll, talent acquisition, and finance and accounting demonstrate our focus on delivering intelligent and tailored solutions to address diverse business challenges, empowering organizations to achieve their goals and drive sustainable growth. Set out below are our key business domains:

Business Domain	Particulars of services
AI, Data & Analytics	GenAI-based use cases, Advanced Analytics, Business Intelligence and Visualization, Data Modernization and related services
Business Process Management	Intelligent Customer Experience, Enhanced Employee Experience (HRO), Intelligent Finance & Accounting Services, AI-driven Tailored Industry Specific Operations including Collections for Banking and Financial Services sector
Technology and Digital	Digital Engineering, Enterprise Solutions, Infra and Cloud Services, and Cyber Security

BUSINESS STRATEGIES:

Growth, Core Verticals and Service Lines

We are implementing a comprehensive 3X strategy to drive growth and success, focusing on three pivotal moves: growth, core verticals, and service lines. This structured approach aims to enhance Digitide's capabilities, establish a strong market presence, and deliver exceptional value to its clients.

Capturing market opportunities

We are committed to global expansion in BPM services, particularly in high-demand regions, and will leverage market-specific expertise. We prioritize investments in up-skilling talent, fostering innovation, and emphasizing sales leadership and change management. To achieve growth aspirations, we will leverage core focus areas, pursue inorganic growth in select industry verticals and service lines, and prioritize strategic capital allocation, including profitability-driven investments, operational efficiencies, automation for cost efficiencies, and collaboration/co-investment opportunities with ecosystem partners.

Continue to leverage AI-focused technology

We benefit significantly from the growing global customer experience market by leveraging its AI-powered analytics and automation in contact centres to enhance customer engagement and efficiency. The accelerating adoption of cloud services presents another opportunity for Digitide to expand its offerings in cloud migration, infrastructure management, cybersecurity, and enterprise automation services. Additionally, the increasing demand for AI-driven solutions to foster innovation and personalise user experiences positions us to offer generative AI-driven application development, data engineering solutions, AI-powered virtual assistants, and automated document processing. Strengthening partnerships with global enterprises, particularly Fortune 1000 clients, also presents a strategic opportunity for us creating new AI-first offerings, and augmenting internal capabilities for operational efficiencies.

Leveraging industry tailwinds

The North American Tech & Digital Services market is also set for robust growth, with cloud infrastructure services remaining resilient despite scrutiny of IT spending. The Business Process Management (BPM) market in India is poised for significant growth, with an expected annual increase of 5-6% over the next few years. The BFSI sector, a major vertical, is set to evolve rapidly through AI-driven automation for customer experience, risk management, and fraud detection. The adoption of the Manufacturing and Automotive sectors are being transformed by AI-powered supply chain intelligence, ESG compliance will address rising digital fraud risks. Growth Tech (FGT) sector, particularly e-commerce and fintech, will see a surge in AI-driven outsourcing and hyper-personalized customer support. In North America, the BPM market is expected to grow at a faster rate of 7-8% annually. The BFSI sector will see moderate growth driven by mid-sized and regional banks, with a focus on AI-driven automation and cloud-based digital banking. The Healthcare sector will expand with AI-powered patient engagement and telehealth support, aiming to improve operational efficiency and personalized care. The FGT sector will continue to grow rapidly, with increased outsourcing for AI/ML model training and regulatory compliance.

- Reason for the Composite Scheme of Arrangement:

In order to strengthen the value proposition for customers, unlock significant long-term valuation and upside value creation for the shareholders (through focused management, clearer choices of capital allocation, etc.) and to provide investors, strategic partners, lenders and stakeholders the flexibility to participate in some or all of these distinct businesses, the Demerged Company proposes to re-organise and segregate its business portfolio in the manner contemplated under Composite Scheme, as detailed below:

- the transfer of Demerged Undertaking 1 (i.e., the undertaking engaged in Transferred Business 1 to Resulting Company 1); and
- the transfer of Demerged Undertaking 2 (i.e., the undertaking engaged in Transferred Business 2 to Resulting Company 2.)

The Composite Scheme was proposed to segregate Demerged Undertaking 1 from the Remaining Business of the Demerged Company and demerge it into Resulting Company 1. The Composite Scheme will ensure long-term value creation and is in the best interests of the Companies and their respective shareholders, employees, creditors and other stakeholders.

For details, please see the section on "Composite Scheme of Arrangement" on page 90 of the Information Memorandum.

- Restated Audited Financials for the previous three financial years prior to the date of listing – The Company is incorporated on February, 10, 2024. Therefore, the Company has prepared financials from the date of incorporation.
- Latest restated audited financials along with notes to accounts and any audit qualifications. (Financial statements should not be later than six months prior to the date of the listing):

Consolidated Balance Sheet	(Amount in Rs. millions)
ASSETS	As at 31 December 2024
Non-current assets	
Property, plant and equipment	1,541.69
Right-of-use assets	2,581.83
Capital work-in-progress	44.92
Goodwill	2,127.22
Other intangible assets	383.32
Intangible assets under development	24.83
Financial assets	
Investments	15.47
Other financial assets	440.87
Deferred tax assets (net)	404.26
Income tax assets (net)	183.72
Other non-current assets	284.89
Total non-current assets	8,033.02
Current assets	
Financial assets	
Investments	
Trade receivables	682.84
-Billed	
-Unbilled	3,687.64
Cash and cash equivalents	2,146.62
Bank balances other than cash and cash equivalents above	1,364.02
Loans	156.25
Other financial assets	5.88
Other current assets	172.56
Total current assets	203.60
Total assets	8,509.41
EQUITY AND LIABILITIES	
Equity	
Equity share capital	1,489.49
Other equity	6,874.44
Total equity attributable to equity holders of the Company	8,363.93
Non-controlling interests	763.40
Total equity	9,117.33
Liabilities	
Non-current liabilities	
Financial liabilities	
Borrowings	
Lease liabilities	52.27
Provisions	1,894.98
Total non-current liabilities	362.17
Total liabilities	2,309.42

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Current liabilities	
Financial liabilities	
Borrowings	561.92
Trade payables	391.49
Lease liabilities	1,001.75
Other financial liabilities	2,477.95
Current tax liabilities (net)	27.82
Provisions	134.78
Other current liabilities	519.78
Total current liabilities	5,115.58
Total liabilities	7,425.10
Total equity and liabilities	16,542.43

Restated Interim Consolidated Audited Statement of Profit & Loss for the period 10 February 2024 to 31 December 2024

Consolidated Statement of Profit and Loss		(Amount in Rs. millions)
For the period 10 February 2024 to 31 December 2024		
Revenue from operations		25,362.06
Other income		128.91
Total income		25,490.97
Expenses		
Cost of material and stores and spare parts consumed		14.30
Employee benefits expense		17,817.08
Finance costs		378.30
Depreciation and amortisation expense		1,719.82
Other expenses		3,622.01
Total expenses		23,551.51
Profit before exceptional items and tax		1,939.46
Exceptional items		(16.19)
Profit before tax		1,955.55
Tax (expense)/credit		
Current tax		(563.44)
Tax relating to earlier years		7.19
Deferred tax		(7.14)
Total tax expense		(563.39)
Profit for the period		1,392.26
Other comprehensive income		
Items that will not be reclassified subsequently to profit or loss		
Re-measurement losses on defined benefit plans		(24.26)
Income tax relating to items that will not be reclassified to profit or loss		4.91
Items that will be reclassified subsequently to profit or loss		
Foreign exchange differences on translating financial statements of foreign operations		47.46
Other comprehensive income for the period (net of tax)		28.11
Total comprehensive income for the period		1,420.37
Profit attributable to		
Owners of the Company/		
Non-controlling interests		1,221.81
Total profit for this period		1,70.45
Other comprehensive income attributable to		
Owners of the Company		26.29
Non-controlling interests		(0.18)
Total other comprehensive income for the period		26.11
Total comprehensive income attributable to:		
Owners of the Company		1,250.10
Non-controlling interests		170.27
Total comprehensive income for the period		1,420.37
Earnings per equity share (face value of Rs. 10.00 each)		
Basic (in Rs.)		8.20
Diluted (in Rs.)		8.12
Weighted average equity shares used in computing earnings per equity shares		
Basic		14,89,49,413
Diluted		15,04,00,616

Restated Interim Consolidated Audited Cash Flow Statement

Particulars		(Amount in Rs. millions)
For the period 10 February 2024 to 31 December 2024		
Cash flows from operating activities		
Profit for the period		1,392.26
Adjustments to reconcile net profit to net cash provided by operating activities:		
Tax expense		563.39
Interest on income tax refunds		(2.27)
Exceptional items		
- Gain on sale of business division net of transaction cost		(170.81)
- Gain on sale of customer contracts		(6.10)
- Demerger related expense		160.72
Interest income on term deposits		(44.82)
Profit on sale of property, plant and equipment, net		(5.41)
Bad debts written off		11.21
Employee stock option cost		10.32
Finance costs		378.30
Depreciation and amortisation expense		1,719.82
Net gain on financial assets-FVTPL		(21.65)
Expected credit allowance on financial assets		99.46
Foreign exchange gain, net		(17.92)
Operating profit before working capital changes		4,066.70
Changes in operating assets and liabilities		
Changes in trade receivables and unbilled revenue		(772.08)
Changes in loans, other financial assets and other assets		374.13
Changes in trade payables		(36.55)
Changes in other financial liabilities, other liabilities and provisions		(786.07)
Cash generated from operations		2,843.19
Income tax paid, net		(499.33)
Net cash flows from operating activities (A)		2,343.86
Cash flows from investing activities		
Expenditure on property, plant and equipment and intangibles		(289.90)
Proceeds from sale of property plant and equipment		5.42
Investments in mutual fund		(98.36)
Proceeds from sale of division of a subsidiary (Refer note 35.1 and 35.2)		227.20
Placement of bank deposits		(298.67)
Interest received on term deposits		(2.67)
Net cash used in investing activities (B)		(455.98)
Cash flows from financing activities		
Repayment of term loans		(872.14)
Proceeds from long term borrowings		34.69
Repayment of lease liabilities		(1,343.31)
Payment of dividend to non-controlling interest of subsidiary		(182.06)
Interest paid		(52.27)
Net cash used in financing activities (C)		(2,215.08)
Net increase/(decrease) in cash and cash equivalents (A+B+C)		(328.27)
Cash and cash equivalents at the beginning of this period		1,692.97
Effect of exchange rate fluctuations on cash and cash equivalents		(0.88)
Cash and cash equivalents at the end of this period (refer Note 13)		1,364.02

For the notes to the consolidated financial statements for the period from February 10 2024 to December 31 2024, see page 122 of the Information Memorandum.

Audit Qualifications

There have been no qualifications or adverse remarks by our Statutory Auditors in the Restated Consolidated Financial Statements.

For detailed Statutory Auditors' Report, see page 123 of the Information Memorandum.

13. Change in accounting policies in the last three years and their effect on profits and reserves:

There has been no change in the accounting policies of the Company since Incorporation.

14. Summary table of contingent liabilities as disclosed in the restated financial statements;

The details of the contingent liabilities (as per Ind AS 37 and Schedule III to the Companies Act, 2013) of our Company are set forth below:

Contingent liabilities*		(in Rs. millions)
As at December 31, 2024		
Direct Taxes		26.05
Indirect Taxes		-
Guarantees		-
Claims made by the parties not acknowledged as debts		-
Estimated amount of contracts remaining to be executed on capital account		49.70
Others		183.36
Total		259.11

*These details relate to the Company basis its Restated interim Consolidated Financial Statements as at December 31, 2024.

15. Summary table of related party transactions in last 3 years as disclosed in the restated financial statements-

Related Party		Nature of Relationship with Company		Particulars	For period from February 10, 2024 to December 31, 2024
Fairbridge Capital Private Limited		Entity controlled by promoters and promoter group		Revenue from operations	0.60
Quess Corp Limited		Entity controlled by promoters and promoter group		Revenue from operations	29.08
Terrier Security Services (India) Private Limited		Entity controlled by promoters and promoter group		Revenue from operations	1.14
Monster.com (India) Private Limited		Entity controlled by promoters and promoter group		Revenue from operations	6.62
Billion Careers Private Limited		Entity controlled by promoters and promoter group		Revenue from operations	3.64
Vedang Cellular Services Private Limited		Entity controlled by promoters and promoter group		Revenue from operations	2.87
Quess Corp NA LLC		Entity controlled by promoters and promoter group		Revenue from operations	3.81
Quesscorp Holdings Pte Ltd		Entity controlled by promoters and promoter group		Revenue from operations	17.21
Quessglobal (Malaysia) Sdn. Bhd.		Entity controlled by promoters and promoter group		Other Expenses	0.61
Quesscorp Lanka Private Limited		Entity controlled by promoters and promoter group		Other Expenses	0.13
Terrier Security Services (India) Private Limited		Entity controlled by promoters and promoter group		Other Expenses	92.42
Monster.com (India) Private Limited		Entity controlled by promoters and promoter group		Other Expenses	0.45
Quesscorp Manpower Supply Services LLC		Entity controlled by promoters and promoter group		Other Expenses	223.29
Bluspring Enterprises Limited		Entity controlled by promoters and promoter group		Other Expenses	23.56

16. Details of its other group companies including their capital structure and financial statements;

In accordance with the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 ("SEBI ICDR Regulations") and the applicable accounting standard, i.e., Ind AS 24 issued by the Institute of Chartered Accountants of India, the following are the Group Companies of the Company:

- Quess Corp Limited
- Quesscorp Holdings Pte Limited
- Terrier Security Services (India) Private Limited
- Vedang Cellular Services Private Limited
- Quesscorp Manpower Supply Services LLC
- Quesscorp Singapore Pte Ltd
- Billion Careers Private Limited
- Bluspring Enterprises Limited
- Monster.com (India) Private Limited
- Fairbridge Capital Private Limited
- Quess Corp NA LLC
- Quess Corp Lanka (Private) Limited
- Quessglobal (Malaysia) Sdn. Bhd.

Based on the above, our top 5 (five) Group Companies are set forth below:

1. Quess Corp Limited

Registered office

The registered office of Quess Corp Limited is situated at 3/3/2, Bellandur Gate, Sarjapur Main Road, Bengaluru - 560103. Its authorised capital is Rs. 3,93,85,00,000.

Shareholding Pattern

S. No.	Name of Shareholder	Number of equity shares of face value Rs.10 each	Percentage of equity share capital (%)
1	Promoter	84,864,211	56.98
2	Public	64,085,202	43.02
3	Shares underlying DRs	0.00	0.00
4	Shares held by Employee Trust	0.00	0.00
5	Non Promoter-Non Public	0.00	0.00
	Total	148,949,413	100

Financial Information

(in Rs. Million, except per share data)			
Particulars	FY 2023-24	FY 2022-23	FY 2021-22
Reserves	26,505	24,205	22,898
Sales	191,001	171,584	136,919
Profit after tax	2,804	2,229	2,510
Earnings per share	18.72	15.16	16.32
Diluted earnings per share	18.61	15.04	16.18
Net Asset Value	29,646	27,306	25,687

2. Quesscorp Singapore Pte Ltd

Registered office

The registered office of Quesscorp Singapore Pte Ltd is situated at 4 Robinson Road, #12-01 The House of Eden, Singapore 048 543.

Shareholding Pattern

S. No.	Name of Shareholder	Number of Ordinary shares	Percentage of equity share capital (%)
1	Quesscorp Holdings Pte Ltd	5,00,000	100
	Total	5,00,000	100

Financial Information

(in Rs. Million, except per share data)			
Particulars	FY 2023-24	FY 2022-23	FY 2021-22
Reserves	894.29	1,230.90	883.20
Sales	8,360.65	8,053.99	5,573.90
Profit after tax	434.59	474.61	314.91
Earnings per share	14.13	16.20	11.38
Diluted earnings per share	14.13	16.20	11.38
Net Asset Value	917.86	1,254.47	906.77

3. Terrier Security Services (India) Private Limited

Registered office

The registered office of Terrier Security Services (India) Private Limited is situated at 32/4, Old Bommanahalli, CMC Katha No. 299, Roopena Agrahara Village, Begur Hobli, Bommanahalli (Bangalore), Bangalore Rural, Bangalore South, Karnataka, India, 560 068. Its authorised capital is Rs. 2,00,00,000.

Shareholding Pattern

S. No.	Name of Shareholder	Number of equity shares of face value Rs.10 each	Percentage of equity share capital (%)
1	Bluspring Enterprises Limited	370,000	41.57
2	Terrier Employee Benefit Trust	520,000	58.43
	Total	8,90,000	100

Preference Shareholders:

S. No.	Name of Shareholder	Number of equity shares of face value Rs.10 each	Percentage of equity share capital (%)
1	Bluspring Enterprises Limited	111,000	100
	Total	111,000	100

Financial Information

(in Rs. Million, except per share data)			
Particulars	FY 2023-24	FY 2022-23	FY 2021-22
Reserves	359.50	325.10	198.96
Sales	5,838.61	5,743.18	4,578.54
Profit after tax	61.62	123.97	6.88
Earnings per share	69.23	139.28	13.64
Diluted earnings per share	30.61	61.98	3.44
Net Asset Value	368.40	334.00	207.86

4. Vedang Cellular Services Private Limited

Registered office

The registered office of Vedang Cellular Services Private Limited is situated at Unit No-2, 4th Floor, B Wing, Times Square, Andheri Kurla Road, Near Marol Naka Metro Station, Andheri East, Marol Naka, Mumbai, Maharashtra, India, 400 059. Its authorised capital is Rs. 25,00,000.

Shareholding Pattern

S. No.	Name of Shareholder	Number of equity shares of face value ₹10 each	Percentage of equity share capital (%)
1	Bluspring Enterprises Limited	176,591	96.98
2	Ashish Banarasiyal Kapoor	5,482	3.01
3	Ajit Abraham Isaac	10*	0.01*
	Total	182,083	100

*as nominee of Bluspring Enterprises Limited

Financial Information

(in Rs. Million, except per share data)			
Particulars	FY 2023-24	FY 2022-23	FY 2021-22
Reserves	522.23	350.88	209.47
Sales	2,256.15	1,648.73	1,024.60
Profit after tax	207.54	141.83	56.44
Earnings per share	1,138.16	778.96	309.98
Diluted earnings per share	1,138.16	778.96	309.98
Net Asset Value	524.05	352.70	211.29

5. Quesscorp Manpower Supply Services LLC

Registered office

The registered office of Quesscorp Manpower Supply Services LLC is situated at P O Box-111288, Dubai, United Arab Emirates.

Shareholding pattern

S. No.	Name of Shareholder	Number of equity shares	Percentage of equity share capital (%)
1.	Khadim Obaid Khadim Mohammed	270	90
2.	Laila Abdulkarim Ghulam Ali	30	10
	Total	300	100

Financial Information

(in Rs. Million, except per share data)			
Particulars	FY 2023-24	FY 2022-23	FY 2021-22
Reserves	466.89	415.97	403.81
Sales	1,804.92	1,553.11	1,544.89
Profit after tax	44.61	-25.64	233.14
Earnings per share	3,503.74	-211.98	38,433.52
Diluted earnings per share	3,503.74	-211.98	38,433.52
Net Asset Value	466.89	415.97	403.81

For further details on the group companies of the Company, please refer to the section "Our Promoter, Promoter Group and Group Companies" on page 113 of the Information Memorandum.

17. Internal Risk Factors (Minimum 5 and Maximum 10):

- a. Concentration of revenue/ margins with our key customers in specific industries- Our business is concentrated among relatively few significant customers operating in specific industries and therefore, Company could experience a reduction in results of operations, cash flows and liquidity, if the Company lose one or more of these customers or in case, the amount of business, obtained from them is reduced for any reason, including but not limited on account of any dispute or disqualification. While we believe we have maintained good long-term relationships with our customers, there can be no assurance that we will continue to have such long-term relationships with them.
- b. Uncertainties in the integration of Transferred Business 1 into a newly incorporated company - The Company was incorporated on February 10, 2024, and there may be a risk associated with the integration of Transferred Business 1 into a newly incorporated company, such as ours, whereby operations, results, profitability of the Company may be adversely impacted in case of any such reasons.
- c. Various government regulations, approvals, permits in the businesses and in the jurisdictions - The Company's operations, including collections, data processing, development, testing, marketing and sales activities, are subject to extensive laws and regulations in India and other countries. We are required to obtain and maintain several statutory and regulatory permits under central, state and local government rules in India and our inability or delay to obtain, maintain or renew our statutory and regulatory permits and approvals required in connection with our operations may adversely affect our business and operations.
- d. Retain and attract key qualified personnel - Our success depends on our ability to retain and attract key qualified personnel. It is required to ensure continuous training and skilling of technical staff on technological and operational advancements and a lack of advanced technical staff with latest techniques may hamper our operations or growth, in future.
- e. Industry needs regular innovation and technology upgrades- Success of the Company depends on our ability to innovate, and our business could be adversely affected if we fail to upgrade and adopt our services and solutions to evolving clients' requirements and keep up with the clients' expectations.
- f. New laws or other regulations and policies that could affect the business- The Government of India may implement new laws or other regulations and policies that could affect the business, which could lead to new compliance requirements, including requiring us to obtain additional approvals and licenses. Any such occurrence would adversely affect our business, financial condition and results of operations.

For further information on the risks applicable to us, please refer to the section titled "Risk Factors" on page 23 of the Information Memorandum.

18. Outstanding litigations and defaults of the transferee entity, promoters, directors or any of the group companies;

As on the date of the Information Memorandum, the Company, its Subsidiaries, its Promoters, its Group Entities and its Directors are involved in the following litigations:

Category of Individuals / Entities	Criminal proceedings	Tax proceedings	Statutory or regulatory proceedings	Disciplinary actions by SEBI or Stock Exchanges against our Promoters in the last five years, including outstanding action	Material civil litigation	Aggregate amount involved (Rs. In millions)
Company						
By the Company	Nil	Nil	Nil	Nil		
Against the Company	1	Nil	2	Nil	Nil	Nil
Directors						
By the Directors	Nil	Nil	Nil	Nil	Nil	Nil
Against the Directors	1	Nil	Nil	Nil	1	N.A.
Promoter						
By our Promoter	Nil	Nil	Nil	Nil	Nil	Nil
Against our Promoter	3	1	Nil	Nil	Nil	708.1
Subsidiaries						
By our Subsidiaries	Nil	2	Nil	Nil	Nil	N.A.
Against our Subsidiaries	Nil	12	1	Nil	1	183.2

For further information on the outstanding litigations and defaults of the Company, its Promoters, Directors, Subsidiaries and Group Entities, please refer to the section "Outstanding Litigations and Material Developments" under Section VII "Legal and Other Information" on page 198 of the Information Memorandum.

19. Regulatory Action, if any - disciplinary action taken by SEBI or Stock Exchanges against the Promoters in last 5 financial years - Nil

20. Brief details of outstanding criminal proceedings against the Promoters -

- (i) FIR has been lodged under section 409 of Indian Penal Code, 1860 by the U.P. Power Corporation Limited, Government of Uttar Pradesh against the promoter with the allegation of faulty meter reading by the meter readers deployed by the company (Service) at Alampah Balia region. Against the said FIR in the name of Ajit Isaac, criminal miscellaneous writ petitions were filed before the HC of Uttar Pradesh (Allahabad Bench) for quashing of abovementioned FIRs and the petitions were dismissed by the Allahabad Bench of HC of Uttar Pradesh. Against the above-mentioned dismissal of writ petitions, a Special Leave Petitions was filed before the Hon'ble Supreme Court of India and the Hon'ble Supreme Court stayed any further proceedings pursuant to FIRs vide its order dated May 17, 2023. This matter is currently pending.
- (ii) Labour Enforcement Officer has filed two cases, (Complaint Case No. 56(o)2023 and Complaint Case No. 291(o)2023) against Quess Corp Limited and Ajit Abraham Isaac before Chief Judicial Magistrate, Patna under sections 23 and 24 of the Contract Labour (Regulation and Abolition Act) 1970. The matter is currently pending.

For further information, refer section "Litigation Involving our Promoters" under Section VII "Legal and Other Information" on page 202 of the Information Memorandum.

21. Particulars of high, low and average prices of the shares of the listed transferor entity during the preceding three years-

High, low and average prices of equity shares of Quess Corp Limited during the preceding three years:

Fiscal Year

पंजाब एण्ड सिंध बैंक

7.90%

ऑफर सीमित समय के लिए
(अति बरिष्ठ नागरिकों के लिए)

375 दिन सावधि जमा

आइआरएस अधिकारी को रिश्वत के आरोप में सीबीआई ने गिरफ्तार किया

जनसत्ता ब्यूरो
नई दिल्ली, 1 जून।

केंद्रीय जांच ब्यूरो (सीबीआई) ने करदाता सेवा निदेशालय में तैनात अतिरिक्त महानिदेशक अमित कुमार सिंघल को 25 लाख रुपये की रिश्वत लेने के आरोप में गिरफ्तार किया है। उनके साथ एक अन्य व्यक्ति को भी पकड़ा गया है। सीबीआई का कहना है कि यह दूसरा व्यक्ति सिंघल की ओर से घुस लेते हुए पकड़ा गया है।

अधिकारियों ने रिश्वत को बताया कि भारतीय राजस्व सेवा (आइआरएस) के 2007 बैच के अधिकारी सिंघल ने कथित तौर पर कुल 45 लाख रुपये की रिश्वत मांगी थी। 25 लाख रुपये की पहली किस्त शनिवार को मोहाली स्थित उनके आवास पर पहुंचाई जा रही थी। रिश्वत मांगने के संबंध में शिकायत मिलने के बाद सीबीआई ने जाल बिछाया और हर्ष कोटक नाम के एक व्यक्ति को गिरफ्तार किया, जो सिंघल के मोहाली स्थित आवास पर उनकी ओर से कथित तौर पर रिश्वत ले रहा था।

सीबीआई के प्रवक्ता ने एक बयान में कहा कि रिश्वत मांगने के अलावा भ्रष्टाचार न करने की स्थिति में कानूनी कार्यवाई करने, भारी जुर्माना लगाने और उदाहरण के लिए धमकी भी दी गई थी। सिंघल को नई दिल्ली के वसंत कुंज स्थित उनके आवास से गिरफ्तार किया गया। दोनों आरोपियों को अब कोर्ट में पेश किया जाएगा। सीबीआई इस मामले में दिल्ली, पंजाब और मुंबई में कई स्थानों पर छापे मार रही है। सीबीआई ने कहा कि जांच अभी जारी है, आगे और खुलासे होने की संभावना है।

मप्र में प्रधानमंत्री के कार्यक्रम में अव्यवस्था दतिया के एसपी, चंबल के आइजी, डीआइजी में तीखी बहस; तबादला

जनसत्ता ब्यूरो
नई दिल्ली, 1 जून।

मध्यप्रदेश के मुख्यमंत्री मोहन यादव ने रविवार को कटनी एवं दतिया के पुलिस अधीक्षकों, चंबल रेंज के पुलिस महानिरीक्षक और पुलिस उपमहानिरीक्षक (डीआइजी) समेत चार आइपीएस अधिकारियों के तबादले का आदेश दिया। दरअसल, दो अलग-अलग मामलों में सरकार ने पाया कि अधिकारियों की कार्यशैली से सरकार की छवि खराब हो रही है और इसके कारण चारों अधिकारियों पर कार्यवाई करने के निर्देश दिए गए।

युद्ध के मुताबिक, प्रधानमंत्री नरेंद्र मोदी द्वारा भोपाल से आगामी माध्यम से दतिया हवाई अड्डे का लोकार्पण होना था। इस दौरान बड़ी संख्या में भाजपा कार्यकर्ताओं की भीड़ कार्यक्रम स्थल पर पहुंच गई, जिससे अव्यवस्था फैल गई। इसी दौरान सुरक्षा और कार्यक्रम प्रबंधन को लेकर एसपी, आइजी और डीआइजी के बीच तीखी

कश्मकश

सीडीएस ने एआइ संचालित युद्ध को लेकर चेताया

जनसत्ता ब्यूरो
नई दिल्ली, 1 जून।

प्रमुख रक्षा अध्यक्ष (सीडीएस) जनरल अनिल चौहान ने सिंगापुर में शांति-ला संवाद में कृत्रिम मेधा और हाइपरसोनिक संचालित भविष्य के युद्ध के तौर-तरीकों को चेताया और इसके लिए व्यापक तैयारी की जरूरत पर जोर दिया।

दूसरी ओर, आपरेशन सिंदूर में भारतीय लड़ाकू विमानों को मार गिराए जाने के बारे में उनके हाल के बयान को सिंगापुरी हंगामा जारी रहा। कांग्रेस ने इस मुद्दे पर संसद का विशेष सत्र बुलाए जाने की अपनी मांग दोहराई। कांग्रेस के अध्यक्ष मल्लिकार्जुन खरगे ने सरकार से कहा

गृह मंत्री अमित शाह ने कोलकाता में कहा वोट बैंक की खातिर आपरेशन सिंदूर का विरोध कर रही ममता

जनसत्ता ब्यूरो
नई दिल्ली, 1 जून।

केंद्रीय गृह मंत्री अमित शाह ने रविवार को कहा कि वोट बैंक के खातिर मुसलिमों को खुश करने के लिए पश्चिम बंगाल की मुख्यमंत्री ममता बनर्जी आपरेशन सिंदूर का विरोध कर रही हैं। ऐसा करके वह देश की माताओं और बहनों का भी अपमान कर रही हैं। साथ ही उन्होंने आरोप लगाया कि मुर्शिदाबाद में पिछले दिनों हुए दंगे 'राज्य प्रायोजित' थे।

अमित शाह ने कोलकाता में भाजपा के विजय संकल्प अभियान को संबोधित करते

हुए कहा कि कुछ दिन पहले पाकिस्तान प्रेरित आतंकियों ने जम्मू-कश्मीर के पहलगाम में निर्दोष नागरिकों की धर्म मठ छलकर उनके परिवारों के सामने हत्या कर दी। इन आतंकियों को सजा देने के लिए भारतीय सशस्त्र बलों ने आपरेशन सिंदूर चलाया। इस दौरान पाकिस्तान के अंदर घुसकर आतंकियों के ठिकानों को तबाह कर दिया गया। मगर, पश्चिम बंगाल की मुख्यमंत्री ममता बनर्जी आपरेशन सिंदूर का विरोध कर रही हैं। उन्होंने सवाल किया कि आतंकियों को मारे जाने पर मुख्यमंत्री को दर्द क्यों होता है। अमित शाह ने कहा कि सेना की कार्यवाई बाकी पेज 8 पर



अमित शाह ने आरोप लगाया कि मुर्शिदाबाद में हाल में हुए दंगे 'राज्य प्रायोजित' थे।

गैरकानूनी रूप से रह रहे बांग्लादेशी प्रवासियों के खिलाफ अभियान तेज असम में 'विदेशियों' पर कार्यवाई के बाद परिवार के सदस्य परेशान

जनसत्ता ब्यूरो
नई दिल्ली, 1 जून।

पूर देश में अवैध रूप से रह रहे बांग्लादेशी प्रवासियों के खिलाफ अभियान तेज हो गया है। विभिन्न राज्यों से ऐसे प्रवासियों को तलाश कर वापस भेजा जा रहा है। इस बीच, असम में कुछ ऐसे मामले सामने आए हैं, जिनमें कार्यवाई के बाद सीमा के इस पार रह रहे उनके परिवारों को काफी परेशानी उठानी पड़ी है। कई ऐसे लोगों के परिजन परेशान हैं। एक मामला तो ऐसा रहा है कि एक महिला को प्रवासी करार देकर बांग्लादेश भेजा गया, फिर प्रशासन को अपनी गलती पता चली तो उसकी वापसी के लिए अच्छी-खासी कवायद करनी पड़ी।

ऐसा ही मामला असम के गोलाघाट जिले में सामने आया। वहां की एक महिला को पुलिस ने हिरासत में लिया, सुरक्षा बलों द्वारा उसे बांग्लादेश की सीमा पर ले जाया गया, और सीमा पार करने को कहा गया - लेकिन अधिकारियों को एएसएस हुआ कि उसके मामले में कोई त्रुटि थी और वे उसे वापस ले आए। रहीमा बेगम (50) उन कई लोगों

असम के गोलाघाट जिले की एक महिला रहीमा बेगम (50) को पुलिस ने हिरासत में लिया, सुरक्षा बलों द्वारा उसे बांग्लादेश की सीमा पर ले जाया गया, और सीमा पार करने को कहा गया - लेकिन अधिकारियों को एएसएस हुआ कि उसके मामले में कोई त्रुटि थी और वे उसे वापस ले आए।

असम के बरोटा में 58 वर्षीय महिला को नागरिकता संश्लेषी दस्तावेजों के साथ पुलिस के सामने पेश होने का समन उनकी चार बेटियों के लिए दुःस्वप्न बन गया। लड़कियों का दावा है कि उन्हें उनकी मां के बारे में कोई जानकारी नहीं है और यह भी हो सकता है कि उन्हें बांग्लादेश भेज दिया गया हो।

ऐसा ही दावा 42 वर्षीय मानिकजान बेगम के परिवार का भी है। मानिकजान बेगम को नागरिकता दस्तावेजों के साथ दरंग जिले के बुला



रहीमा बेगम

पुलिस थाने बुलाया गया था। महिला के सबसे बड़े बेटे बरेक अली (22) ने बताया, 'हम इधर-उधर भटक रहे हैं, लेकिन अधिकारी हमें उनके बारे में कुछ नहीं बता रहे हैं... हमने उन्हें बांग्लादेश के एक आनलाइन वीडियो में अपनी आठ महीने की बहन के साथ देखा है।'

में से हैं, जिन्हें पिछले कुछ हफ्तों में असम में हिरासत में लिया गया है। उनके वकील के अनुसार, पिछले महीने एक विदेशी न्यायाधिकरण बाकी पेज 8 पर

शेख हसीना पर सामूहिक हत्या का मुकदमा चलेगा बांग्लादेश के अंतरराष्ट्रीय न्यायाधिकरण ने लिया संज्ञान

जनसत्ता ब्यूरो
नई दिल्ली, 1 जून।

बांग्लादेश की पूर्व प्रधानमंत्री शेख हसीना, पूर्व गृह मंत्री असदुज्जामा खान कमाल व एक शीर्ष पुलिस अधिकारी के खिलाफ सामूहिक हत्या व अन्य आरोपों के तहत मुकदमा चलेगा। बांग्लादेश के अंतरराष्ट्रीय अपराध न्यायाधिकरण (आईसीटी) ने रविवार को इन तीनों को पिछले वर्ष छात्रों के नेतृत्व वाले विरोध प्रदर्शनों को हिंसक रूप से दबाने में उनकी कथित भूमिका के लिए सामूहिक हत्या सहित कई अन्य आरोपों पर संज्ञान लिया।

न्यायाधिकरण ने हसीना और असदुज्जामा खान के खिलाफ नया गिरफ्तारी वारंट भी जारी किया है। बांग्लादेश के इतिहास में पहली बार न्यायाधिकरण को कार्यवाही का टेलीविजन पर सीधा प्रसारण किया गया।

अध्यक्षता में न्यायाधिकरण की तीन सदस्यीय पीठ ने इस मामले में सुनवाई के दौरान कहा, हम आरोपों को संज्ञान में लेते हैं। पीठ ने यह टिप्पणी तब की, जब अभियोजन पक्ष की



कार्यवाही का टेलीविजन पर सीधा प्रसारण किया गया।

अध्यक्षता में न्यायाधिकरण की तीन सदस्यीय पीठ ने इस मामले में सुनवाई के दौरान कहा, हम आरोपों को संज्ञान में लेते हैं। पीठ ने यह टिप्पणी तब की, जब अभियोजन पक्ष की

'ब्याज दर में तीसरी बार 0.25% कटौती कर सकता है आरबीआई'

जनसत्ता ब्यूरो
नई दिल्ली, 1 जून।

महंगाई के चार फीसद के औसत लक्ष्य से नीचे बने रहने के कारण, भारतीय रिजर्व बैंक (आरबीआई) ब्याज दर में शुक्रवार को लगातार तीसरी बार 0.25 फीसद की कटौती कर सकता है। इससे अमेरिका के आयात शुल्क बढ़ाने से उत्पन्न वैश्विक अनिश्चितता के बीच वृद्धि को बढ़ावा मिलेगा।

रिजर्व बैंक की दर-निर्धारण समिति मौद्रिक नीति समिति (एमपीसी) चार जून को अगली द्विमासिक मौद्रिक नीति पर विचार-विमर्श शुरू करेगी और छह जून (शुक्रवार) की निर्णय की घोषणा करेगी। आरबीआई ने फरवरी और अप्रैल में प्रमुख ब्याज दर (रेपो) में 0.25-0.25 फीसद की कटौती की, जिससे यह छह फीसद पर आ गई।

आरबीआई गवर्नर संजय मल्होत्रा की अध्यक्षता वाली छह सदस्यीय एमपीसी ने भी अपनी अप्रैल की नीति में रुख को 'तटस्थ' से बदलकर 'उदार' करने का फैसला किया। फरवरी, 2025 से नीतिगत रेपो दर में 0.50 फीसद की कटौती के जवाब में, अधिकांश बैंकों ने अपनी रेपो से

संबद्ध बाहरी बैंचपार्क आधारित उधार दरों (ईबीएनआर) और कोष-आधारित उधार दर की सीमांत लागत (एमसीएलआर) को कम कर दिया है।

बैंक आफ बड़ौदा के मुख्य अर्थशास्त्री मदन सवनवीस ने कहा कि हमारा मानना है कि महंगाई की अपेक्षाकृत स्थिर स्थितियों और आरबीआई के विभिन्न उपायों के माध्यम से तरलता की स्थिति को बहुत सहज बनाए जाने के कारण, एमपीसी छह जून को रेपो दर में 0.25 फीसद की कटौती करेगी वृद्धि और महंगाई, दोनों पर टिप्पणी महत्त्वपूर्ण होगी क्योंकि दोनों मापदंडों के लिए उनके पूर्वानुमानों में संशोधन की उम्मीद है। उन्होंने यह भी उम्मीद जताई कि आरबीआई इस बारे में विस्तृत विश्लेषण करेगा कि वैश्विक माहौल भारतीय अर्थव्यवस्था को किस तरह प्रभावित करेगा, यह देखते हुए कि अमेरिका द्वारा नई गई शुल्क राहत जुलाई में समाप्त हो जाएगी।

स्टेटिंग एजेंसी इका की मुख्य अर्थशास्त्री अश्विनी नायर ने कहा कि चालू वित्त वर्ष के बड़े हिस्से के लिए सीपीआई (उपभोक्ता मूल्य सूचकांक) महंगाई के चार फीसद तक रहने के अनुमान के साथ, एमपीसी द्वारा मौद्रिक ढील जारी रहने की संभावना है।

मनरेगा घोटाले में गुजरात के मंत्री का बेटा फिर गिरफ्तार

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नई दिल्ली, 1 जून।

गुजरात के पंचायत और कृषि राज्य मंत्री बच्चुभाई खांबड़ के बेटे बलवंत खांबड़ को मनरेगा से संबंधित मामले में रविवार को गिरफ्तार किया गया। उसे मनरेगा कार्य से जुड़े एक अन्य मामले में कुछ दिन पहले ही जमानत मिली थी। बलवंत और उसके भाई किरण खांबड़ को अप्रैल में उनके खिलाफ दर्ज पहली प्राथमिकी के मामले में 29 मई को जमानत दी गई थी।

पुलिस उपाधीक्षक जगदीशसिंह भंडारी ने बताया कि बलवंत को रविवार को गिरफ्तार किया गया जब दाहोद 'बी' संभाग पुलिस ने शनिवार को उसके खिलाफ एक नई प्राथमिकी दर्ज की। उन्होंने कहा कि 31 मई को दर्ज प्राथमिकी के अनुसार, खांबड़ की कंपनी को 2022-23 में दाहोद जिले के धनपुर तालुका के भागपुर गांव में मनरेगा के

तहत आर्बिट्ररी कार्य पूरा किए बिना 33.86 लाख रुपये का भुगतान प्राप्त हुआ था। अप्रैल के बाद से दाहोद पुलिस द्वारा दर्ज की गई यह तीसरी प्राथमिकी है, जब अधिकारियों को पता चला था कि विभिन्न एजेंसियों को भुगतान किया गया था, जबकि उन्होंने यह साबित नहीं की थी कि बलवंत ने उन राशियों के लिए उन्हें महात्मा गांधी राष्ट्रीय ग्रामीण योजना गारंटी अधिनियम (मनरेगा) के तहत ठेका दिया गया था।

दाहोद 'बी' संभाग पुलिस द्वारा 31 मई को दर्ज की गई प्राथमिकी के अनुसार, बलवंत खांबड़ की कंपनी 'श्री राज कंस्ट्रक्शन कंपनी, पिपेते' ने

मिलीभगत करके भागपुर गांव में मनरेगा परियोजना के लिए सामग्री की आपूर्ति किए बिना 33.86 लाख रुपये का भुगतान प्राप्त किया। इससे पहले 16 मई को बलवंत और किरण दोनों को धोखाधड़ी, जालसाजी और विश्वासघात के आरोप में गिरफ्तार किया गया था।



बलवंत खांबड़



अधिकारियों के बीच इस तरह का टकराव सरकार की छवि को धूमिल करने वाला माना गया। स्थिति की गंभीरता को देखते हुए मुख्यमंत्री मोहन यादव ने इस बर्ताव को खेदजनक बताते हुए चंबल के आइजी सुशांत सक्सेना, डीआइजी कुमार सौरभ और दतिया के एसपी वीरेंद्र मिश्रा को तत्काल प्रभाव से हटाने के निर्देश दिए।

बहस हो गई, जिसे लोगों ने सार्वजनिक रूप से देखा गया। अधिकारियों के बीच इस तरह का टकराव बाकी पेज 8 पर

आपरेसन सिंदूर को लेकर कांग्रेस ने संसद के विशेष सत्र की मांग दोहराई

सीडीएस ने एआइ संचालित युद्ध को लेकर चेताया

जनसत्ता ब्यूरो
नई दिल्ली, 1 जून।

प्रमुख रक्षा अध्यक्ष (सीडीएस) जनरल अनिल चौहान ने सिंगापुर में शांति-ला संवाद में कृत्रिम मेधा और हाइपरसोनिक संचालित भविष्य के युद्ध के तौर-तरीकों को चेताया और इसके लिए व्यापक तैयारी की जरूरत पर जोर दिया।

दूसरी ओर, आपरेशन सिंदूर में भारतीय लड़ाकू विमानों को मार गिराए जाने के बारे में उनके हाल के बयान को सिंगापुरी हंगामा जारी रहा। कांग्रेस ने इस मुद्दे पर संसद का विशेष सत्र बुलाए जाने की अपनी मांग दोहराई। कांग्रेस के अध्यक्ष मल्लिकार्जुन खरगे ने सरकार से कहा



सीडीएस जनरल अनिल चौहान

है और अब आमने-सामने की लड़ाई की नींव नहीं आ रही। उन्होंने कहा कि युद्ध में सैन्य, लंबी दूरी के हाइपरसोनिक हथियारों का इस्तेमाल बढ़ रहा है। युद्ध का मैदान अब कृत्रिम मेधा, मशीन लर्निंग, एलएलएम और क्वांटम तकनीक से संचालित हो रहा है। उन्होंने कहा कि ऐसे में उद्योग जगह की रक्षा क्षेत्र तकनीक से संचालित हो रहा है। उन्होंने कहा कि ऐसे में उद्योग जगह की रक्षा क्षेत्र तकनीक से संचालित हो रहा है। उन्होंने कहा कि ऐसे में उद्योग जगह की रक्षा क्षेत्र तकनीक से संचालित हो रहा है।

हालात होगा। दूसरी ओर, जनरल चौहान के कल के बयान को लेकर राजनीतिक गतिविधियां तेज रही, जिसमें उन्होंने माना था कि भारतीय लड़ाकू विमान गिरे। कांग्रेस नेता मल्लिकार्जुन खरगे ने इस मुद्दे पर प्रधानमंत्री नरेंद्र मोदी से बयान देने की मांग की और कहा कि रक्षा के युद्धों पर सरकार को चाहिए कि वह सभी को विश्वास में ले।

कांग्रेस महासचिव जयप्रकाश रमेश ने कहा कि प्रधानमंत्री या रक्षा मंत्री को सर्ववर्गीय बैठक में विपक्षी नेताओं को वह बताना चाहिए था कि जो जनरल चौहान ने सिंगापुर में कहा है। प्रमुख रक्षा अध्यक्ष जनरल अनिल चौहान ने आपरेशन सिंदूर पर कुछ महत्त्वपूर्ण बयान सिंगापुर में दिए हैं। बेहतर बाकी पेज 8 पर

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यूनियन होम
EWS / LIG / MIG के लिए लोन
शहरी एवं ग्रामीण क्षेत्रों के लिए

आर्थिक रूप से कमजोर वर्ग (EWS) / निम्न आय समूह (LIG) / मध्यम आय समूह (MIG) के लिए यूनियन होम लोन

- शून्य प्रसंस्करण शुल्क
- खाता लेनदेन के आधार पर आसान मूल्यांकन
- आकर्षक ब्याज दर (क्रेडिट स्कोर-आधारित)
- मरम्मत और नवीनीकरण के लिए भी लोन उपलब्ध है

नियम और शर्तें लागू

यहाँ स्कैन करें

अधिक जानकारी के लिए, अपने निकटतम यूनियन बैंक ऑफ इंडिया की शाखा/खुदरा प्रण केंद्र में आएँ।
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DIGITIDE SOLUTIONS LIMITED

Corporate Identity Number: U62099KA2024PLC184626

Registered and Corporate Office: 3/3/2, Bellandur Gate, Sarjapur Main Road, Bellandur, Bangalore, Karnataka, India, 560 103

Website: www.digitide.com; Email: corporatesecretariat@digitide.com; Tel: 080 6105 6001 Contact Person: Neeraj Manchanda, Company Secretary and Compliance Officer

PUBLIC ANNOUNCEMENT FOR THE ATTENTION OF THE SHAREHOLDERS OF DIGITIDE SOLUTIONS LIMITED

Statutory Advertisement ("Advertisement") issued in compliance with para II(A)(5) of the Circular bearing No. SEBI/HO/CFD/PoD-2/PIR/2023/93 dated June 20, 2023 ("SEBI Master Circular"), as amended, issued by Securities and Exchange Board of India ("SEBI") in relation to the relaxation under sub-rule (7) of Rule 19 of the Securities Contract (Regulation) Rules, 1957, as amended ("SCRR"), and the grant of permission by SEBI for the relaxation of the stipulations under Rule 19(2)(B) of SCRR.

About the Composite Scheme of Arrangement

The Composite Scheme of Arrangement amongst Ques Corp Limited ("Ques/ Demerged Company"), Digitide Solutions Limited ("Digitide / Company/ Resulting Company 1") and Bluspring Enterprises Limited ("Bluspring/ Resulting Company 2") and their respective shareholders and creditors ("Scheme") in accordance with the provisions of Sections 230 and 232 of the Companies Act, 2013 was approved by the Hon'ble National Company Law Tribunal, Bengaluru bench ("NCLT") vide its order dated March 04, 2025 and the certified copy of the same was received on March 17, 2025 ("Scheme"). Pursuant to the Scheme, the Demerged Undertaking 1 (as defined in the Scheme) of Ques Corp Limited has been transferred and vested into our Company from the Appointed date of the Scheme, i.e., April 01, 2024. The Company filed an order of NCLT before the Registrar of Companies on March 31, 2025, to give effect to the abovementioned Scheme.

In accordance with the Scheme, on April 21, 2025, the Company allotted 148,949,413 equity shares of Rs. 10/- each to the shareholders of the Demerged Company as on the record date i.e. April 15, 2025, in the "Share Entitlement Ratio" of every 1 equity share of face and paid-up value of Rs. 10/- each held in Ques, the Company has allotted 1 equity share of face and paid-up value of Rs. 10/- each and the existing 10,000 equity shares of Rs. 10/- each, of the Company was cancelled.

The Company has made an application for listing of 148,949,413 equity shares to BSE Limited and National Stock Exchange Limited (together referred to as the "Stock Exchanges") on April 30, 2025 and has received In-Principle approval for listing of equity shares from the stock exchanges on May 16, 2025 and SEBI approval letter dated May 30, 2025, subject to compliance of pre-listing requirements.

In compliance with para II(A)(5) of the SEBI Master circular No. SEBI/HO/CFD/PoD-2/PIR/2023/93 dated June 20, 2023, as amended from time to time, we hereby provide the following details:

- Name of the Company – Digitide Solutions Limited
- Address of the registered and corporate office – 3/3/2, Bellandur Gate, Sarjapur Main Road, Bellandur, Bangalore, Karnataka, India, 560 103

5. Shareholding pattern giving details of its promoter group shareholding, group companies - pre and post scheme of Arrangement;

(a) Shareholding pattern of our Company prior to allotment of Equity Shares under the Composite Scheme of Arrangement is as under:

Category (I)	Category of shareholder (II)	Number of shareholders (III)	Number of fully paid-up equity shares held (IV)	Number of partly paid-up equity shares held (V)	Number of shares underlying Depository Receipts (VI)	Total number of shares held (VII) = (IV)+(V)+(VI)	Shareholding as a % of total number of shares (calculated as per SCRR, 1957) (VIII) As a % of (A+B+C2)	Number of Voting Rights held in each class of securities (IX)			Number of shares Underlying Outstanding convertible securities (including Warrants) (X)	Shareholding, as a % assuming full conversion of convertible securities (as a percentage of diluted share capital) (XI) = (VII)+(X) As a % of (A+B+C2)	Number of Locked in shares (XII)		Number of Shares pledged or otherwise encumbered (XIII)		Number of equity shares held in dematerialized form (XIV)
								Class e.g.: Equity Shares	Class e.g.: Others	Total			Number (a)	As a % of total Shares held (a)	Number (b)	As a % of total Shares held (b)	
(A)	Promoters and Promoter Group	7	10,000	0	0	10,000	100	10,000	0	10,000	100	100	0	0	0	0	10,000
(B)	Public	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
(C)	Non Promoter- Non Public	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
(C1)	Shares underlying depository receipts	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
(C2)	Shares held by employee trusts	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Total (A+B+C)		7	10,000	0	0	10,000	100	10,000	0	10,000	100	100	0	0	0	0	10,000

(b) Shareholding pattern of the Company post allotment of Equity Shares under the Composite Scheme of Arrangement is as under:

Category (I)	Category of shareholder (II)	Number of shareholders (III)	Number of fully paid-up equity shares held (IV)	Number of partly paid-up equity shares held (V)	Number of shares underlying Depository Receipts (VI)	Total number of shares held (VII) = (IV)+(V)+(VI)	Shareholding as a % of total number of shares (calculated as per SCRR, 1957) (VIII) As a % of (A+B+C2)	Number of Voting Rights held in each class of securities (IX)			Number of shares Underlying Outstanding convertible securities (including Warrants) (X)	Shareholding, as a % assuming full conversion of convertible securities (as a percentage of diluted share capital) (XI) = (VII)+(X) As a % of (A+B+C2)	Number of Locked in shares (XII)		Number of Shares pledged or otherwise encumbered (XIII)		Number of equity shares held in dematerialized form (XIV)
								Class e.g.: Equity Shares	Class e.g.: Others	Total			Number (a)	As a % of total Shares held (a)	Number (b)	As a % of total Shares held (b)	
(A)	Promoters and Promoter Group	4	84,864,211	0	0	84,864,211	56.98	84,864,211	0	84,864,211	56.98	56.98	0	0	0	0	84,864,211
(B)	Public	120,145	64,085,202	0	0	64,085,202	43.02	64,085,202	0	64,085,202	43.02	43.02	0	0	0	0	64,085,202
(C)	Non Promoter- Non Public	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
(C1)	Shares underlying depository receipts	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
(C2)	Shares held by employee trusts	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Total (A+B+C)		120,149	148,949,413	0	0	148,949,413	100	148,949,413	0	148,949,413	100	100	0	0	0	0	148,949,413

Note: The above table includes shareholding on a consolidated basis, as per the PAN details of the shareholders.

6. Names of its ten (10) largest shareholders (as on April 21, 2025) - number and percentage of shares held by each of them, their interest, if any:

S. No.	Name of the Shareholders	No of Equity Shares held	% of the total equity share capital
1	Fairbridge Capital (Mauritius) Limited*	50,853,455	34.14
2	Ajit Abraham Isaac*	17,896,832	12.02
3	Isaac Enterprises LLP*	15,365,824	10.32
4	Tata Mutual Fund - Tata Small Cap Fund	7,587,926	5.09
5	Ashish Dhawan	6,099,401	4.09
6	Tata Indian Opportunities Fund	4,200,000	2.82
7	Elipsis Partners LLC	4,136,400	2.78
8	Union Childrens Fund	1,717,011	1.15
9	ICICI Prudential Life Insurance Company Limited	1,282,760	0.86
10	Vanguard Total International Stock Index Fund	982,424	0.66
TOTAL		110,121,033	73.93

*Such shareholders are part of the Promoter and Promoter Group of the Company.

(Note: For any other shareholding details please refer to the Information Memorandum available on the website of the Company: www.digitide.com)

7. Details of Promoters - educational qualifications, experience, address:

The Promoters of our Company as on the date of this Information Memorandum are:

- Ajit Abraham Isaac; and
- Fairbridge Capital (Mauritius) Limited

a. Ajit Abraham Isaac

Ajit Abraham Isaac is one of the Promoters and is the Chairman and Non-Executive Director of the Company. He resides at 852B, 13th Main Road, 3rd Block, Koramangala, Bengaluru 560 034. He holds a post graduate degree in Human Resource Management from Leeds University. Before being an entrepreneur in the year 2000, he has worked for several years in leadership roles in the private sector companies including Adecco India Private Limited, Infrastructure Development Finance Company Limited, Godrej and Boyce Limited. He is the founder of Ques Corp Limited. He is holding director position on the board of Ques Corp Limited, Bluspring Enterprises Limited, Childrens Heartlink India Foundation, Alkidgi Tech Limited, Net Resources Investments Private Limited and Monster.com (India) Private Limited.

b. Fairbridge Capital (Mauritius) Limited

Fairbridge Capital (Mauritius) Limited, is one of the Promoters of the Company, with its registered office situated at Level 1, Maeva Tower, Silicon Avenue, CyberCity, Ebene 72021, Republic of Mauritius. The nature of business of Fairbridge Capital (Mauritius) Limited is an Investment Holding Company, primarily engaged in investment management and advisory services with a long-term, value-oriented approach, focusing on acquisitions and investments.

8. Name and details of Board of Directors (experience including current / past position held in other firms)

Name, Current designation and DIN	Experience	Positions held in other Firms / Companies
Ajit Abraham Isaac (Chairman and Non-Executive Director) DIN: 00057168	Before being an entrepreneur in the year 2000, he worked for several years in leadership roles in the private sector companies including Adecco India Private Limited, Infrastructure Development Finance Company Limited, Godrej and Boyce Limited. He is the founder of Ques Corp Limited.	Indian Companies 1. Bluspring Enterprises Limited 2. Childrens Heartlink India Foundation 3. Ques Corp Limited 4. Alkidgi Tech Limited 5. Net Resources Investments Private Limited 6. Monster.com (India) Private Limited Foreign Companies Nil
Gurmeet Singh Chahal (Chief Executive Officer and Executive Director) DIN: 10997957	He has more than 25 years of experience in Digital Global transformation. Before joining Digitide, he was the CEO of Global Technology Solutions (GTS) platform of Ques Corp Limited. He also served as the SVP & Global Leader of Digital Transformation Services at Genpact Limited (New York), where he played a pivotal role in repositioning and scaling Digital Transformation Business.	Indian Companies Nil Foreign Companies 1. Ques Corp (USA) Inc 2. Brainhunter Systems Limited 3. Mindwire Systems Limited 4. MPXchange Holdings Inc 5. MPXchange (USA) Inc 6. Alkidgi Tech Inc, USA
Gopalakrishnan Soundarajan (Non-Executive Director) DIN: 00242795	He is the Managing Director at Hamblin Watsa Investment Counsel. Before joining Hamblin Watsa, Gopalakrishnan Soundarajan was the Chief Investment Officer at ICICI Lombard. He held such position for 18 years and was a member of the insurer's investment committee as well.	Indian Companies 1. Ques Corp Limited 2. Go Digital General Insurance Limited 3. IIFL Finance Limited 4. Thomas Cook (India) Limited 5. Anchorage Infrastructure Investment Holdings Limited 6. Bangalore International Airport Limited 7. Bluspring enterprises Limited 8. Go Digital Life Insurance Limited Foreign Companies 1. FIH Private Investments Limited 2. FIH Mauritius Investments Limited 3. 10855230 Canada Inc. 4. Fairfirst Insurance Limited 5. Hamblin Watsa Investment Counsel Ltd. 6. Primary Real Estate Investments 7. Fairfax India Holdings Corporation
Anish Thirthu (Non-Executive Director) DIN: 08713000	He has over 20 years of experience in investment management, mergers & acquisitions (M&A), and financial advisory. Prior to this, Mr. Anish spent over 13 years at KPMG India as a Partner in Deal Advisory, advising on more than 200 corporate M&A transactions and private equity investments.	Indian Companies 1. Bluspring Enterprises Limited 2. National Commodities Management Services 3. Anchorage Infrastructure Investment Holdings Limited Foreign Companies Nil
Hevalthy Ashok (Non-Executive Independent Director) DIN: 00057539	She has the experience of serving as the Managing Director of Tishman Speyer India in the past and currently serves on the Board of leading listed companies. She is the co-founder of Strategy Garage, along with being an active mentor at the Indian Angel Network. She has held senior management positions in global corporations such as Syntel, Microland and Tyco Electronics.	Indian Companies 1. 360 One Warm Limited 2. Sansera Engineering limited 3. Barbeque Nation Hospitality Limited 4. Ques Corp Limited 5. Astrazenca Pharma India Limited 6. 360 One Prime Limited 7. Manipaladina Health Insurance Company Limited 8. Microland limited 9. 360 One Distribution Services Limited 10. Atena Informatics India Private Limited Foreign Companies Nil
Pankaj Vaish (Non-Executive Independent Director) DIN: 00357424	He is an experienced Director. He is a Board Director at many listed / unlisted companies. He is a Certified Independent Director. He served in various global leadership positions at Accenture.	Indian Companies 1. Spice Money Limited 2. Digispace Technologies Limited 3. Xchanging Solutions Limited Foreign Companies Nil
Sunil Ramekanti Bhumalkar (Non-Executive Independent Director) DIN: 0017656	He was the Senior Audit Partner at S R Balliboi & Associates LLP, a member firm of EY in India. He has demonstrated expertise in auditing and assurance services. His leadership role, heading assurance for South India, and participation in the audit and firm's leadership team highlight his managerial prowess.	Indian Companies 1. ASA Corporate Catalyst India Private Limited 2. BirNaU Limited Foreign Companies Nil
Robin Jill Thomashauer (Non-Executive Independent Director) DIN: 11032811	She is a proven executive with a strong record of leadership success in diverse healthcare environments including start-up, growth stage, not-for-profit and for-profit. She has board experience, including leadership roles in a wide range of organizations. She is the founder CEO of CAQH, Washington, DC, dedicated for alliance of health plans that serves as a catalyst for industry collaboration on initiatives that simplify the business of healthcare. Previously, she was associated with organisations like Pricewaterhousecoopers, Washington, DC, and Kaiser Permanente.	Indian Companies Nil Foreign Companies 1. JSSA of Greater Washington 2. Multicare Health System

- Details of change of name and/or object clause – There is no change in the name and/or object clause of the Company since the incorporation of the Company.
- Capital structure -
Pre-Composite Scheme of Arrangement

Details	Amount (Rs.)
Authorised Share Capital	
100,000 equity shares of Rs. 10/- each	1,000,000
Issued, Subscribed and Paid-up Share Capital	
10,000 equity shares of Rs. 10/- each fully paid up	100,000

Post-Composite Scheme of Arrangement:

Details	Amount (Rs.)
Authorised Share Capital	
17,50,00,000 equity shares of Rs. 10/- each	1,750,000,000
Issued, Subscribed and Paid-up Share Capital	
14,89,49,413 equity shares of Rs. 10/- each fully paid up	1,489,494,130

The authorised share capital of Rs. 1,00,00,000 divided into 100,000 equity shares of Rs. 10/- each was increased to Rs. 1,750,00,000 divided into 175,00,000 equity shares of Rs. 10/- each pursuant to Clause 33.1 of the Scheme.

9. Business Model / Business Overview and Strategy:

The Company is an artificial intelligence first digital transformation company driving responsible and trusted IT, digital and BPM solutions, with presence in both domestic (in India) and international markets (in the United States of America, Canada and Rest of the World). Our digital solutions encompass (i) Artificial Intelligence, data and analytics; (ii) tech and digital services; and (iii) Business Processes Management ("BPM"), offering cutting-edge and scalable technologies that drive business efficiency, enhance customer experience and grow customer revenue. Company focuses on enabling enterprise success through comprehensive digital transformation. With a global footprint across delivery and technology centres, we are committed to making a meaningful impact across industries. We support customers across a range of sectors including BFSI, fast growth tech (FGT), healthcare, automotive, manufacturing, retail, e-commerce, telecommunications and the public sector. Our market-leading platforms in insurance, CX, collections, HR and payroll, talent acquisition, and finance and accounting demonstrate our focus on delivering intelligent and tailored solutions to address diverse business challenges, empowering organizations to achieve their goals and drive sustainable growth. Set out below are our key business domains:

Business Domain	Particulars of services
AI, Data & Analytics	GenAI-based use cases, Advanced Analytics, Business Intelligence and Visualization, Data Modernization and related services
Business Process Management	Intelligent Customer Experience, Enhanced Employee Experience (HRO), Intelligent Finance & Accounting Services, AI-driven Tailored Industry Specific Operations including Collections for Banking and Financial Services sector
Technology and Digital	Digital Engineering, Enterprise Solutions, Infra and Cloud Services, and Cyber Security

BUSINESS STRATEGIES:

Growth, Core Verticals and Service Lines

We are implementing a comprehensive 3X strategy to drive growth and success, focusing on three pivotal moves: growth, core verticals, and service lines. This structured approach aims to enhance Digitide's capabilities, establish a strong market presence, and deliver exceptional value to its clients.

Capturing market opportunities

We are committed to global expansion in BPM services, particularly in high-demand regions, and will leverage market-specific expertise. We prioritize investments in up-skilling talent, fostering innovation, and emphasizing sales leadership and change management. To achieve growth aspirations, we will leverage core focus areas, pursue inorganic growth in select industry verticals and service lines, and prioritize strategic capital allocations, including profitability-driven investments, operational efficiencies, automation for cost efficiencies, and collaboration/co-investment opportunities with ecosystem partners.

Continue to leverage AI-focused technology

We benefit significantly from the growing global customer experience market by leveraging its AI-powered analytics and automation in contact centres to enhance customer engagement and efficiency. The accelerating adoption of cloud services presents another opportunity for Digitide to expand its offerings in cloud migration, infrastructure management, cybersecurity, and enterprise automation services. Additionally, the increasing demand for AI-driven solutions to foster innovation and personalise user experiences, positions us to offer generative AI-driven application development, data engineering solutions, AI-powered virtual assistants, and automated document processing. Strengthening partnerships with global enterprises, particularly Fortune 1000 clients, also presents a strategic opportunity for us to expand its market presence both domestically and internationally. We plan to enhance its offerings by embedding AI and digital automation into existing services, creating new AI-first offerings, and augmenting internal capabilities for operational efficiencies.

Leveraging industry tailwinds

The North American Tech & Digital Services market is also set for robust growth, with cloud infrastructure services remaining resilient despite scrutiny of IT spending. The Business Process Management (BPM) market in India is poised for significant growth, with an expected annual increase of 5-6% over the next five years. The BFSI sector, a major vertical, is set to evolve rapidly through AI-driven automation for customer experience, risk management, and fraud detection. The adoption of cloud-based banking operations will enhance scalability, while a stronger emphasis on cybersecurity and regulatory compliance will address rising digital fraud risks. The Manufacturing and Automotive sectors are being transformed by AI-powered supply chain intelligence, ESG compliance, and Industry 4.0 innovations. The Fast Growth Tech (FGT) sector, particularly e-commerce and fintech, will see a surge in AI-driven outsourcing and hyper-personalized customer support. In North America, the BPM market is expected to grow at a faster rate of 7-8% annually. The BFSI sector will see moderate growth driven by mid-sized and regional banks, with a focus on AI-driven automation and cloud-based digital banking. The Healthcare sector will expand with AI-powered patient engagement and telehealth support, aiming to improve operational efficiency and personalized care. The FGT sector will continue to grow rapidly, with increased outsourcing for AI/ML model training and regulatory compliance.

10. Reason for the Composite Scheme of Arrangement:

In order to strengthen the value proposition for customers, unlock significant long-term valuation and upside value creation for the shareholders (through focused management, clearer choices of capital allocation, etc.) and to provide investors, strategic partners, lenders and stakeholders the flexibility to participate in some or all of these distinct businesses, the Demerged Company proposes to re-organise and segregate its business portfolio in the manner contemplated under Composite Scheme, as detailed below:

(i) the transfer of Demerged Undertaking 1 (i.e., the undertaking engaged in Transferred Business 1 to Resulting Company 1); and

(ii) the transfer of Demerged Undertaking 2 (i.e., the undertaking engaged in Transferred Business 2 to Resulting Company 2.)

The Composite Scheme was proposed to segregate Demerged Undertaking 1 from the Remaining Business of the Demerged Company and demerge it into Resulting Company 1. The Composite Scheme will ensure long-term value creation and is in the best interests of the Companies and their respective shareholders, employees, creditors and other stakeholders.

For details, please see the section on "Composite Scheme of Arrangement" on page 90 of the Information Memorandum.

11. Restated Audited Financials for the previous three financial years prior to the date of listing – The Company is incorporated on February, 10, 2024. Therefore, the Company has prepared financials from the date of incorporation.

12. Latest restated audited financials along with notes to accounts and any audit qualifications. (Financial statements should not be later than six months prior to the date of the listing):

Restated Interim Consolidated Audited Statement of Balance Sheet as at 31st December 2024

Consolidated Balance Sheet	(Amount in Rs. millions)
As at 31 December 2024	
ASSETS	
Non-current assets	
Property, plant and equipment	1,541.69
Right-of-use assets	2,581.83
Capital work-in-progress	44.92
Goodwill	2,127.22
Other intangible assets	383.32
Intangible assets under development	24.83
Financial assets	
Investments	15.47
Other financial assets	440.87
Deferred tax assets (net)	404.26
Income tax assets (net)	183.72
Other non-current assets	284.89
Total non-current assets	8,033.02
Current assets	
Financial assets	
Investments	682.84
Trade receivables	3,687.64
-Billed	2,148.82
-Unbilled	1,384.02
Cash and cash equivalents	156.25
Bank balances other than cash and cash equivalents above	5.88
Loans	172.56
Other financial assets	293.60
Other current assets	8,508.41
Total assets	16,541.43
EQUITY AND LIABILITIES	
Equity	
Equity share capital	1,489.49
Other equity	6,874.44
Total equity attributable to equity holders of the Company	8,363.93
Non-controlling interests	763.40
Total equity	9,127.33
Liabilities	
Non-current liabilities	
Financial liabilities	
Borrowings	52.27
Lease liabilities	1,894.96
Provisions	362.17
Total non-current liabilities	2,309.42

Continued on Next Page...

Continued from Previous Page

Current liabilities	
Financial liabilities	
Borrowings	561.62
Trade payables	391.49
Lease liabilities	1,001.75
Other financial liabilities	2,477.65
Current tax liabilities (net)	27.62
Provisions	134.97
Other current liabilities	518.78
Total current liabilities	5,115.68
Total liabilities	7,425.10
Total equity and liabilities	16,542.43

Restated Interim Consolidated Audited Statement of Profit & Loss for the period 10 February 2024 to 31 December 2024

Consolidated Statement of Profit and Loss		(Amount in Rs. millions)
For the period 10 February 2024 to 31 December 2024		
Income		
Revenue from operations		25,362.06
Other income		128.91
Total Income		25,490.97
Expenses		
Cost of material and stores and spare parts consumed		14.30
Employee benefits expense		17,817.08
Finance costs		378.30
Depreciation and amortisation expense		1,719.82
Other expenses		3,622.01
Total expenses		23,561.51
Profit before exceptional items and tax		1,939.46
Exceptional items		(16.19)
Profit before tax		1,955.65
Tax (expenses)/credit		
Current tax		(563.44)
Tax relating to earlier years		7.19
Deferred tax		(7.14)
Total tax expense		(563.39)
Profit for the period		1,392.26
Other comprehensive income		
<i>Items that will not be reclassified subsequently to profit or loss</i>		
Re-measurement losses on defined benefit plans		(24.26)
Income tax relating to items that will not be reclassified to profit or loss		4.91
<i>Items that will be reclassified subsequently to profit or loss</i>		
Foreign exchange differences on translating financial statements of foreign operations		47.46
Other comprehensive income for the period (net of tax)		28.11
Total comprehensive income for the period		1,420.37
Profit attributable to		
Owners of the Company		1,221.81
Non-controlling interests		170.45
Total profit for the period		1,392.26
Other comprehensive income attributable to		
Owners of the Company		28.29
Non-controlling interests		(0.18)
Total other comprehensive income for the period		28.11
Total comprehensive income attributable to:		
Owners of the Company		1,250.10
Non-controlling interests		170.27
Total comprehensive income for the period		1,420.37
Earnings per equity share (face value of Rs. 10.00 each)		
Basic (in Rs.)		8.20
Diluted (in Rs.)		8.12
Weighted average equity shares used in computing earnings per equity shares		
Basic		14,89,49,413
Diluted		15,04,00,616

Restated Interim Consolidated Audited Cash Flow Statement

Particulars		(Amount in Rs. millions)
For the period 10 February 2024 to 31 December 2024		
Cash flows from operating activities		
Profit for the period		1,392.26
Adjustments to reconcile net profit to net cash provided by operating activities:		
Tax expense		563.39
Interest on income tax refunds		(2.27)
Exceptional items		(170.81)
- Gain on sale of business division net of transaction cost		(6.10)
- Gain on sale of customer contracts		180.72
- Damages related expense		(44.62)
Interest income on term deposits		(5.41)
Profit on sale of property, plant and equipment, net		11.21
Bad debts written off		10.32
Employee stock option cost		378.30
Finance costs		1,719.82
Depreciation and amortisation expenses		(21.65)
Net gain on financial assets-FVTPL		96.46
Expected credit allowance on financial assets		(17.92)
Foreign exchange gain, net		4,066.70
Operating profit before working capital changes		4,066.70
Changes in operating assets and liabilities		
Changes in trade receivables and unbilled revenue		(772.08)
Changes in loans, other financial assets and other assets		374.13
Changes in trade payables		(39.55)
Changes in other financial liabilities, other liabilities and provisions		(766.07)
Cash generated from operations		2,843.13
Income tax paid, net		(499.33)
Net cash flows from operating activities (A)		2,343.80
Cash flows from investing activities		
Expenditure on property, plant and equipment and intangibles		(289.90)
Proceeds from sale of property plant and equipment		5.42
Investments in mutual fund		(98.36)
Proceeds from sale of division of a subsidiary (Refer note 35.1 and 35.2)		227.20
Placement of bank deposits		(268.67)
Interest received on term deposits		(2.67)
Net cash used in investing activities (B)		(458.98)
Cash flows from financing activities		
Repayment of term loans		(672.14)
Proceeds from long term borrowings		34.69
Repayment of lease liabilities		(1,343.31)
Payment of dividend to non-controlling interest of subsidiary		(182.06)
Interest paid		(52.27)
Net cash used in financing activities (C)		(2,215.09)
Net increase/(decrease) in cash and cash equivalents (A+B+C)		(328.27)
Cash and cash equivalents at the beginning of this period		1,692.97
Effect of exchange rate fluctuations on cash and cash equivalents		(0.58)
Cash and cash equivalents at the end of this period (refer Note 13)		1,364.02

For the notes to the consolidated financial statements for the period from February 10 2024 to December 31 2024, see page 122 of the Information Memorandum.

Audit Qualifications

There have been no qualifications or adverse remarks by our Statutory Auditors in the Restated Consolidated Financial Statements.

For detailed Statutory Auditors' Report, see page 123 of the Information Memorandum.

13. Change in accounting policies in the last three years and their effect on profits and reserves:

There has been no change in the accounting policies of the Company since incorporation.

14. Summary table of contingent liabilities as disclosed in the restated financial statements;

The details of the contingent liabilities (as per Ind AS 37 and Schedule III to the Companies Act, 2013) of our Company are set forth below:

Contingent liabilities*		As at December 31, 2024
Direct Taxes		28.05
Indirect Taxes		-
Guarantees		-
Claims made by the parties not acknowledged as debts		-
Estimated amount of contracts remaining to be executed on capital account		49.70
Others		183.36
Total		259.11

*These details relate to the Company based on its Restated interim Consolidated Financial Statements as at December 31, 2024.

15. Summary table of related party transactions in last 3 years as disclosed in the restated financial statements-

Related Party		Nature of Relationship with Company	Particulars	For period from February 10, 2024 to December 31, 2024
Fairbridge Capital Private Limited		Entity controlled by promoters and promoter group	Revenue from operations	0.60
Quess Corp Limited		Entity controlled by promoters and promoter group	Revenue from operations	29.06
Terrier Security Services (India) Private Limited		Entity controlled by promoters and promoter group	Revenue from operations	1.14
Monster.com (India) Private Limited		Entity controlled by promoters and promoter group	Revenue from operations	6.62
Billion Careers Private Limited		Entity controlled by promoters and promoter group	Revenue from operations	3.64
Vedang Cellular Services Private Limited		Entity controlled by promoters and promoter group	Revenue from operations	2.87
Quess Corp NA LLC		Entity controlled by promoters and promoter group	Revenue from operations	3.81
Quesscorp Holdings Pte Ltd		Entity controlled by promoters and promoter group	Revenue from operations	17.21
Quessglobal (Malaysia) Sdn. Bhd.		Entity controlled by promoters and promoter group	Other Expenses	0.61
Quesscorp Lanka Private Limited		Entity controlled by promoters and promoter group	Other Expenses	0.13
Terrier Security Services (India) Private Limited		Entity controlled by promoters and promoter group	Other Expenses	92.42
Monster.com (India) Private Limited		Entity controlled by promoters and promoter group	Other Expenses	0.45
Quesscorp Manpower Supply Services LLC		Entity controlled by promoters and promoter group	Other Expenses	223.29
Bluspring Enterprises Limited		Entity controlled by promoters and promoter group	Other Expenses	23.58

16. Details of its other group companies including their capital structure and financial statements;

In accordance with the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 ("SEBI ICDR Regulations") and the applicable accounting standard, i.e., Ind AS 24 issued by the Institute of Chartered Accountants of India, the following are the Group Companies of the Company:

- Quess Corp Limited
- Quesscorp Holdings Pte Limited
- Terrier Security Services (India) Private Limited
- Vedang Cellular Services Private Limited
- Quesscorp Manpower Supply Services LLC
- Quesscorp Singapore Pte Ltd
- Billion Careers Private Limited
- Bluspring Enterprises Limited
- Monster.com (India) Private Limited
- Fairbridge Capital Private Limited

Based on the above, our top 5 (five) Group Companies are set forth below:

1. Quess Corp Limited

Registered office

The registered office of Quess Corp Limited is situated at 3/32, Bellandur Gate, Sarjapur Main Road, Bengaluru - 560103. Its authorised capital is Rs. 3,93,85,00,000.

Shareholding Pattern

S. No.	Name of Shareholder	Number of equity shares of face value Rs.10 each	Percentage of equity share capital (%)
1	Promoter	84,864,211	56.98
2	Public	64,085,202	43.02
3	Shares underlying DRs	0.00	0.00
4	Shares held by Employee Trust	0.00	0.00
5	Non Promoter-Non Public	0.00	0.00
	Total	148,949,413	100

Financial Information

(In Rs. Million, except per share data)

Particulars	FY 2023-24	FY 2022-23	FY 2021-22
Reserves	26,505	24,205	22,898
Sales	191,001	171,584	136,918
Profit after tax	2,804	2,229	2,510
Earnings per share	18.72	15.16	16.32
Diluted earnings per share	18.61	15.04	16.18
Net Asset Value	29,646	27,308	25,587

2. Quesscorp Singapore Pte Ltd

Registered office

The registered office of Quesscorp Singapore Pte Ltd is situated at 4 Robinson Road, #12-01 The House of Eden, Singapore 049 543.

Shareholding Pattern

S. No.	Name of Shareholder	Number of Ordinary shares	Percentage of equity share capital (%)
1	Quesscorp Holdings Pte Ltd	5,00,000	100
	Total	5,00,000	100

Financial Information

(In Rs. Million, except per share data)

Particulars	FY 2023-24	FY 2022-23	FY 2021-22
Reserves	894.29	1,230.90	883.20
Sales	8,360.65	8,063.99	5,573.90
Profit after tax	434.59	474.61	314.91
Earnings per share	14.13	16.20	11.38
Diluted earnings per share	14.13	16.20	11.38
Net Asset Value	917.85	1,254.47	906.77

3. Terrier Security Services (India) Private Limited

Registered office

The registered office of Terrier Security Services (India) Private Limited is situated at 32/4, Old Bommanahalli, CMC Katha No. 299, Roopena Agrahara Village, Begur Hobli, Bommanahalli (Bangalore), Bangalore Rural, Bangalore South, Karnataka, India, 560 068. Its authorised capital is Rs. 2,00,00,000.

Shareholding Pattern

S. No.	Name of Shareholder	Number of equity shares of face value Rs.10 each	Percentage of equity share capital (%)
1	Bluspring Enterprises Limited	370,000	41.57
2	Terrier Employee Benefit Trust	520,000	58.43
	Total	8,90,000	100

Preference Shareholders:

S. No.	Name of Shareholder	Number of equity shares of face value Rs.10 each	Percentage of equity share capital (%)
1	Bluspring Enterprises Limited	111,600	100
	Total	111,600	100

Financial Information

(In Rs. Million, except per share data)

Particulars	FY 2023-24	FY 2022-23	FY 2021-22
Reserves	359.50	325.10	198.96
Sales	5,838.61	5,743.18	4,576.54
Profit after tax	61.62	123.57	6.88
Earnings per share	69.23	139.26	13.64
Diluted earnings per share	30.81	61.98	3.44
Net Asset Value	368.40	334.00	207.86

4. Vedang Cellular Services Private Limited

Registered office

The registered office of Vedang Cellular Services Private Limited is situated at Unit No-2, 4th Floor, B Wing, Times Square, Andheri Kurla Road, Near Marol Naka Metro Station, Andheri East, Marol Naka, Mumbai, Mumbai, Maharashtra, India, 400 059. Its authorised capital is Rs. 25,00,000.

Shareholding Pattern

S. No.	Name of Shareholder	Number of equity shares of face value ₹10 each	Percentage of equity share capital (%)
1	Bluspring Enterprises Limited	176,591	96.98
2	Ashish Banarasi Lal Kapoor	5,482	3.01
3	Ajit Abraham Isaac	10*	0.01*
	Total	182,083	100

*as nominee of Bluspring Enterprises Limited

Financial Information

(In Rs. Million, except per share data)

Particulars	FY 2023-24	FY 2022-23	FY 2021-22
Reserves	522.23	350.88	209.47
Sales	2,256.15	1,648.73	1,021.60
Profit after tax	207.54	141.83	56.44
Earnings per share	1,138.16	778.96	309.98
Diluted earnings per share	1,138.16	778.96	309.98
Net Asset Value	524.05	352.70	211.29

5. Quesscorp Manpower Supply Services LLC

Registered office

The registered office of Quesscorp Manpower Supply Services LLC is situated at P O Box-111288, Dubai, United Arab Emirates.

Shareholding pattern

S. No.	Name of Shareholder	Number of equity shares	Percentage of equity share capital (%)
1.	Khadim Qasim Mohammed	270	90
2.	Laila Abdulkarim Ghulam Ali	30	10
	Total	300	100

Financial Information

(In Rs. Million, except per share data)

Particulars	FY 2023-24	FY 2022-23	FY 2021-22
Reserves	466.89	415.97	403.61
Sales	1,804.92	1,553.11	1,544.89
Profit after tax	44.61	-25.64	233.14
Earnings per share	3,503.74	-211.98	38,433.52
Diluted earnings per share	3,503.74	-211.98	38,433.52
Net Asset Value	466.89	415.97	403.61

For further details on the group companies of the Company, please refer to the section "Our Promoter, Promoter Group and Group Companies" on page 113 of the Information Memorandum.

17. Internal Risk Factors (Minimum 5 and Maximum 10);

- a. **Concentration of revenue/ margins with our key customers in specific industries-** Our business is concentrated among relatively few significant customers operating in specific industries and therefore, Company could experience a reduction in results of operations, cash flows and liquidity, if the Company loses one or more of these customers or in case, the amount of business, obtained from them is reduced for any reason, including but not limited to account of any dispute or disqualification. While we believe we have maintained good long-term relationships with our customers, there can be no assurance that we will continue to have such long-term relationships with them.
- b. **Uncertainties in the integration of Transferred Business 1 into a newly incorporated company -** The Company was incorporated on February 10, 2024 and there may be a risk associated with the integration of Transferred Business 1 into a newly incorporated company, such as ours, thereby operations, results, profitability of the Company may be adversely impacted in case of any such reasons.
- c. **Various government regulations, approvals, permits in the businesses and in the jurisdictions -** The Company's operations, including collections, data processing, development, testing, marketing and sales activities, are subject to extensive laws and regulations in India and other countries. We are required to obtain and maintain several statutory and regulatory permits under central, state and local government rules in India and our inability or delay to obtain, maintain or renew our statutory and regulatory permits and approvals required in connection with our operations may adversely affect our business and operations.
- d. **Retain and attract key qualified personnel -** Our success depends on our ability to retain and attract key qualified personnel. It is required to ensure continuous training and skilling of technical staff on technological and operational advancements and a lack of advanced technical staff with latest techniques may hamper our operations or growth, in future.
- e. **Industry needs regular innovation and technology upgrades-** Success of the Company depends on our ability to innovate, and our business could be adversely affected if we fail to upgrade and adopt our services and solutions to evolving clients' requirements and keep up with the clients' expectations.
- f. **New laws or other regulations and policies that could affect the business-** The Government of India may implement new laws or other regulations and policies that could affect the business, which could lead to new compliance requirements, including requiring us to obtain additional approvals and licenses. Any such occurrence would adversely affect our business, financial condition and results of operations.

For further information on the risks applicable to us, please refer to the section titled "Risk Factors" on page 23 of the Information Memorandum.

18. Outstanding litigations and defaults of the transferee entity, promoters, directors or any of the group companies;

As on the date of the Information Memorandum, the Company, its Subsidiaries, its Promoters, its Group Entities and its Directors are involved in the following litigations:

Category of Individuals / entities	Criminal proceedings	Tax proceedings	Statutory or regulatory proceedings	Disciplinary actions by SEBI or Stock Exchanges against our Promoters in the last five years, including outstanding action	Material civil litigation	Aggregate amount involved (Rs. in millions)
Company						
By the Company	Nil	Nil	Nil	Nil	Nil	Nil
Against the Company	1	Nil	2	Nil	Nil	115.6
Directors						
By the Directors	Nil	Nil	Nil	Nil	Nil	Nil
Against the Directors	1	Nil	Nil	Nil	1	N.A
Promoter						
By our Promoter	Nil	Nil	Nil	Nil	Nil	Nil
Against our Promoter	3	1	Nil	Nil	Nil	706.1
Subsidiaries						
By our Subsidiaries	Nil	2	Nil	Nil	Nil	N.A
Against our Subsidiaries	Nil	12	1	Nil	1	183.2

For further information on the outstanding litigations and defaults of the Company, its Promoters, Directors, Subsidiaries and Group Entities, please refer to the section "Outstanding Litigations and Material Developments" under Section VII "Legal and Other Information" on page 198 of the Information Memorandum.

19. Regulatory Action, if any - disciplinary action taken by SEBI or Stock Exchanges against the Promoters in last 5 financial years - Nil**20. Brief details of outstanding criminal proceedings against the Promoters -**

- (i) FIR has been lodged under section 409 of Indian Penal Code, 1860 by the U.P. Power Corporation Limited, Government of Uttar

THIS IS A PUBLIC ANNOUNCEMENT IN COMPLIANCE WITH SEBI CIRCULARS ONLY AND DOES NOT CONSTITUTE AN INVITATION OR OFFER TO ACQUIRE, PURCHASE OR SUBSCRIBE TO SECURITIES NOR IT IS A PROSPECTUS ANNOUNCEMENT

digitide

DIGITIDE SOLUTIONS LIMITED

Corporate Identity Number: U62099KA2024PLC184626

Registered and Corporate Office: 3/3/2, Bellandur Gate, Sarjapur Main Road, Bellandur, Bangalore, Karnataka, India, 560 103

Website: www.digitide.com; Email: corporatesecretarial@digitide.com; Tel: 080 6105 6001 Contact Person: Neeraj Manchanda, Company Secretary and Compliance Officer

PUBLIC ANNOUNCEMENT FOR THE ATTENTION OF THE SHAREHOLDERS OF DIGITIDE SOLUTIONS LIMITED

Statutory Advertisement ("Advertisement") Issued in compliance with para II(A)(5) of the Circular bearing No. SEBI/HO/CFD/PoD-2/P/Cir/2023/93 dated June 20, 2023 ("SEBI Master Circular"), as amended, issued by Securities and Exchange Board of India ("SEBI") in relation to the relaxation under sub-rule (7) of Rule 19 of The Securities Contract (Regulation) Rules, 1957, as amended ("SCRR"), and the grant of permission by SEBI for the relaxation of the stipulations under Rule 19(2)(B) of SCRR.

About the Composite Scheme of Arrangement

The Composite Scheme of Arrangement amongst Quess Corp Limited ("Quess/ Demerged Company"), Digitide Solutions Limited ("Digitide / Company/ Resulting Company 1") and Bluepring Enterprises Limited ("Bluepring/ Resulting Company 2") and their respective shareholders and creditors ("Scheme") in accordance with the provisions of Sections 230 and 232 of the Companies Act, 2013 was approved by the Hon'ble National Company Law Tribunal, Bengaluru bench ("NCLT") vide its order dated March 04, 2025 and the certified copy of the same was received on March 17, 2025 ("Scheme"). Pursuant to the Scheme, the Demerged Undertaking 1 (as defined in the Scheme) of Quess Corp Limited has been transferred and vested into our Company from the Appointed date of the Scheme, i.e., April 01, 2024. The Company filed an order of NCLT before the Registrar of Companies on March 31, 2025, to give effect to the abovementioned Scheme.

In accordance with the Scheme, on April 21, 2025, the Company allotted 148,949,413 equity shares of Rs. 10/- each to the shareholders of the Demerged Company as on the record date i.e April 15, 2025, in the "Share Entitlement Ratio" of every 1 equity share of face and paid-up value of Rs. 10/- each held in Quess, the Company has allotted 1 equity share of face and paid-up value of Rs. 10/- each and the existing 10,000 equity shares of Rs. 10/- each, of the Company was cancelled.

The Company has made an application for listing of 148,949,413 equity shares to BSE Limited and National Stock Exchange Limited (together referred to as the "Stock Exchanges") on April 30, 2025 and has received In-Principle approval for listing of equity shares from the stock exchanges on May 16, 2025 and SEBI approval letter dated May 30, 2025, subject to compliance of pre-listing requirements.

In compliance with para II(A)(5) of the SEBI Master circular No. SEBI/HO/CFD/PoD-2/P/Cir/2023/93 dated June 20, 2023, as amended from time to time, we hereby provide the following details:

- Name of the Company – Digitide Solutions Limited
- Address of the registered and corporate office – 3/3/2, Bellandur Gate, Sarjapur Main Road, Bellandur, Bangalore, Karnataka, India, 560 103

- Shareholding pattern giving details of its promoter group shareholding, group companies - pre and post scheme of Arrangement;
 - Shareholding pattern of our Company prior to allotment of Equity Shares under the Composite Scheme of Arrangement is as under:

Category (I)	Category of shareholder (II)	Number of shareholders (III)	Number of fully paid-up equity shares held (IV)	Number of partly paid-up equity shares held (V)	Number of shares underlying Depository Receipts (VI)	Total number of shares held (VII) = (IV)+(V)+(VI)	Shareholding as a % of total number of shares (calculated as per SCRR, 1957) (VIII) As a % of (A+B+C2)	Number of Voting Rights held in each class of securities (IX)				Number of shares Underlying Outstanding convertible securities (including Warrants) (X)	Shareholding, as a % assuming full conversion of convertible securities (as a percentage of diluted share capital) (XI)= (VII)+(X) As a % of (A+B+C2)	Number of Locked In shares (XII)		Number of Shares pledged or otherwise encumbered (XIII)		Number of equity shares held in dematerialized form (XIV)
								Number of Voting Rights						Number (a)	As a % of total Shares held (b)	Number (a)	As a % of total Shares held (b)	
								Class e.g.: Equity Shares	Class e.g.: Others	Total	Total as a % of (A+B+C)							
(A)	Promoters and Promoter Group	7	10,000	0	0	10,000	100	10,000	0	10,000	100	0	0	0	0	0	0	10,000
(B)	Public	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
(C)	Non Promoter- Non Public	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
(C1)	Shares underlying depository receipts	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
(C2)	Shares held by employee trusts	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Total (A+B+C)		7	10,000	0	0	10,000	100	10,000	0	10,000	100	0	0	0	0	0	0	10,000

(b) Shareholding pattern of the Company post allotment of Equity Shares under the Composite Scheme of Arrangement is as under:

Category (I)	Category of shareholder (II)	Number of shareholders (III)	Number of fully paid-up equity shares held (IV)	Number of partly paid-up equity shares held (V)	Number of shares underlying Depository Receipts (VI)	Total number of shares held (VII) = (IV)+(V)+(VI)	Shareholding as a % of total number of shares (calculated as per SCRR, 1957) (VIII) As a % of (A+B+C2)	Number of Voting Rights held in each class of securities (IX)			Number of shares Underlying Outstanding convertible securities (including Warrants) (X)	Shareholding, as a % assuming full conversion of convertible securities (as a percentage of diluted share capital) (XI)= (VII)+(X) As a % of (A+B+C2)	Number of Locked In shares# (XII)		Number of Shares pledged or otherwise encumbered (XIII)		Number of equity shares held in dematerialized form (XIV)	
								Number of Voting Rights*					Number (a)	As a % of total Shares held (b)	Number (a)	As a % of total Shares held (b)		
								Class e.g.: Equity Shares	Class e.g.: Others	Total								
(A)	Promoters and Promoter Group	4	84,864,211	0	0	84,864,211	56.98	84,864,211	0	84,864,211	56.98	0	0	0	0	0	84,864,211	
(B)	Public	120,145	64,085,202	0	0	64,085,202	43.02	64,085,202	0	64,085,202	43.02	0	0	0	0	0	64,085,202	
(C)	Non Promoter- Non Public	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	
(C1)	Shares underlying depository receipts	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	
(C2)	Shares held by employee trusts	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	
	Total (A+B+C)	120,149	148,949,413	0	0	148,949,413	100	148,949,413	0	148,949,413	100	0	0	0	0	0	148,949,413	

Note: The above table includes shareholding on a consolidated basis, as per the PAN details of the shareholders.

- Names of its ten (10) largest shareholders (as on April 21, 2025) - number and percentage of shares held by each of them, their interest, if any:

S.No.	Name of the Shareholders	No of Equity Shares held	% of the total equity share capital
1	Fairbridge Capital (Mauritius) Limited*	50,653,455	34.14
2	Ajit Abraham Isaac*	17,896,632	12.02
3	Isaac Enterprises LLP*	15,365,624	10.32
4	Tata Mutual Fund - Tata Small Cap Fund	7,587,926	5.09
5	Aashish Dhanwan	6,098,401	4.09
6	Tata Indian Opportunities Fund	4,200,000	2.82
7	Elipalle Partners LLC	4,136,400	2.78
8	Union Childrens Fund	1,717,011	1.15
9	ICI Prudential Life Insurance Company Limited	1,282,760	0.86
10	Vanguard Total International Stock Index Fund	982,424	0.66
TOTAL		110,121,033	73.93

*Such shareholders are part of the Promoter and Promoter Group of the Company.

(Note: For any other shareholding details please refer to the Information Memorandum available on the website of the Company: www.digitide.com)

- Details of Promoters - educational qualifications, experience, address:

The Promoters of our Company as on the date of this Information Memorandum are:

- Ajit Abraham Isaac; and

- Fairbridge Capital (Mauritius) Limited

- Ajit Abraham Isaac

Ajit Abraham Isaac is one of the Promoters and is the Chairman and Non-Executive Director of the Company. He resides at 862B, 13th Main Road, 3rd Block, Koramangala, Bengaluru 560 034. He holds a Post graduate degree in Human Resource Management from Leeds University. Before being an entrepreneur in the year 2000, he has worked for several years in leadership roles in the private sector companies including Adecco India Private Limited, Infrastructure Development Finance Company Limited, Godrej and Boyce Limited. He is the founder of Quess Corp Limited. He is holding director position on the board of Quess Corp Limited, Bluepring Enterprises Limited, Childrens Heartlink India Foundation, Aldigi Tech Limited, Net Resources Investments Private Limited and Monster.com (India) Private Limited.

- Fairbridge Capital (Mauritius) Limited

Fairbridge Capital (Mauritius) Limited, is one of the Promoters of the Company, with its registered office situated at is Level 1, Maeva Tower, Silicon Avenue, CyberCity, Ebene 72201, Republic of Mauritius. The nature of business of Fairbridge Capital (Mauritius) Limited is an Investment Holding Company, primarily engaged in investment management and advisory services with a long-term, value-oriented approach, focusing on acquisitions and investments.

- Name and details of Board of Directors (experience including current / past position held in other firms)

Name, Current designation and DIN	Experience	Positions held in other Firms / Companies
Ajit Abraham Isaac (Chairman and Non-Executive Director) DIN: 00067168	Before being an entrepreneur in the year 2000, he worked for several years in leadership roles in the private sector companies including Adecco India Private Limited, Infrastructure Development Finance Company Limited, Godrej and Boyce Limited. He is the founder of Quess Corp Limited.	Indian Companies <ol style="list-style-type: none">Bluepring Enterprises Limited Childrens Heartlink India Foundation Quess Corp (USA) Aldigi Tech Limited Net Resources Investments Private Limited Monster.com (India) Private Limited Foreign Companies Nil
Gurmeet Singh Chahal (Chief Executive Officer and Executive Director) DIN: 10997957	He has more than 25 years of experience in Digital Global transformation. Before joining Digitide, he was the CEO of Global Technology Solutions (GTS) platform of Quess Corp Limited. He also served as the SVP & Global Leader of Digital Transformation Services at Gerpact Limited (New York), where he played a pivotal role in repositioning and scaling Digital Transformation Business.	Indian Companies Nil Foreign Companies <ol style="list-style-type: none">Quess Corp (USA) Inc Brainhunter Systems Limited Mindwire Systems Limited MPXchange Holdings Inc MPXchange (USA) Inc Aldigi Tech Inc., USA
Gopalakrishnan Soundarajan (Non-Executive Director) DIN: 05242795	He is the Managing Director at Hamblin Wotse Investment Counsel. Before joining Hamblin Wotse, Gopalakrishnan Soundarajan was the Chief Investment Officer at ICI Lombard. He held such position for 18 years and was a member of the insurer's investment committee as well.	Indian Companies <ol style="list-style-type: none">Quess Corp Limited Go Digit General Insurance Limited IFIL Finance Limited Thomas Cook (India) Limited Anchorage Infrastructure Investment Holdings Limited Bangalore International Airport Limited Bluepring enterprises Limited Go Digit Life Insurance Limited Foreign Companies <ol style="list-style-type: none">FIH Private Investments Limited FIH Mauritius Investments Limited 10955230 Canada Inc Fairfax Insurance Limited Hamblin Wotse Investment Counsel Ltd. Primary Real Estate Investments Fairfax India Holdings Corporation
Anish Thuri (Non-Executive Director) DIN: 08713000	He has over 20 years of experience in investment management, mergers & acquisitions (M&A), and financial advisory. Prior to this, Mr. Anish spent over 13 years at KPMG India as a Partner in Deal Advisory, advising on more than 200 corporate M&A transactions and private equity investments.	Indian Companies <ol style="list-style-type: none">Bluepring Enterprises Limited National Commodities Management Services Anchorage Infrastructure Investment Holdings Limited Foreign Companies Nil
Revathy Ashok (Non-Executive Independent Director) DIN: 00057539	She has the experience of serving as the Managing Director of Tishman Speyer India in the past and currently serves on the Board of leading listed companies. She is the co-founder of Strategy Garage, along with being an active mentor at the Indian Angel Network. She has held senior management positions in global corporations such as Syntel, Microland and Tyco Electronics.	Indian Companies <ol style="list-style-type: none">360 One Warm Limited Sansara Engineering limited Baroque Nation Hospitality Limited Quess Corp Limited Astrazencia Pharma India Limited 360 One Prime Limited Manipaligna Health Insurance Company Limited Microland limited 360 One Distribution Services Limited Atena Informatics India Private Limited Foreign Companies Nil
Pankaj Vaish (Non-Executive Independent Director) DIN: 00367424	He is an experienced Director. He is a Board Director at many listed / unlisted companies. He is a Certified Independent Director. He served in various global leadership positions at Accenture	Indian Companies <ol style="list-style-type: none">Spice Money Limited Digispice Technologies Limited Xchanging Solutions Limited Foreign Companies Nil
Sunil Ramakant Bhuralkar (Non-Executive Independent Director) DIN: 00177658	He was the Senior Audit Partner at S R Balliol & Associates LLP, a member firm of EY in India. He has demonstrated expertise in auditing and assurance services. His leadership role, heading assurance for South India, and participation in the audit and firm's leadership team highlight his managerial prowess.	Indian Companies <ol style="list-style-type: none">ASA Corporate Catalyst India Private Limited BirbaNu Limited Foreign Companies Nil
Robin Jill Thomashauer (Non-Executive Independent Director) DIN: 11032811	She is a proven executive with a strong record of leadership success in diverse healthcare environments including start-up, growth stage, not-for-profit and for-profit. She has board experience, including leadership roles in a wide range of organizations. She is the founder CEO of CAQH, Washington, DC, dedicated for alliance of health plans that serves as a catalyst for industry collaboration on initiatives that simplify the business of healthcare. Previously, she was associated with organizations like Pricewaterhousecoopers, Washington, DC, and Kaiser Permanente.	Indian Companies Nil Foreign Companies <ol style="list-style-type: none">JSSA of Greater Washington Multicare Health System

- Details of change of name and/or object clause – There is no change in the name and/or object clause of the Company since the incorporation of the Company.
- Capital structure -

Pre-Composite Scheme of Arrangement

Details	Amount (Rs.)
Authorised Share Capital	
100,000 equity shares of Rs. 10/- each	1,000,000
Issued, Subscribed and Paid-up Share Capital	
10,000 equity shares of Rs. 10/- each fully paid up	100,000

Post-Composite Scheme of Arrangement:

Details	Amount (Rs.)
Authorised Share Capital	
17,50,00,000 equity shares of Rs. 10/- each	1,750,000,000
Issued, Subscribed and Paid-up Share Capital	
14,89,49,413 equity shares of Rs. 10/- each fully paid up	1,48,94,91,30

The authorised share capital of Rs. 1,00,00,000 divided into 100,000 equity shares of Rs. 10/- each was increased to Rs. 1,750,00,000 divided into 175,00,000 equity shares of Rs. 10/- each pursuant to Clause 33.1 of the Scheme.

- Business Model / Business Overview and Strategy:

The Company is an artificial intelligence first digital transformation company driving responsible and trusted IT, digital and BPM solutions, with presence in both domestic (in India) and international markets (in the United States of America, Canada and Rest of the World). Our digital solutions encompass (i) Artificial Intelligence, data and analytics; (ii) tech and digital services; and (iii) Business Processes Management ("BPM"), offering cutting-edge and scalable technologies that drive business efficiency, enhance customer experience and grow customer revenue. Company focuses on enabling enterprise success through comprehensive digital transformation. With a global footprint across delivery and technology centres, we are committed to making a meaningful impact across industries. We support customers across a range of sectors including BFSI, fast growth tech (FGT), healthcare, automotive, manufacturing, retail, e-commerce, telecommunications and the public sector. Our market-leading platforms in insurance, CX, collections, HR and payroll, talent acquisition, and finance and accounting demonstrate our focus on delivering intelligent and tailored solutions to address diverse business challenges, empowering organizations to achieve their goals and drive sustainable growth. Set out below are our key business domain:

Business Domain	Particulars of services
AI, Data & Analytics	GenAI-based use cases, Advanced Analytics, Business Intelligence and Visualization, Data Modernization and related services
Business Process Management	Intelligent Customer Experience, Enhanced Employee Experience (HRO), Intelligent Finance & Accounting Services, AI-driven Tailored Industry Specific Operations including Collections for Banking and Financial Services sector
Technology and Digital	Digital Engineering, Enterprise Solutions, Infra and Cloud Services, and Cyber Security

BUSINESS STRATEGIES:

Growth, Core Verticals and Service Lines

We are implementing a comprehensive 3X strategy to drive growth and success, focusing on three pivotal moves: growth, core verticals, and service lines. This structured approach aims to enhance Digitide's capabilities, establish a strong market presence, and deliver exceptional value to its clients.

Capturing market opportunities

We are committed to global expansion in BPM services, particularly in high-demand regions, and will leverage market-specific expertise. We prioritize investments in up-skilling talent, fostering innovation, and emphasizing sales leadership and change management. To achieve growth aspirations, we will leverage core focus areas, pursue inorganic growth in select industry verticals and service lines, and prioritize strategic capital allocation, including profitability-driven investments, operational efficiencies, automation for cost efficiencies, and collaboration/co-investment opportunities with ecosystem partners.

Continue to leverage AI-focused technology

We benefit significantly from the growing global customer experience market by leveraging its AI-powered analytics and automation in contact centres to enhance customer engagement and efficiency. The accelerating adoption of cloud services presents another opportunity for Digitide to expand its offerings in cloud migration, infrastructure management, cybersecurity, and enterprise automation services. Additionally, the increasing demand for AI-driven solutions to foster innovation and personalise user experiences positions us to offer generative AI-driven application development, data engineering solutions, AI-powered virtual assistants, and automated document processing. Strengthening partnerships with global enterprises, particularly Fortune 1000 clients, also presents a strategic opportunity for us to expand its market presence both domestically and internationally. We plan to enhance its offerings by embedding AI and digital automation into existing services, creating new AI-first offerings, and augmenting internal capabilities for operational efficiencies.

Leveraging industry tailwinds

The North American Tech & Digital Services market is also set for robust growth, with cloud infrastructure services remaining resilient despite scrutiny of IT spending. The Business Process Management (BPM) market in India is poised for significant growth, with an expected annual increase of 5-6% over the next five years. The BFSI sector, a major vertical, is set to evolve rapidly through AI-driven automation for customer experience, risk management, and fraud detection. The adoption of cloud-based banking operations will enhance scalability, while a stronger emphasis on cybersecurity and regulatory compliance will address rising digital fraud risks. The Manufacturing and Automotive sectors are being transformed by AI-powered supply chain intelligence, ESG compliance, and Industry 4.0 innovations. The Fast Growth Tech (FGT) sector, particularly e-commerce and fintech, will see a surge in AI-driven outsourcing and hyper-personalized customer support. In North America, the BPM market is expected to grow at a faster rate of 7-8% annually. The BFSI sector will see moderate growth driven by mid-sized and regional banks, with a focus on AI-driven automation and cloud-based digital banking. The Healthcare sector will expand with AI-powered patient engagement and telehealth support, aiming to improve operational efficiency and personalized care. The FGT sector will continue to grow rapidly, with increased outsourcing for AI/ML model training and regulatory compliance.

- Reason for the Composite Scheme of Arrangement:

In order to strengthen the value proposition for customers, unlock significant long-term valuation and upside value creation for the shareholders (through focused management, clearer choices of capital allocation, etc.) and to provide investors, strategic partners, lenders and stakeholders the flexibility to participate in some or all of these distinct businesses, the Demerged Company proposes to re-organise and segregate its business portfolio in the manner contemplated under Composite Scheme, as detailed below:

(i) the transfer of Demerged Undertaking 1 (i.e. the undertaking engaged in Transferred Business 1 to Resulting Company 1), and

(ii) the transfer of Demerged Undertaking 2 (i.e. the undertaking engaged in Transferred Business 2 to Resulting Company 2.)

The Composite Scheme was proposed to segregate Demerged Undertaking 1 from the Remaining Business of the Demerged Company and demerge it into Resulting Company 1. The Composite Scheme will ensure long-term value creation and is in the best interests of the Companies and their respective shareholders, employees, creditors and other stakeholders.

For details, please see the section on "Composite Scheme of Arrangement" on page 90 of the Information Memorandum.

- Restated Audited Financials for the previous three financial years prior to the date of listing – The Company is incorporated on February, 10, 2024. Therefore, the Company has prepared financials from the date of incorporation.

- Latest restated audited financials along with notes to accounts and any audit qualifications. (Financial statements should not be later than six months prior to the date of the listing):
 - Restated Interim Consolidated Audited Statement of Balance Sheet as at 31st December 2024

Consolidated Balance Sheet	(Amount in Rs. millions)
ASSETS	As at 31 December 2024
Non-current assets	
Property, plant and equipment	
Right-of-use assets	1,541.69
Capital work-in-progress	2,581.63
Goodwill	44.92
Other intangible assets	2,127.22
Intangible assets under development	383.32
Financial assets	24.63
Investments	
Other financial assets	15.47
Deferred tax assets (net)	440.67
Income tax assets (net)	404.26
Other non-current assets	183.72
Total non-current assets	284.69
Current assets	
Financial assets	
Investments	
Trade receivables	682.84
-Billed	
-Unbilled	3,687.64
Cash and cash equivalents	2,146.62
Bank balances other than cash and cash equivalents above	1,364.02
Loans	156.25
Other financial assets	5.88
Other current assets	172.56
Total current assets	293.60
Total assets	8,509.41
16,542.43	

Current assets	
Financial assets	
Investments	
Trade receivables	682.84
-Billed	
-Unbilled	3,687.64
Cash and cash equivalents	2,146.62
Bank balances other than cash and cash equivalents above	1,364.02
Loans	156.25
Other financial assets	5.89
Other current assets	172.90
Total current assets	293.60
Total assets	8,509.41
	16,542.43
EQUITY AND LIABILITIES	
Equity	
Equity share capital	
Other equity	1,490.49
Total equity attributable to equity holders of the Company	6,874.44
Non-controlling interests	8,363.93
Total equity	753.40
Liabilities	9,117.33
Non-current liabilities	
Financial liabilities	
Borrowings	52.27
Lease liabilities	
Provisions	1,694.96
	362.17
Total non-current liabilities	2,509.42

Continued from Previous Page

Current liabilities	
Financial liabilities	
Borrowings	561.92
Trade payables	391.49
Other financial liabilities	1,001.75
Current tax liabilities (net)	2,477.95
Provisions	27.82
Other current liabilities	134.97
Total current liabilities	519.78
Total liabilities	5,115.56
Total equity and liabilities	7,425.10
Restated Interim Consolidated Audited Statement of Profit & Loss for the period 10 February 2024 to 31 December 2024	16,542.43

Restated Interim Consolidated Audited Statement of Profit & Loss for the period 10 February 2024 to 31 December 2024

Consolidated Statement of Profit and Loss	
For the period 10 February 2024 to 31 December 2024	
Revenue from operations	25,362.06
Other income	128.91
Total income	25,490.97
Expenses	
Cost of material and stores and spare parts consumed	14.30
Employee benefits expense	17,817.08
Finance costs	378.30
Depreciation and amortisation expense	1,719.82
Other expenses	3,622.01
Total expenses	23,551.51
Profit before exceptional items and tax	1,939.46
Exceptional items	(16.19)
Profit before tax	1,955.85
Tax (expense)/credit	
Tax relating to earlier years	(563.44)
Deferred tax	7.19
Total tax expense	(7.14)
Profit for the period	(563.38)
Other comprehensive income	1,392.26
Items that will not be reclassified subsequently to profit or loss	
Re-measurement losses on defined benefit plans	(24.26)
Income tax relating to items that will not be reclassified to profit or loss	4.91
Items that will be reclassified subsequently to profit or loss	
Foreign exchange differences on translating financial statements of foreign operations	47.46
Other comprehensive income for the period (net of tax)	28.11
Total comprehensive income for the period	1,420.37
Profit attributable to	
Owners of the Company	1,221.81
Non-controlling interests	170.45
Total profit for this period	1,392.26
Other comprehensive income attributable to	
Owners of the Company	28.29
Non-controlling interests	(0.18)
Total other comprehensive income for the period	28.11
Total comprehensive income attributable to:	
Owners of the Company	1,250.10
Non-controlling interests	170.27
Total comprehensive income for the period	1,420.37
Earnings per equity share (face value of Rs. 10.00 each)	
Basic (in Rs.)	8.20
Diluted (in Rs.)	8.12
Weighted average equity shares used in computing earnings per equity shares	
Basic	14,89,49,413
Diluted	15,04,00,616

Restated Interim Consolidated Audited Cash Flow Statement

Particulars	
For the period 10 February 2024 to 31 December 2024	
Cash flows from operating activities	
Profit for the period	1,392.26
Adjustments to reconcile net profit to net cash provided by operating activities:	
Tax expense	563.38
Interest on income tax refunds	(2.27)
Exceptional items	
- Gain on sale of business division net of transaction cost	(170.81)
- Gain on sale of customer contracts	(6.10)
- Demerger related expense	180.72
Interest income on term deposits	(44.62)
Profit on sale of property, plant and equipment, net	(5.41)
Bad debts written off	11.21
Employee stock option cost	10.32
Finance costs	378.30
Depreciation and amortisation expense	1,719.82
Net gain on financial assets-FVTPL	(21.65)
Expected credit allowance on financial assets	99.46
Foreign exchange gain, net	(17.92)
Operating profit before working capital changes	4,068.70
Changes in operating assets and liabilities	
Changes in trade receivables and unbilled revenue	(772.06)
Changes in loans, other financial assets and other assets	374.13
Changes in trade payables	(39.55)
Changes in other financial liabilities, other liabilities and provisions	(768.07)
Cash generated from operations	2,843.13
Income tax paid, net	(499.33)
Net cash flows from operating activities (A)	2,343.80
Cash flows from investing activities	
Expenditure on property, plant and equipment and intangibles	(289.90)
Proceeds from sale of property plant and equipment	5.42
Investments in mutual fund	(88.36)
Proceeds from sale of division of a subsidiary (Refer note 35.1 and 35.2)	227.20
Placement of bank deposits	(298.67)
Interest received on term deposits	(2.87)
Net cash used in investing activities (B)	(456.36)
Cash flows from financing activities	
Repayment of term loans	(672.14)
Proceeds from long term borrowings	34.69
Repayment of lease liabilities	(1,343.31)
Payment of dividend to non-controlling interest of subsidiary	(182.09)
Interest paid	(52.27)
Net cash used in financing activities (C)	(2,215.09)
Net increase(decrease) in cash and cash equivalents (A+B+C)	(328.27)
Cash and cash equivalents at the beginning of this period	1,862.97
Effect of exchange rate fluctuations on cash and cash equivalents	(0.66)
Cash and cash equivalents at the end of this period (refer Note 13)	1,364.02

For the notes to the consolidated financial statements for the period from February 10 2024 to December 31 2024, see page 122 of the Information Memorandum.

Audit Qualifications

There have been no qualifications or adverse remarks by our Statutory Auditors in the Restated Consolidated Financial Statements. For detailed Statutory Auditors' Report, see page 123 of the information Memorandum.

13. Change in accounting policies in the last three years and their effect on profits and reserves:

There has been no change in the accounting policies of the Company since incorporation.

14. Summary table of contingent liabilities as disclosed in the restated financial statements;

The details of the contingent liabilities (as per Ind AS 37 and Schedule III to the Companies Act, 2013) of our Company are set forth below:

Contingent liabilities*	
As at December 31, 2024	
Direct Taxes	26.05
Indirect Taxes	-
Guarantees	-
Claims made by the parties not acknowledged as debts	-
Estimated amount of contracts remaining to be executed on capital account	49.70
Others	183.36
Total	259.11

*These details relate to the Company basis its Restated interim Consolidated Financial Statements as at December 31, 2024.

15. Summary table of related party transactions in last 3 years as disclosed in the restated financial statements-

Related Party	
Nature of Relationship with Company	
Particulars	
For period from February 10, 2024 to December 31, 2024	
Fairbridge Capital Private Limited	Revenue from operations
Quess Corp Limited	Revenue from operations
Terrier Security Services (India) Private Limited	Revenue from operations
Monster.com (India) Private Limited	Revenue from operations
Billion Careers Private Limited	Revenue from operations
Vedang Cellular Services Private Limited	Revenue from operations
Quess Corp NA LLC	Revenue from operations
Quesscorp Holdings Pte Ltd	Revenue from operations
Quessglobal (Malaysia) Sdn. Bhd.	Other Expenses
Quesscorp Lanka Private Limited	Other Expenses
Terrier Security Services (India) Private Limited	Other Expenses
Monster.com (India) Private Limited	Other Expenses
Quesscorp Manpower Supply Services LLC	Other Expenses
Bluspring Enterprises Limited	Other Expenses

16. Details of Its other group companies including their capital structure and financial statements:

In accordance with the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 ("SEBI ICDR Regulations") and the applicable accounting standard, i.e., Ind AS 24 issued by the Institute of Chartered Accountants of India, the following are the Group Companies of the Company:

- Quess Corp Limited
- Quesscorp Holdings Pte Limited
- Terrier Security Services (India) Private Limited
- Vedang Cellular Services Private Limited
- Quesscorp Manpower Supply Services LLC
- Quesscorp Singapore Pte Ltd
- Billions Careers Private Limited
- Bluspring Enterprises Limited
- Monster.com (India) Private Limited
- Fairbridge Capital Private Limited

Based on the above, our top 5 (five) Group Companies are set forth below:

1. Quess Corp Limited

Registered office

The registered office of Quess Corp Limited is situated at 3/32, Bellandur Gate, Sarajpur Main Road, Bengaluru - 560103. Its authorised capital is Rs. 3,93,85,00,000.

Shareholding Pattern

S. No.	Name of Shareholder	Number of equity shares of face value Rs.10 each	Percentage of equity share capital (%)
1	Promoter	84,864,211	56.98
2	Public	64,085,202	43.02
3	Shares underlying DRs	0.00	0.00
4	Shares held by Employee Trust	0.00	0.00
5	Non Promoter-Non Public	0.00	0.00
	Total	148,949,413	100

Financial Information

Particulars	
FY 2023-24	
FY 2022-23	
FY 2021-22	
Reserves	26,505
Sales	191,001
Profit after tax	2,804
Earnings per share	18.72
Diluted earnings per share	18.61
Net Asset Value	29,646

2. Quesscorp Singapore Pte Ltd

Registered office

The registered office of Quesscorp Singapore Pte Ltd is situated at 4 Robinson Road, #12-01 The House of Eon, Singapore 048 543.

Shareholding Pattern

S. No.	Name of Shareholder	Number of Ordinary shares	Percentage of equity share capital (%)
1	Quesscorp Holdings Pte Ltd	5,00,000	100
	Total	5,00,000	100

Financial Information

Particulars	
FY 2023-24	
FY 2022-23	
FY 2021-22	
Reserves	894.29
Sales	8,360.65
Profit after tax	434.59
Earnings per share	14.13
Diluted earnings per share	14.13
Net Asset Value	917.86

3. Terrier Security Services (India) Private Limited

Registered office

The registered office of Terrier Security Services (India) Private Limited is situated at 32/4, Old Bommanahalli, CMC Katha No. 299, Roopana Agrahara Village, Begur Hobli, Bommanahalli (Bangalore), Bangalore Rural, Bangalore South, Karnataka, India, 560 068. Its authorised capital is Rs. 2,00,00,000.

Shareholding Pattern

S. No.	Name of Shareholder	Number of equity shares of face value Rs.10 each	Percentage of equity share capital (%)
1	Bluspring Enterprises Limited	370,000	41.57
2	Terrier Employee Benefit Trust	520,000	58.43
	Total	8,90,000	100

Preference Shareholders:

S. No.	Name of Shareholder	Number of equity shares of face value Rs.10 each	Percentage of equity share capital (%)
1	Bluspring Enterprises Limited	111,000	100
	Total	111,000	100

Financial Information

Particulars	
FY 2023-24	
FY 2022-23	
FY 2021-22	
Reserves	359.50
Sales	5,838.61
Profit after tax	61.62
Earnings per share	69.23
Diluted earnings per share	30.81
Net Asset Value	368.40

4. Vedang Cellular Services Private Limited

Registered office

The registered office of Vedang Cellular Services Private Limited is situated at Unit No-2, 4th Floor, B Wing, Times Square, Andheri Kurla Road, Near Marol Naka Metro Station, Andheri East, Marol Naka, Mumbai, Maharashtra, India, 400 059. Its authorised capital is Rs. 25,00,000.

Shareholding Pattern

S. No.	Name of Shareholder	Number of equity shares of face value Rs.10 each	Percentage of equity share capital (%)
1	Bluspring Enterprises Limited	176,531	96.98
2	Ashish Banarsisal Kapoor	5,482	3.01
3	Ajit Abraham Isaac	12*	0.01*
	Total	182,023	100

*as nominee of Bluspring Enterprises Limited

Financial Information

Particulars	
FY 2023-24	
FY 2022-23	
FY 2021-22	
Reserves	522.23
Sales	2,256.15
Profit after tax	207.54
Earnings per share	1,138.16
Diluted earnings per share	1,138.16
Net Asset Value	524.05

5. Quesscorp Manpower Supply Services LLC

Registered office

The registered office of Quesscorp Manpower Supply Services LLC is situated at P O Box-111268, Dubai, United Arab Emirates.

Shareholding pattern

S. No.	Name of Shareholder	Number of equity shares	Percentage of equity share capital (%)
1	Khadim Obaid Khadim Mohammad	270	90
2	Laila Abdulkarim Ghulam Ali	30	10
	Total	300	100

Financial Information

Particulars	
FY 2023-24	
FY 2022-23	
FY 2021-22	
Reserves	466.89
Sales	1,804.92
Profit after tax	44.61
Earnings per share	3,503.74
Diluted earnings per share	3,503.74
Net Asset Value	466.89

For further details on the group companies of the Company, please refer to the section "Our Promoter, Promoter Group and Group Companies" on page 113 of the Information Memorandum.

17. Internal Risk Factors (Minimum 5 and Maximum 10):

a. **Concentration of revenue margins with our key customers in specific industries:** Our business is concentrated among relatively few significant customers operating in specific industries and therefore, Company could experience a reduction in results of operations, cash flows and liquidity, if the Company lose one or more of these customers or in case, the amount of business, obtained from them is reduced for any reason, including but not limited on account of any dispute or disqualification. While we believe we have maintained good long-term relationships with our customers, there can be no assurance that we will continue to have such long-term relationships with them.

b. **Uncertainties in the integration of Transferred Business 1 into a newly incorporated company -** The Company was incorporated on February 10, 2024, and there may be a risk associated with the integration of Transferred Business 1 into a newly incorporated company, such as ours, thereby operations, results, profitability of the Company may be adversely impacted in case of any such reasons.

c. **Various government regulations, approvals, permits in the businesses and in the jurisdictions -** The Company's operations, including collections, data processing, development, testing, marketing and sales activities, are subject to extensive laws and regulations in India and other countries. We are required to obtain and maintain several statutory and regulatory permits under central, state and local government rules in India and our inability or delay to obtain, maintain or renew our statutory and regulatory permits and approvals required in connection with our operations may adversely affect our business and operations.

d. **Retain and attract key qualified personnel -** Our success depends on our ability to retain and attract key qualified personnel. It is required to ensure continuous operations or growth, in future.

e. **Industry needs regular innovation and technology upgrades:** Success of the Company depends on our ability to innovate, and our business could be adversely affected if we fail to upgrade and adopt our services and solutions to evolving clients' requirements and keep up with the clients' expectations.

f. **New laws or other regulations and policies that could affect the business:** The Government of India may implement new laws or other regulations and policies that could affect the business, which could lead to new compliance requirements, including requiring us to obtain additional approvals and licenses. Any such occurrence would adversely affect our business, financial condition and results of operations.

For further information on the risks applicable to us, please refer to the section titled "Risk Factors" on page 23 of the Information Memorandum.

18. Outstanding litigations and defaults of the transferee entity, promoters, directors or any of the group companies;

As on the date of the Information Memorandum, the Company, its Subsidiaries, its Promoters, its Group Entities and its Directors are involved in the following litigations:

Category of individuals / entities	Criminal proceedings	Tax proceedings	Statutory or regulatory proceedings	Disciplinary actions by SEBI or Stock Exchanges against our Promoters in the last five years, including outstanding action	Material civil litigation	Aggregate amount involved (Rs. In millions)
Company						
By the Company	Nil	Nil	Nil	Nil	Nil	Nil
Against the Company	1	Nil	2	Nil	Nil	115.6
Directors						
By the Directors	Nil	Nil	Nil	Nil	Nil	Nil
Against the Directors	1	Nil	Nil	Nil	1	N.A.
Promoter						
By our Promoter	Nil	Nil	Nil	Nil	Nil	Nil
Against our Promoter	3	1	Nil	Nil	Nil	706.1
Subsidiaries						
By our Subsidiaries	Nil	2	Nil	Nil	Nil	N.A.
Against our Subsidiaries	Nil	12	1	Nil	1	183.2

For further information on the outstanding litigations and defaults of the Company, its Promoters, Directors, Subsidiaries and Group Entities, please refer to the section "Outstanding Litigations and Material Developments" under Section VII "Legal and Other Information" on page 198 of the Information Memorandum.

19. Regulatory Action, if any - disciplinary action taken by SEBI or Stock Exchanges against the Promoters in last 5 financial years - Nil.

20. Brief details of outstanding criminal proceedings against the Promoters -

(i) FIR has been lodged under section 408 of Indian Penal Code, 1860 by the U.P. Power Corporation Limited, Government of Uttar Pradesh against the promoter with the allegation of faulty meter reading by the meter readers employed by the company (Services) at Ajamgarh Balla region. Against the said FIR in the name of Ajit Isaac, criminal miscellaneous writ petitions were filed before the HC of Uttar Pradesh (Allahabad Bench) for quashing of above mentioned FIRs and the petitions were dismissed by the Allahabad Bench of HC of Uttar Pradesh. Against the above-mentioned dismissal of writ petitions, a Special Leave Petitions was filed before the Hon'ble Supreme Court of India and the Hon'ble Supreme Court stayed any further proceedings pursuant to FIRs vide its order dated May 17, 2023. This matter is currently pending.

(ii) Labour Enforcement Officer has filed two cases, (Complaint Case No. 56(o)2023 and Complaint Case No. 291(o)2023) against Quess Corp Limited and Ajit Abraham Isaac before Chief Judicial Magistrate, Patna under sections 23 and 24 of the Contract Labour (Regulation and Abolition Act) 1970. The matter is currently pending.

For further information, refer section "Litigation involving our Promoters" under Section VII "Legal and Other Information" on page 202 of the Information Memorandum.

21. Particulars of high, low and average prices of the shares of the listed transferor entity during the preceding three years - High, low and average prices of equity shares of Quess Corp Limited during the preceding three years:

Fiscal Year	BSE			NSE		
	High (in Rs.)*	Average (in Rs.)*	Low (in Rs.)*	High (in Rs.)*	Average (in Rs.)*	Low (in Rs.)*
April 1, 2022 - March 31, 2023	531.55	529.83	337.45	729	529.86	337.55
April 1, 2023 - March 31, 2024	875	448.55	460	582	448.53	558.65
April 1, 2024 - March 31, 2025	718.1	665.33	281.05	875	665.41	519.80

*The high and low prices during a particular financial year are derived from the high / low prices on a particular trading day during that period, i.e., end of the financial year date.

*The average price is the simple average of closing prices for all the trading days of a particular financial year.

Source: www.bseindia.com and www.nseindia.com

22. **Any material development after the date of the balance sheet -** Except as disclosed above and in the information Memorandum, to the knowledge of the Company, there are no circumstances which have arisen since the date of the last restated interim financial statements disclosed in the information Memorandum which may materially and adversely affect or are likely to affect the company's operations, profitability or the value of its assets.

23. **Such other information as may be specified by the Board from time to time -** Such other information as may be specified by the Board from time to time shall be made available in the website of the Company www.digitide.com

For any other details please refer to information memorandum available in the website of the Company www.digitide.com

Place: Bengaluru

Date: 31.05.2025

For and on behalf of the Board of Directors of Digitide Solutions Limited

Sd/-

Gurmeet Singh Chahal
Chief Executive Officer &
Executive Director (DIN: 10997957)

Sd/-

Suraj Prasad
Chief Financial Officer

Sd/-

Neeraj Manchanda
Company Secretary & Compliance Officer