



**Bindu Madhava K G**

**Company Secretary in Practice**

G005, Navanitha Silver Woods,  
Next to Mahaveer Lakes,  
Kengeri Uttarahalli Main Road,  
BANGALORE-560 060  
Email: bindumadhavakg@gmail.com  
Mob: 74060 78555  
WhatsApp: 99452 55922

**Certificate on Employee Stock Option Scheme**

Date: 13<sup>th</sup> September 2025

To:

IIFL Securities Limited  
24th Floor, One Lodha Place,  
Kamla City, Senapati Bapat Marg,  
Lower Parel (West),  
Maharashtra, India

Motilal Oswal Investment Advisors Limited  
Motilal Oswal Tower, Rahimtullah Sayani Road,  
Opposite Parel ST Depot, Prabhadevi,  
Mumbai 400 025,  
Maharashtra, India.

*(The aforementioned book running lead managers and any other book running lead managers appointed by the Company are collectively referred to as the "Book Running Lead Managers" or the "BRLMs")*

and

The Board of Directors  
iValue Infosolutions Private Limited  
No. 903/1/1, 19th Main Road,  
4th Sector, HSR Layout,  
Bengaluru, 560 102,  
Karnataka, India (the "Company")

Dear Sir/Madam,

*Re: Proposed initial public offering of equity shares of face value of ₹ 2 each (the "Equity Shares") of iValue Infosolutions Limited ("the Company" and such offer, the "Offer")*

In relation to the Company and its affiliates, we, Bindu Madhava K G, are an independent practicing company secretary, holding a valid certificate of peer review bearing number 3950/2023, issued by the Peer Review Board of the Institute of Company Secretaries in India, which is valid until August 31, 2028, and is annexed herewith as **Annexure A**. We have received a request from the Company to provide certain confirmations in relation to the employee stock options scheme of the Company, namely, "iValue Infosolutions Limited – iValue Employee Stock Option Plan 2024" (the "**Scheme**"). The Scheme was authorized by the Board of Directors on 12<sup>th</sup> June 2024 and by a special resolution of the shareholders passed at the [annual/extraordinary] general meeting of the Company held on 12<sup>th</sup> June 2024.

Pursuant to our review of the Scheme, annexed as **Annexure B**, and the procedures set out below and based on the information and explanations given to us by the Company, we hereby confirm that the Scheme is in compliance with, and has been framed and implemented in accordance with the requirements of the Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 (the "SEBI ESOP Regulations"), the Companies Act, 2013, as amended and in terms of the resolutions passed in the Company's board and general meeting.



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We have performed the following procedures:

- Obtained and reviewed the details of Scheme, annexed as Annexure B, prepared by the management of the Company and approved by the Board and shareholders of the Company;
- Reviewed and compared the clauses of the Scheme, annexed as Annexure B, with the SEBI ESOP Regulations to ensure compliance with the SEBI ESOP Regulations;
- Reviewed the notice and explanatory statement issued by the Company to its shareholders in connection with the approval of the Scheme;
- Reviewed the resolutions passed by the Board and the shareholders of the Company on various dates as given in the table below, noting the approval accorded to the Scheme:

Particulars	Board Resolution Date	Shareholders Resolution Date
iValue Employee Stock Option Plan 2024	12 <sup>th</sup> June 2024	12 <sup>th</sup> June 2024

- Reviewed the grant letters issued to employees pursuant to the grant of option;
- Reviewed and examined the audited books of accounts, relevant forms and documents filed with the Registrar of Companies, Karnataka at Bengaluru (the "RoC"), relevant statutory registers, minutes of the meetings of the Board and the duly organized committees thereof, minutes of the meetings of the shareholders of the Company and other relevant records of the Company.

The compliance of the Scheme with the provisions of the SEBI ESOP Regulations is summarized as below:

S. No.	Regulation	Status of Compliance
1.	Regulation 3: Implementation of scheme through trust	Not applicable
2.	Regulation 4: Eligibility	Applicable
3.	Regulation 5: Constitution of Compensation Committee	Applicable
4.	Regulation 6: Shareholder Approval	Applicable
5.	Regulation 7: Variation of terms of ESOS	Applicable
6.	Regulation 9: Non transferability of option	Applicable
7.	Regulation 11: ESOS implemented by unlisted companies	Applicable
8.	Regulation 13: Certificate from Auditors	Applicable
9.	Regulation 14: Disclosures	Applicable
10.	Regulation 15: Accounting Policies	Applicable
11.	Regulation 16: Administration and implementation	Applicable
12.	Regulation 17: Pricing	Applicable
13.	Regulation 18: Vesting Period	Applicable
14.	Regulation 19: Rights of the option holder	Applicable
15.	Regulation 20: Consequence of failure to exercise option	Applicable
16.	Regulation 41: Obligations of the Company	Applicable
17.	Schedule I	Not applicable

We confirm that, in terms of Regulation 5(2)(a) of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 (the "SEBI ICDR Regulations"), no employee stock options were granted to any person other than current and former employees (as defined in Regulation 2(1)(o) of the SEBI ICDR Regulations) of the Company and there are no outstanding grants with any person other than such employees.

Based on our discussions with the management of the Company, we also confirm that none of the promoter or promoter group have been granted any ESOPs in the Company.



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Based on our examination, to the best of our knowledge and belief and as per information and explanation given to us, we confirm that the information in this certificate is true, fair, correct, accurate and there is no untrue statement or omission which would render the contents of this certificate misleading in its form or context and will enable investors to make a well-informed decision.

This certificate is issued for the purpose of the Offer, and can be used, in full or part, for inclusion in the updated draft red herring prospectus, red herring prospectus, prospectus and any other material used in connection with the Offer (together the "Offer Documents").

We hereby consent to the aforementioned details being included in the Offer Documents, we hereby consent and consent to the submission of this certificate as may be necessary, to the Securities and Exchange Board of India, any regulatory/statutory authority, relevant stock exchanges where the Equity Shares are proposed to be listed ("Stock Exchanges"), the RoC or any other authority as may be required and/or for the records to be maintained by the BRLMs in connection with the Offer and in accordance with applicable law.

This certificate may be relied on by the Company, the BRLMs, their affiliates and legal counsels in relation to the Offer and to assist the BRLMs in conducting and documenting their investigation and due diligence of the affairs of the Company in connection with the Offer.

We undertake to update you of any changes in the abovementioned position until the date the Equity Shares issued pursuant to the Offer commence trading on the Stock Exchanges. In the absence of any communication from us till the Equity Shares commence trading on the Stock Exchanges, you may assume that there is no change in respect of the matters covered in this certificate.

All capitalized terms used but not defined herein shall have the meaning assigned to them in the Offer Documents.

Yours Sincerely,

**Bangalore**

**Signature**

KATTI  
GADAPANI  
ACHAR BINDU  
MADHAVA  
Date: 2025.09.13  
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**Name: Bindu Madhava K G**

**September 13, 2025**

**Company Secretary in Practice**

**UDIN: A050748G001241586**

**ACS: 50748**

**COP: 18800**

**PR: 3950/2023**



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**CERTIFICATE FROM THE PRACTICING COMPANY SECRETARY**

Date: 13<sup>th</sup> September 2025

To,

**The Board of Directors**

**iValue Infosolutions Limited**

No. 903/1/1, 19<sup>th</sup> Main Road,  
4<sup>th</sup> Sector, HSR Layout,  
Bengaluru, 560 102,  
Karnataka, India (the “Company”)

**IIFL Securities Limited**

24<sup>th</sup> Floor, One Lodha Place,  
Kamla City, Senapati Bapat Marg,  
Lower Parel (West),  
Maharashtra, India

**Motilal Oswal Investment Advisors Limited**

Motilal Oswal Tower,  
Rahimtullah Sayani Road  
Opposite Parel ST Depot, Prabhadevi,  
Mumbai - 400 025  
Maharashtra, India

*(The aforementioned book running lead managers and any other book running lead managers appointed by the Company are collectively referred to as the “Book Running Lead Managers” or the “BRLMs”)*

**Sub: Proposed initial public offering of equity shares of face value of ₹ 2 each (the “Equity Shares”) of iValue Infosolutions Limited (“the Company” and such offer, the “Offer”)**

We, Bindu Madhava K G, are an independent practicing company secretary, holding a valid certificate of peer review bearing number 3950/2023, issued by the Peer Review Board of the Institute of Company Secretaries in India, which is valid until August 31, 2028 (annexed as **Annexure A**), have received a request from the Company for (i) confirming certain details in connection with the build-up of the issued, subscribed and paid-up share capital of the Company; (ii) confirming certain details in connection with the build-up of the shareholding of the promoters of the Company (“**Promoters**”) and other shareholders of the Company (“**Other Shareholders**”) and (iii) carrying out a search with respect to certain corporate records and secretarial forms filed by the Company with the Registrar of Companies, Karnataka at Bangalore (“**RoC**”), which are identified in **Annexure B**.

**I. Build-Up of the Issued and Paid-up Share Capital of the Company**

In relation to the build-up of the issued and paid-up share capital of the Company, we have reviewed: (i) signed minutes of the meetings of the board of directors of the Company (the “**Board**”), (ii) signed minutes of the annual general meetings and extra-ordinary general meetings of the Company; (iii)



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certified true copies of Board resolutions and shareholders resolutions for the issuance of Equity shares and compulsory convertible preference shares of the Company ("CCPS") and Board resolutions for the allotment of Equity Shares, CCPS since incorporation of the Company, subdivision of capital, issue of bonus shares, conversion of CCPS into Equity shares along with the relevant filings with the RoC, as applicable and share transfer from the Sundara (Mauritius) Limited to the existing shareholders, (iv) the constitutional documents of the Company, as then applicable to the relevant issuance and allotment of Equity Shares and CCPS; (v) relevant regulatory approvals obtained by the Company and/or filings made by the Company (including Forms FC-GPR) with the Reserve Bank of India ("RBI") in respect of issuances of such shares and the entity master form of the Company on the portal operated by the RBI (vi) the BENPOS statement dated 6<sup>th</sup> September 2025 and shareholding pattern of the Company provided to us by the Company (vii) certain other information and documents received from the Company.

Based on the procedures described above and the information obtained from the Company, we hereby certify that:

- (i) the build-up of the Equity Share capital and CCPS of the Company is as included in **Annexure C**;
- (ii) the Equity Shares and CCPS issued by the Company from the date of incorporation and until the date of this certificate have been issued and allotted in compliance with (a) the provisions of the Companies Act, 1956, including but not limited to Sections 67 and 81 thereof and the rules made thereunder, as applicable; (b) the provisions of the Companies Act, 2013, including but not limited to Sections 25, 28, 42 and 62 thereof and the rules made thereunder, as applicable; and
- (iii) the Company has passed all required resolutions and made the required form filings and submissions to the RoC and the RBI, as applicable, and we have reviewed copies of such form filings and submissions.
- (iv) application monies have been received (in case of private placement or a preferential issue of Equity Shares in a separate bank account) for all allotment of Equity Shares made by the Company and forfeited shares have been disposed in case of non-receipt of the call monies.

## **II. Build-up of the Shareholding of the Promoters and Other Shareholders in the Company**

In relation to the build-up of the shareholding of the Promoters and Other Shareholders in the Company, we have reviewed: (i) the books of accounts and records maintained by the Company in relation to the build-up of the shareholding of the Promoters and Other Shareholders in the Company, (ii) relevant documents in relation to the allotments made to the Promoters and other Shareholders and the share transfers made to and by the Promoters and Other Shareholders including the share transfer registers, share transfer forms, depository instructions slips ("**DIS Slips**"), Forms FCTRS & FCGPR filed with the RBI, minutes of the meetings of the Board, committees of the Board and the shareholders of the Company, register of members, forms filed with the RoC, as applicable, in connection with the allotments made to the Promoters; (iii) the demat statements of the Promoters and Other Shareholders and (iv) certain other information and documents received from the Company and the Promoters.

Based on the procedures described above and the information obtained from the Company, we hereby certify that:

- (i) the build-up of the Equity Shares and CCPS held by the Promoters and Other Shareholders is as included in **Annexure D**;
- (ii) the Equity Shares and CCPS acquired by or transferred by the Promoters and Other Shareholders as described in **Annexure D** have been acquired and/or transferred in compliance with (a) the



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- provisions of the Companies Act, 1956 and the rules made thereunder, as applicable; (b) the provisions of the Companies Act, 2013 and the rules made thereunder, as applicable;
- (iii) the acquisitions and transfers of Equity Shares and CCPS by the Promoters and Other Shareholders as included in **Annexure D**, were carried out through duly stamped share transfer forms or DIS Slips and we have reviewed copies of such share transfer forms and DIS Slips.

### **III. Searches for Missing and/or Untraceable Documents**

We have reviewed: (i) the books of accounts and records maintained by the Company in relation to the build-up of the shareholding of the Shareholders in the Company, (ii) relevant documents in relation to the allotments made to the Shareholders and the share transfers made to and by the Shareholders including the share transfer registers, share transfer forms, depository instructions slips ("DIS Slips"), Forms FCTRS filed with the RBI, minutes of the meetings of the Board, committees of the Board and the shareholders of the Company, register of members, forms filed with the RoC, as applicable, in connection with the allotments made to the Promoters and shareholders; (iii) the demat statements of the Promoters and Other Shareholders and (iv) certain other information and documents received from the Company and the Promoters. We hereby certify that the Company is having all the documents and records in relation to build up of capital, there are no missing and/or untraceable documents.

We confirm that the information in this certificate is true, fair, complete, correct, accurate and there is no untrue statement or omission which would render the contents of this certificate misleading in its form or context and will enable investors to make a well-informed decision and nothing has come to our attention which may suggest otherwise.

We further confirm that we are an independent entity with no direct or indirect interest in the Company or its subsidiaries except for the provision of professional services in the ordinary course of our profession.

We also consent to the references to us as "Practicing Company Secretary" in the Offer Documents and references to us as required under Section 26 (1) of the Companies Act read with the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended, and to be named as an "expert" in terms of Section 2(38) and Section 26(5) and any other applicable provisions of the Companies Act, 2013, as amended, in the Offer Documents (*defined below*) in connection with the Offer.

We confirm that this certificate is for information and for inclusion (in part or full) in the Red Herring Prospectus of the Company ("**RHP**") proposed to be filed with the Securities and Exchange Board of India (the "**SEBI**") and the stock exchange(s) where the Equity Shares are proposed to be listed (the "**Stock Exchanges**"), and the the prospectus ("**Prospectus**", and together with the RHP and other Offer - related documents, the "**Offer Documents**") to be filed subsequently with the RoC and thereafter with the SEBI and the Stock Exchanges and in any other materials or documents in relation to the Offer.

This certificate may be relied upon by the Company, the book running lead managers to the Offer (the "**Lead Managers**") and their respective affiliates and the legal advisors to each of the Company and the Lead Managers, and to assist the Lead Managers in conducting and documenting their investigation of the affairs of the Company in connection with the Offer. We also consent to this certificate being disclosed by the Lead Managers, if required (i) by reason of any law, regulation, order or request of a court or by any governmental or competent regulatory authority, or (ii) in seeking to establish a defence in connection with, or to avoid, any actual, potential or threatened legal, arbitral or regulatory proceeding or investigation.

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**Bindu Madhava K G**

**Company Secretary in Practice**

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We hereby consent to the submission of this certificate as may be necessary to the SEBI, the RoC, the Stock Exchanges and any other regulatory authority and/or for the records to be maintained by the Lead Managers and in accordance with applicable law. We also consent to the inclusion of this certificate and the annexures hereto as a part of "*Material Contracts and Documents for Inspection*" in connection with the Offer, which may be available for inspection from the date of the filing of the RHP until the bid/offer closing date in the Offer.

We confirm that we will immediately inform the Company, the Lead Managers and the legal advisors to each of the Company and the Lead Managers in relation to the Offer of any changes in writing to the above information until the date when the Equity Shares commence trading on the Stock Exchanges pursuant to the Offer. In the absence of any such communication from us, the Company, the Lead Managers and the legal advisors to each of the Company and the Lead Managers, can assume that there is no change to the above information until the commencement of trading of Equity Shares pursuant to the Offer.

We agree to keep the information regarding the Offer, strictly confidential.

Yours sincerely,

**Bangalore**

**Signature**

KATTI  
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**September 13, 2025**

**Name: Bindu Madhava K G**

**Company Secretary in Practice**

**ACS: 50748**

**COP: 18800**

**UDIN: A050748G001241597**

**PR: 3950/2023**





THE INSTITUTE OF  
Company Secretaries of India

भारतीय कंपनी सेक्रेटरी संस्थान  
THE INSTITUTE OF COMPANY SECRETARIES OF INDIA  
INCORPORATED UNDER THE COMPANIES ACT, 1956  
(Under the jurisdiction of Ministry of Corporate Affairs)

Certificate No. 3950/2023

## PEER REVIEW Certificate

*Certified that in terms of the Guidelines for Peer Review of Attestation and Audit Services by Practicing Company Secretaries issued by the Council, the Certification and Audit Services provided by CS Katti Gadapani Achar Bindu Madhava Company Secretary (ies) in Practice bearing Unique Identification No. I2017KR1664200 having his / her / its office at Bengaluru has been reviewed for the year 2022-23.*

*The Certificate is effective from the date of issue and shall remain valid till 31st August, 2028.*

*Saurabh Jain*

**CS Saurabh Jain**  
Secretary  
Peer Review Board

Date : 7th August, 2023

*Dwarakanath Chennur*

**CS Dwarakanath Chennur**  
Chairman  
Peer Review Board

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I ACHAR  
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Date:  
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**Bindu Madhava K G**

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**Annexure B**  
**List of documents**

Sr. No.		Date	filing date	Equity/Pref shares	No. of shares	Cumulative shareholding	
1	MOA Subscription	09-04-2008	NA	Equity	10000	10000	
2	Form 2	22-12-2008	26-12-2008	Equity	20200	30200	
3	Form 2	22-12-2008	26-12-2008	Equity	37000	67200	
4	Form 2	22-12-2008	26-12-2008	Equity	105100	172300	
5	Form 2	31-03-2009	30-04-2009	Equity	43000	215300	
6	Form 2	31-03-2011	26-07-2011	Equity	381500	596800	
7	Form 2	30-06-2011	03-08-2011	Equity	29325	626125	
8	Form 2	30-09-2011	28-10-2011	Equity	578150	1204275	
9	Form 2	30-09-2011	28-10-2011	Equity	14666	1218941	
10	Form 2	31-03-2012	05-06-2012	Equity	6666	1225607	
11	Form 2	31-03-2012	02-07-2012	Equity	97705	1323312	
12	Form 2	31-03-2013	30-05-2013	Equity	1539579	2862891	
12	Form 2	31-03-2013	30-05-2013	Equity	1095930	3958821	
13	Form 2	07-09-2013	09-10-2013	Equity	166666	4125487	
14	Form 2	11-09-2013	09-10-2013	Equity	100	4125587	
15	PAS3	10-08-2018	14-08-2018	Equity	85470	4211057	
16	PAS3	30-04-2019	01-05-2019	Equity	10	4211067	
17	PAS3	08-11-2022	24-11-2022	Equity	2475000	6686067	Merger
18	PAS3		29-09-2023		2475000	<b>4210715</b>	adjusted due to swap ration
						21053575	sub-division of shares to Rs.2 each
19	PAS3	20-07-2024	23-07-2024	Equity	21053575	42107150	Bonus shares
20	PAS3	22-08-2025	22-08-2025	Equity	11432730	53539880	On account of conversion of CCCPS into Equity

	No. of shares	face value	Paid up capital
Equity	53539880	2	10,70,79,760
	53539880		<b>10,70,79,760</b>

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**Annexure C**  
**Buildup Equity Share Capital of the Company**

S. No.	Date of allotment/subsorption	Nature of allotment	Number of equity shares allotted	Cumulative number of equity shares	Face value (₹)	Issue price per equity share (₹)	Form of consideration	Name of allottees
1.	April 9, 2008 <sup>^</sup>	Initial subscription to memorandum of association	10,000	10,000	10	10	Cash	Allotment of 5,000 equity shares each to (i) Roy Abraham Yohannan and (ii) Reinu Roy
2.	December 22, 2008	Further issue	20,200	30,200	10	40	Cash	Allotment of (i) 6,000 equity shares to Mohan K, (ii) 5,100 equity shares to Subodh Anchan, (iii) 5,100 equity shares to Ramakrishna V.E., (iv) 2,000 equity shares to Atul Gupta and (v) 2,000 equity shares to Brijesh Shrivastava.
3.		Further issue	37,000	67,200	10	30	Cash	Allotment of (i) 20,000 equity shares to Sriram Srinivas and (ii) 17,000 equity shares to Venkatesh R
4.		Further issue	105,100	172,300	10	10	Cash	Allotment of (i) 61,100 equity shares to Sunil Kumar Pillai, (ii) 30,000 equity shares to Krishna Raj Sharma, and (iii) 14,000 equity shares to Roy Abraham Yohannan
5.	March 31, 2009	Further issue	43,000	215,300	10	96.77	Cash	Allotment of 43,000 equity shares to E Guardian Pte Limited

S. No.	Date of allotment/subscription	Nature of allotment	Number of equity shares allotted	Cumulative number of equity shares	Face value (₹)	Issue price per equity share (₹)	Form of consideration	Name of allottees
6.	March 31, 2011	Further issue	381,500	596,800	10	10	Cash	Allotment of (i) 128,943 equity shares to Sunil Kumar Pillai, (ii) 53,445 equity shares to Krishna Raj Sharma, (iii) 39,330 equity shares to Sriram Srinivas, (iv) 32,451 equity shares to Venkatesh R, (v) 23,577 equity shares to Roy Abraham Yohannan, (vi) 25,525 equity shares to Mohan K, (vii) 33,591 equity shares to Subodh Anchan, (viii) 25,916 equity shares to Ramakrishna V.E. and (ix) 18,722 equity shares to Brijesh Shrivastava.
7.	June 30, 2011	Further issue	29,325	626,125	10	75	Cash	Allotment of (i) 4,000 equity shares to Jaikumar Madhavan, (ii) 4,000 equity shares to K Venkatesh, (iii) 4,000 equity shares to Nagarajan N, (iv) 4,000 equity shares to Ramdas Bantwal Baliga, (v) 4,000 equity shares to Rekha Suresh, (vi) 4,000 equity shares to Sindhu Pulickal Nagarajan, (vii) 2,665 equity shares to Sandip Kumar Panda, (viii) 1,330 equity shares to Santhamurthi Satheesh Kumar and (ix) 1,330 equity shares to V.L. Narasimhan.
8.	September 30, 2011	Further issue	14,666	640,791	10	75	Cash	Allotment of 6,666 equity shares to (i) Madhuri Gupta and allotment of 4,000 equity shares each to (ii) Ravikumar Govindrao and (iii) Vinod Narayan.
9.		Further issue	578,150	1,218,941	10	10	Cash	Allotment of (i) 167,191 equity shares to Sunil Kumar Pillai, (ii) 69,299 equity shares to Krishna Raj Sharma, (iii) 50,998 equity shares to Sriram Srinivas, (iv) 42,078 equity shares to Venkatesh R, (v) 30,570 equity shares to Roy Abraham Yohannan, (vi) 33,097 equity shares to Mohan K, 43,556 equity shares to (vii) Subodh Anchan, (viii) 33,606 equity shares to Ramakrishna V E, (ix) 24,278 equity shares to Brijesh Shrivastava, (x)

S. No.	Date of allotment/subscription	Nature of allotment	Number of equity shares allotted	Cumulative number of equity shares	Face value (₹)	Issue price per equity share (₹)	Form of consideration	Name of allottees
								11,750 equity shares to L Nagabushana Reddy, (xi) 11,750 equity shares to Valerian Fernandes, (xii) 4,798 equity shares to Ran Vijay Pratap Singh, (xiii) 4,798 equity shares to Umesh Muralidhar, (xiv) 4,798 equity shares to Mukundhan, (xv) 4,798 equity shares to Swaminathan R, (xvi) 4,798 equity shares to Ramana Reddy, (xvii) 33,588 equity shares to Rupali Verma and (xviii) 2,399 equity shares to Karthik M
10.	March 31, 2012	Further issue	6,666	1,225,607	10	75	Cash	Allotment of 6,666 equity shares to Madhuri Gupta
11.		Further issue	97,705	1,323,312	10	35	Cash	Allotment of (i) 28,571 equity shares to Sunil Kumar Pillai, (ii) 10,000 equity shares to Krishna Raj Sharma, (iii) 10,000 equity shares to Sriram Srinivas (iv) 10,000 equity shares to Venkatesh R, (v) 12,137 equity shares to Umesh Muralidhar, (vi) 5,570 equity shares to Roy Abraham Yohannan, (vii) 11,428 equity shares to Subodh Anchan, (viii) 4,285 equity shares to L Nagabushana Reddy, (ix) 2,857 equity shares to Vanaja Nair and (x) 2,857 equity shares to Jalindra Chavan.
12.	March 31, 2013	Further issue	10,95,930	2,419,242	10	15	Cash	Allotment of (i) 149,833 equity shares to Subodh Anchan, (ii) 266,666 equity shares to R Venkatesh, (iii) 240,786 equity shares to Srinivasan Sriram, (iv) 166,500 equity shares to Brijesh Shrivastava, (v) 53,333 equity shares to L Nagabushana Reddy, (vi) 53,333 equity shares to Mukundan G, (vii) 52,146 equity shares to Umesh Muralidhar, (viii) 33,333 equity shares to Ravindra Kumar Sankhla, (ix) 20,000 equity shares to Vanaja C, (x) 20,000 equity shares to Ramana Reddy, (xi) 20,000 equity shares

S. No.	Date of allotment/subscription	Nature of allotment	Number of equity shares allotted	Cumulative number of equity shares	Face value (₹)	Issue price per equity share (₹)	Form of consideration	Name of allottees
								to Swaminathan R and (xii) 20,000 equity shares to Jalinder Chavan.
		Further issue	1,539,579	3,958,821	10	10	Cash	Allotment of (i) 849,830 equity shares to Sunil Kumar Pillai, (ii) 439,750 equity shares to Krishna Raj Sharma and (iii) 249,999 equity shares to Roy Abraham Yohannan.
13.	September 7, 2013	Further issue	166,666	4,125,487	10	15	Cash	Allotment of 166,666 equity shares to Subodh Anchan
14.	September 11, 2013	Further issue	100	4,125,587	10	100	Cash	Allotment of 100 equity shares to Gurudutt M
15.	August 10, 2018	Private placement	85,470	4,211,057	10	585	Cash	Allotment of (i) 59,829 equity shares to Jimbric Consulting (OPC) Private Limited and (ii) 25,641 equity shares to Eric Jimmy Anklesaria
16.	April 30, 2019	Private placement	10	4,211,067	10	639.98	Cash	Allotment of 10 equity shares to Sundara (Mauritius) Limited

S. No.	Date of allotment/subscription	Nature of allotment	Number of equity shares allotted	Cumulative number of equity shares	Face value (₹)	Issue price per equity share (₹)	Form of consideration	Name of allottees
17.	November 8, 2022	Cancellation pursuant to scheme of arrangement between iUnite Technologies Private Limited and our Company and their respective shareholders and creditors, approved by the National Company Law Tribunal, Bengaluru Bench through its order dated June 8, 2022	(2,475,352)	1,735,715	10	Not applicable	Not applicable	Cancellation of 2,475,352 equity shares held by iUnite Technologies Private Limited
18.		Allotment pursuant to scheme of arrangement between iUnite Technologies Private Limited and our Company	2,475,000	4,210,715	10	10	Other than cash	Allotment of (i) 470,250 equity shares to Sunil Kumar Pillai, (ii) 371,250 equity shares to Krishna Raj Sharma, (iii) 222,750 equity shares to Venkatesh R, (iv) 198,000 equity shares to Subodh Anchan, (v) 198,000 equity shares to Roy Abraham Yohannan, (vi) 123,750 equity shares to Brijesh Shrivastava, (vii) 123,750 equity shares to Ran Vijay Pratap Singh, (viii) 123,750 equity shares to Ravindra Kumar Sankhla, (ix) 123,750 equity shares to L Nagabushana Reddy, (x) 247,500 equity shares



S. No.	Date of allotment/subscription	Nature of allotment	Number of equity shares allotted	Cumulative number of equity shares	Face value (₹)	Issue price per equity share (₹)	Form of consideration	Name of allottees
		and their respective shareholders and creditors, approved by the National Company Law Tribunal, Bengaluru Bench through its order dated June 8, 2022						to Srinivas Sriram and (xi) 272,250 equity shares to Hilda Sunil Pillai.
19.	Pursuant to a shareholders' resolution dated June 12, 2024, 4,210,715 equity shares of face value of ₹10 each were sub divided into 21,053,575 equity shares of face value of ₹2 each.							
20.	July 20, 2024***	Bonus issue in the ratio of 1:1	21,053,575	42,107,150	2	Not applicable	Not applicable	Allotment of (i) 4,046,885 Equity Shares to Sunil Kumar Pillai, (ii) 2,610,720 Equity Shares to Krishna Raj Sharma, (iii) 1,694,505 Equity Shares to Sriram Srinivas, (iv) 1,554,105 Equity Shares to Venkatesh R, (v) 1,428,640 Equity Shares to Subodh Anchan, (vi) 1,340,620 Equity Shares to Roy Abraham Yohannan, (vii) 1,998,840 Equity Shares to Hilda Sunil Pillai, (viii) 864,175 Equity Shares to Brijesh Shrivastava, (ix) 623,935 Equity Shares to Nagabushana Reddy L, (x) 625,770 Equity Shares to Ran Vijay Pratap Singh, (xi) 622,365 Equity Shares to Ravindra Kumar Sankhla, (xii) 427,350 Equity Shares to Venkata Naga Swaroop Muvvala, and (xiii) 3,215,665 Equity Shares to Sundara (Mauritius) Limited.

S. No.	Date of allotment/subscription	Nature of allotment	Number of equity shares allotted	Cumulative number of equity shares	Face value (₹)	Issue price per equity share (₹)	Form of consideration	Name of allottees
21.	Aug 22, 2025	Allotment pursuant to conversion of 1,250,025 Series A CCPS	11,432,730	53,539,880	2	Not applicable	Not Applicable	Allotment of 11,432,730 Equity Shares to Sundara (Mauritius) Limited

KATTI  
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## Annexure D

### *Build-up of the equity shareholding of Promoters and shareholders of the Company*

#### *Build-up of the equity shareholding of Promoters in our Company*

Set forth below is the build-up of our Promoters' equity shareholding since the incorporation of our Company:

Set forth below is the build-up of our Promoters' equity shareholding since the incorporation of our Company:

Date of allotment/transfer	Nature of transaction	Number of equity shares	Face value per equity share (in ₹)	Offer / acquisition/ transfer price per equity share (in ₹)	% of the pre- Offer equity share capital (on a fully diluted basis) <sup>#</sup>	% of the post- Offer equity share capital
<b><i>Sunil Kumar Pillai</i></b>						
November 24, 2008	Transfer received from Reinu Roy	5,000	10	10	0.05	[●]
December 22, 2008	Further issue	61,100	10	10	0.57	[●]
March 17, 2009	Transfer received from Atul Gupta	2,000	10	40	0.02	[●]
March 31, 2011	Further issue	128,943	10	10	1.20	[●]
September 30, 2011	Further issue	167,191	10	10	1.56	[●]
March 31, 2012	Further issue	28,571	10	35	0.27	[●]
March 31, 2013	Further issue	849,830	10	10	7.94	[●]
	Transfer received from Valerian Fernandes	11,750	10	36.14	0.11	[●]
December 6, 2013	Transfer to Ran Vijay Pratap Singh	(12,037)	10	26.35	(0.11)	[●]
August 1, 2016	Transfer to Auroile Technologies Private Limited	(709,373)	10	97.82	(6.62)	[●]
February 17, 2016	Transfer to Hilda Sunil Pillai	(136,808)	10	N.A <sup>^</sup>	(1.28)	[●]
December 24, 2018	Transfer received from E Guardian PTE Ltd	43,000	10	33.75	0.40	[●]
June 18, 2019	Transfer to Sundara (Mauritius) Limited	(100,040)	10	10	(0.93)	[●]
November 8, 2022	Allotment pursuant to scheme of arrangement between iUnite Technologies Private Limited and our Company and their respective shareholders and creditors, approved by the National Company Law Tribunal, Bengaluru Bench through its order dated June 8, 2022	470,250	10	Other than cash	4.39	[●]
Pursuant to a shareholders' resolution dated June 12, 2024, 809,377 equity shares of face value of ₹10 each were sub divided into 4,046,885 Equity Shares of face value of ₹2 each.						

Date of allotment/transfer	Nature of transaction	Number of equity shares	Face value per equity share (in ₹)	Offer / acquisition/ transfer price per equity share (in ₹)	% of the pre- Offer equity share capital (on a fully diluted basis)^#	% of the post- Offer equity share capital
July 20, 2024	Bonus issue in the ratio of 1:1	4,046,885	2	Not applicable	7.56	[●]
Sept 10, 2025	Transfer received from Sundara (Mauritius) Limited	2,61,605	2	84.40^^	0.48	[●]
<b>Total</b>		<b>83,55,375</b>			<b>15.26</b>	<b>[●]</b>
<b><i>Srinivasan Sriram</i></b>						
December 22, 2008	Further issue	20,000	10	30	0.19	[●]
March 31, 2011	Further issue	39,330	10	10	0.37	[●]
September 30, 2011	Further issue	50,998	10	10	0.48	[●]
March 31, 2012	Further issue	10,000	10	35	0.09	[●]
March 30, 2013	Transfer received from K Venkatesh	4,000	10	36.14	0.04	[●]
March 31, 2013	Further issue	240,786	10	15	2.25	[●]
December 6, 2013	Transfer received from Ramakrishnan V.E.	47,820	10	26.35	0.45	[●]
August 1, 2016	Transfer to Auroile Technologies Private Limited	(235,783)	10	97.82	(2.20)	[●]
June 18, 2019	Transfer to Sundara (Mauritius) Limited	(85,750)	10	699.71	(0.80)	[●]
November 8, 2022	Allotment pursuant to scheme of arrangement between iUnite Technologies Private Limited and our Company and their respective shareholders and creditors, approved by the National Company Law Tribunal, Bengaluru Bench through its order dated June 8, 2022	247,500	10	Other than cash	2.31	[●]
<i>Pursuant to a shareholders' resolution dated June 12, 2024, 338,901 equity shares of face value of ₹10 each were sub divided into 1,694,505 Equity Shares of face value of ₹2 each.</i>						
July 20, 2024	Bonus issue in the ratio of 1:1	1,694,505	2	Not applicable	3.16	[●]
Sept 10, 2025	Transfer received from Sundara (Mauritius) Limited	1,09,539	2	84.40^^	0.20	[●]
<b>Total</b>		<b>3,498,549</b>			<b>6.39</b>	<b>[●]</b>
<b><i>Krishna Raj Sharma</i></b>						
December 22, 2008	Further issue	30,000	10	10	0.28	[●]
March 31, 2011	Further issue	53,445	10	10	0.50	[●]
September 30, 2011	Further issue	69,299	10	10	0.65	[●]
March 31, 2012	Further issue	10,000	10	35	0.09	[●]
March 31, 2013	Transfer received from Karthik M	2,399	10	36.14	0.02	[●]
March 31, 2013	Further issue	439,750	10	10	4.11	[●]

Date of allotment/transfer	Nature of transaction	Number of equity shares	Face value per equity share (in ₹)	Offer / acquisition/ transfer price per equity share (in ₹)	% of the pre- Offer equity share capital (on a fully diluted basis) <sup>#</sup>	% of the post- Offer equity share capital
December 6, 2013	Transfer to Ran Vijay Pratap Singh	(13,949)	10	26.35	(0.13)	[●]
	Transfer to Roy Abraham Yohannan	(6,023)	10	26.35	(0.06)	[●]
August 1, 2016	Transfer to Auroile Technologies Private Limited	(333,987)	10	97.82	(3.12)	[●]
June 18, 2019	Transfer to Sundara (Mauritius) Limited	(100,040)	10	699.71	(0.93)	[●]
November 8, 2022	Allotment pursuant to scheme of arrangement between iUnite Technologies Private Limited and our Company and their respective shareholders and creditors, approved by the National Company Law Tribunal, Bengaluru Bench through its order dated June 8, 2022	371,250	10	Other than cash	3.47	[●]
<i>Pursuant to a shareholders' resolution dated June 12, 2024, 522,144 equity shares of face value of ₹10 each were sub divided into 2,610,720 Equity Shares of face value of ₹2 each.</i>						
July 20, 2024	Bonus issue in the ratio of 1:1	2,610,720	2	Not applicable	4.88	[●]
Sept 10, 2025	Transfer received from Sundara (Mauritius) Limited	168,766	2	84.40 <sup>^^</sup>	0.31	[●]
<b>Total</b>		<b>5,390,206</b>			<b>9.85</b>	<b>[●]</b>

<sup>^</sup> Transfer by way of gift

<sup>^^</sup> Transfer pursuant to Inter-se Shareholders' Agreement. For further details see "History and Certain Corporate Matters- Terms of the Inter-se Shareholders' Agreement" on page 269.

<sup>#</sup> Calculated on the basis of (i) total Equity Shares outstanding as on the date of Red Herring Prospectus, (ii) 12,00,460 Equity Shares resulting upon exercise of vested options under the ESOP Schemes.

All the Equity Shares held by our Promoters were fully paid-up on the respective dates of allotment or acquisition of such Equity Shares. Further, none of the Equity Shares held by our Promoters are pledged or are otherwise encumbered.

As on date of this Red Herring Prospectus, our Promoters do not hold any Series A CCPS.

#### **Build-up of the equity shareholding of members of the Promoter Group in our Company**

The details regarding the build-up of the equity shareholding of our members of the Promoter Group (other than the Promotes) in our Company since incorporation is set forth in the table below:

Date of allotment/transfer	No. of equity shares	Nature of transaction	Nature of consideration	Face Value per equity share (₹)	Issue Price/Transfer price per equity share (₹)	Percentage of the pre-Offer Equity share capital on a fully diluted basis (%)#	Percentage of the post-Offer capital (%)
<b>Hilda Sunil Pillai</b>							
November 24, 2008	5,000	Transfer from Roy Abraham Yohannan	Cash	10	10	0.05	[●]
August 1, 2016	(5,000)	Transfer to Auroile Technologies Private Limited	Cash	10	121.19	(0.05)	[●]
February 17, 2016	136,808	Transfer from Sunil Kumar Pillai	Cash	10	N.A^	1.28	[●]
June 18, 2019	(9,290)	Transfer to Sundara (Mauritius) Limited	Cash	10	699.71	(0.09)	[●]
November 8, 2022	272,250	Allotment pursuant to scheme of arrangement between iUnite Technologies Private Limited and our Company and their respective shareholders and creditors, approved by the National Company Law Tribunal, Bengaluru Bench through its order dated June 8, 2022	Other than cash	10	Not applicable	2.54	[●]
<i>Pursuant to a shareholders' resolution dated June 12, 2024, 399,768 equity shares of face value of ₹10 each were subdivided into 1,998,840 Equity Shares of face value of ₹2 each.</i>							
July 20, 2024	1,998,840	Bonus issue in the ratio of 1:1	Cash	2	Not applicable	3.73	[●]
September 10, 2025	129,212	Transfer received from Sundara (Mauritius) Limited	Cash	2	84.40^^	0.24	[●]
<b>Total</b>	<b>4,126,892</b>					<b>7.54</b>	<b>[●]</b>

^Transfer by way of gift

^^ Transfer pursuant to Inter-se Shareholders' Agreement. For further details see "History and Certain Corporate Matters- Terms of the Inter-se Shareholders' Agreement" on page 269.

#Calculated on the basis of (i) total Equity Shares outstanding as on the date of Red Herring Prospectus, (ii) 12,00,460 Equity Shares resulting upon exercise of vested options under the ESOP Schemes.

### **Build-up of the equity shareholding of Selling Shareholders in our Company**

Except for our Promoters and members of our Promoter Group, the details regarding the build-up of the Equity shareholding of the other Selling Shareholders in our Company since incorporation is set forth in the table below:

Date of allotment/transfer	Nature of transaction	Number of equity shares	Face value per equity share (in ₹)	Offer / acquisition/ transfer price per equity share (in ₹)#	% of the pre- Offer equity share capital (on a fully diluted basis)	% of the post- Offer equity share capital
<b>Sundara (Mauritius) Limited</b>						
April 30, 2019	Private placement	10	10	639.98	Negligible	[●]
June 18, 2019	Transfer from Sunil Kumar Pillai	100,040	10	699.71	0.93	[●]



Date of allotment/transfer	Nature of transaction	Number of equity shares	Face value per equity share (in ₹)	Offer / acquisition/ transfer price per equity share (in ₹)#	% of the pre- Offer equity share capital (on a fully diluted basis)	% of the post- Offer equity share capital
	Transfer from Krishna Raj Sharma	100,040	10	699.71	0.93	[●]
	Transfer from Srinivasan Sriram	85,750	10	699.71	0.16	[●]
	Transfer from Venkatesh R	71,459	10	699.71	0.67	[●]
	Transfer from Roy Abraham Yohannan	71,458	10	699.71	0.13	[●]
	Transfer from Hilda Sunil Pillai	9,290	10	699.71	0.09	[●]
	Transfer from Brijesh Shrivastava	57,167	10	699.71	0.53	[●]
	Transfer from L Nagabushana Reddy	34,300	10	699.71	0.32	[●]
	Transfer from Ran Vijay Pratap Singh	28,583	10	699.71	0.27	[●]
	Transfer from Ravindra Kumar Sankhla	13,577	10	699.71	0.13	[●]
June 27, 2019	Transfer from Subodh Anchan	71,459	10	699.71	0.67	[●]
December 7, 2020	Transfer to Aria India Fund	(643,133 )	10	700.87	(6.01)	[●]
February 25, 2021	Transfer from Aria India Fund	643,133	10	699.81	6.01	[●]
Pursuant to a shareholders' resolution dated June 12, 2024, 643,133 equity shares of face value of ₹10 each were sub divided into 3,215,665 Equity Shares of face value of ₹2 each.						
July 20, 2024	Bonus issue in the ratio of 1:1	3,215,665	2	Not applicable	6.01	[●]
August 22, 2025	Allotment pursuant to conversion of 1,250,025 Series A CCPS*	11,432,730	2	Not applicable	21.35	[●]
September 10, 2025	Transfer to other Shareholders pursuant to Inter-se Shareholders 'Agreement	(1,153,105)	2	84.40^	(2.11)	[●]
Total		16,710,955			30.53	[●]
<b>R Venkatesh</b>						
December 22, 2008	Further issue	17,000	10	30	0.16	[●]
March 31, 2011	Further issue	32,451	10	10	0.30	[●]

Date of allotment/transfer	Nature of transaction	Number of equity shares	Face value per equity share (in ₹)	Offer / acquisition/ transfer price per equity share (in ₹)#	% of the pre- Offer equity share capital (on a fully diluted basis)	% of the post- Offer equity share capital
September 30, 2011	Further issue	42,078	10	10	0.39	[●]
March 31, 2012	Further issue	10,000	10	35	0.09	[●]
March 31, 2013	Further issue	266,666	10	15	2.50	[●]
December 6, 2013	Transfer from Mohan K	3,665	10	26.35	0.03	[●]
August 1, 2016	Transfer to Auroile Technologies Private Limited	(212,330 )	10	97.82	(1.98)	[●]
June 18, 2019	Transfer to Sundara (Mauritius) Limited	(71,459)	10	699.71	(0.67)	[●]
November 8, 2022	Allotment pursuant to scheme of arrangement between iUnite Technologies Private Limited and our Company and their respective shareholders and creditors, approved by the National Company Law Tribunal, Bengaluru Bench through its order dated June 8, 2022	222,750	10	Other than cash	2.08	[●]
Pursuant to a shareholders' resolution dated June 12, 2024, 310,821 equity shares of face value of ₹10 each were sub divided into 1,554,105 Equity Shares of face value of ₹2 each.						
July 20, 2024	Bonus issue in the ratio of 1:1	1,554,105	2	Not applicable	2.90	[●]
September 10, 2025	Transfer received from Sundara (Mauritius) Limited	100,463	2	84.40^	0.18	[●]
Total		3,208,673			5.86	[●]
Subodh Anchan						
December 22, 2008	Further issue	5,100	10	30	0.05	[●]
March 31, 2011	Further issue	33,591	10	10	0.31	[●]
September 30, 2011	Further issue	43,556	10	10	0.41	[●]

Date of allotment/transfer	Nature of transaction	Number of equity shares	Face value per equity share (in ₹)	Offer / acquisition/ transfer price per equity share (in ₹)#	% of the pre- Offer equity share capital (on a fully diluted basis)	% of the post- Offer equity share capital
March 31, 2012	Further issue	11,428	10	35	0.11	[●]
March 31, 2013	Further issue	149,833	10	15	1.40	[●]
September 7, 2013	Further issue	166,666	10	15	1.56	[●]
December 6, 2013	Transfer to Ran Vijay Pratap Singh	(39,114)	10	26.35	(0.36)	[●]
August 1, 2016	Transfer to Auroile Technologies Private Limited	(211,873 )	10	97.82	(1.98)	[●]
June 27, 2019	Transfer to Sundara (Mauritius) Limited	(71,459)	10	699.71	(0.67)	[●]
November 8, 2022	Allotment pursuant to scheme of arrangement between iUnite Technologies Private Limited and our Company and their respective shareholders and creditors, approved by the National Company Law Tribunal, Bengaluru Bench through its order dated June 8, 2022	198,000	10	Other than cash	1.85	[●]
Pursuant to a shareholders' resolution dated June 12, 2024, 285,728 equity shares of face value of ₹10 each were sub divided into 1,428,640 Equity Shares of face value of ₹2 each.						
July 20, 2024	Bonus issue in the ratio of 1:1	1,428,640	2	Not applicable	2.67	[●]
September 10, 2025	Transfer received from Sundara (Mauritius) Limited	92,352	2	84.40^	0.17	[●]
Total		2,949,632			5.39	[●]
Roy Abraham Yohannan						
April 9, 2008	Initial subscription to memorandum of association	5,000	10	10	0.05	[●]
November 24, 2008	Transfer to Hilda Sunil Pillai	(5,000)	10	10	(0.05)	[●]

Date of allotment/transfer	Nature of transaction	Number of equity shares	Face value per equity share (in ₹)	Offer / acquisition/ transfer price per equity share (in ₹)#	% of the pre- Offer equity share capital (on a fully diluted basis)	% of the post- Offer equity share capital
December 22, 2008	Further issue	14,000	10	10	0.13	[●]
March 31, 2011	Further issue	23,577	10	10	0.22	[●]
September 30, 2011	Further issue	30,570	10	10	0.29	[●]
March 31, 2012	Further issue	5,570	10	35	0.05	[●]
March 31, 2013	Further issue	249,999	10	10	2.33	[●]
December 6, 2013	Transfer from Mohan K	284	10	26.35	Negligible	[●]
	Transfer from Krishna Raj Sharma	6,023	10	26.35	0.06	[●]
August 1, 2016	Transfer to Auroile Technologies Private Limited	(188,441 )	10	97.82	(1.76)	[●]
June 18, 2019	Transfer to Sundara (Mauritius) Limited	(71,458)	10	699.71	(0.67)	[●]
November 8, 2022	Allotment pursuant to scheme of arrangement between iUnite Technologies Private Limited and our Company and their respective shareholders and creditors, approved by the National Company Law Tribunal, Bengaluru Bench through its order dated June 8, 2022	198,000	10	Other than cash	1.85	[●]
Pursuant to a shareholders' resolution dated June 12, 2024, 268,124 equity shares of face value of ₹10 each were sub divided into 1,340,620 Equity Shares of face value of ₹2 each.						
July 20, 2024	Bonus issue in the ratio of 1:1	1,340,620	2	Not applicable	2.50	[●]
September 10, 2025	Transfer received from Sundara (Mauritius) Limited	86,663	2	84.40^	0.16	[●]
Total		27,67,903			5.06	[●]
Brijesh Shrivastava						

Date of allotment/transfer	Nature of transaction	Number of equity shares	Face value per equity share (in ₹)	Offer / acquisition/ transfer price per equity share (in ₹)#	% of the pre- Offer equity share capital (on a fully diluted basis)	% of the post- Offer equity share capital
December 22, 2008	Further issue	2,000	10	30	0.02	[●]
March 31, 2011	Further issue	18,722	10	10	0.17	[●]
September 30, 2011	Further issue	24,728	10	10	0.23	[●]
March 31, 2013	Further issue	166,500	10	15	1.56	[●]
December 6, 2013	Transfer from Mohan K	36,171	10	26.35	0.34	[●]
August 1, 2016	Transfer to Auroile Technologies Private Limited	(141,419 )	10	97.82	(1.32)	[●]
June 18, 2019	Transfer to Sundara (Mauritius) Limited	(57,167)	10	699.71	(0.54)	[●]
November 8, 2022	Allotment pursuant to scheme of arrangement between iUnite Technologies Private Limited and our Company and their respective shareholders and creditors, approved by the National Company Law Tribunal, Bengaluru Bench through its order dated June 8, 2022	123,750	10	Other than cash	1.16	[●]
Pursuant to a shareholders' resolution dated June 12, 2024, 172,835 equity shares of face value of ₹10 each were sub divided into 864,175 Equity Shares of face value of ₹2 each.						
July 20, 2024	Bonus issue in the ratio of 1:1	864,175	2	Not applicable	1.61	[●]
September 10, 2025	Transfer received from Sundara (Mauritius) Limited	55,863	2	84.40^	0.10	[●]
Total		17,84,213			3.26	[●]
<b>L Nagabushana Reddy</b>						
September 30, 2011	Further issue	11,750	10	10	0.11	[●]
March 31, 2012	Further issue	4,285	10	35	0.04	[●]
March 31, 2013	Further issue	53,333	10	15	0.50	[●]

Date of allotment/transfer	Nature of transaction	Number of equity shares	Face value per equity share (in ₹)	Offer / acquisition/ transfer price per equity share (in ₹)#	% of the pre- Offer equity share capital (on a fully diluted basis)	% of the post- Offer equity share capital
December 6, 2013	Transfer from Ramakrishnan V.E.	13,002	10	26.35	0.12	[●]
August 1, 2016	Transfer to Auroile Technologies Private Limited	(47,033)	10	97.82	(0.44)	[●]
June 18, 2019	Transfer to Sundara (Mauritius) Limited	(34,300)	10	699.71	(0.32)	[●]
November 8, 2022	Allotment pursuant to scheme of arrangement between iUnite Technologies Private Limited and our Company and their respective shareholders and creditors, approved by the National Company Law Tribunal, Bengaluru Bench through its order dated June 8, 2022	123,750	10	Other than cash	1.16	[●]
Pursuant to a shareholders' resolution dated June 12, 2024, 124,787 equity shares of face value of ₹10 each were sub divided into 623,935 Equity Shares of face value of ₹2 each.						
July 20, 2024	Bonus issue in the ratio of 1:1	623,935	2	Not applicable	1.16	[●]
September 10, 2025	Transfer received from Sundara (Mauritius) Limited	40,333	2	84.40^	0.07	[●]
Total		1,288,203			2.35	[●]
<b>Ran Vijay Pratap Singh</b>						
September 30, 2011	Further issue	4,798	10	10	0.04	[●]
December 6, 2013	Transfer from Subodh Anchan	39,114	10	26.35	0.36	[●]
	Transfer from Krishna Raj Sharma	13,949	10	26.35	0.13	[●]
	Transfer from Sunil Kumar Pillai	12,037	10	26.35	0.11	[●]



Date of allotment/transfer	Nature of transaction	Number of equity shares	Face value per equity share (in ₹)	Offer / acquisition/ transfer price per equity share (in ₹)#	% of the pre- Offer equity share capital (on a fully diluted basis)	% of the post- Offer equity share capital
August 1, 2016	Transfer to Auroile Technologies Private Limited	(39,911)	10	97.82	(0.37)	[●]
June 18, 2019	Transfer to Sundara (Mauritius) Limited	(28,583)	10	699.71	(0.27)	[●]
November 8, 2022	Allotment pursuant to scheme of arrangement between iUnite Technologies Private Limited and our Company and their respective shareholders and creditors, approved by the National Company Law Tribunal, Bengaluru Bench through its order dated June 8, 2022	123,750	10	Other than cash	1.16	[●]
Pursuant to a shareholders' resolution dated June 12, 2024, 125,154 equity shares of face value of ₹10 each were sub divided into 625,770 Equity Shares of face value of ₹2 each.						
July 20, 2024	Bonus issue in the ratio of 1:1	625,770	2	Not applicable	1.17	[●]
September 10, 2025	Transfer received from Sundara (Mauritius) Limited	40,452	2	84.40^	0.07	
<b>Total</b>		<b>1,291,992</b>			<b>2.36</b>	<b>[●]</b>
<b>Ravindra Kumar Sankhla</b>						
March 31, 2013	Further Issue	33,333	10	15	0.31	[●]
August 1, 2016	Transfer to Auroile Technologies Private Limited	(19,033)	10	97.82	(0.18)	[●]
June 18, 2019	Transfer to Sundara (Mauritius) Limited	(13,577)	10	699.71	(0.13)	[●]
November 8, 2022	Allotment pursuant to scheme of arrangement between iUnite	123,750	10	Other than cash	1.16	[●]

Date of allotment/transfer	Nature of transaction	Number of equity shares	Face value per equity share (in ₹)	Offer / acquisition/ transfer price per equity share (in ₹)#	% of the pre- Offer equity share capital (on a fully diluted basis)	% of the post- Offer equity share capital
	Technologies Private Limited and our Company and their respective shareholders and creditors, approved by the National Company Law Tribunal, Bengaluru Bench through its order dated June 8, 2022					
Pursuant to a shareholders' resolution dated June 12, 2024, 124,473 equity shares of face value of ₹10 each were sub divided into 622,365 Equity Shares of face value of ₹2 each.						
July 20, 2024	Bonus issue in the ratio of 1:1	622,365	2	Not applicable	1.16	[●]
September 10, 2025	Transfer received from Sundara (Mauritius) Limited	40,232	2	84.40^	0.07	[●]
<b>Total</b>		<b>1,284,962</b>			<b>2.35</b>	<b>[●]</b>
<b>Venkata Naga Swaroop Muvvala</b>						
November 11, 2021	Transfer from Eric Jimmy Anklesaria	25,641	10	702	0.24	[●]
	Transfer from Jimbric Consulting (OPC) Private Limited	59,829	10	702	0.56	[●]
Pursuant to a shareholders' resolution dated June 12, 2024, 85,470 equity shares of face value of ₹10 each were sub divided into 427,350 Equity Shares of face value of ₹2 each.						
July 20, 2024	Bonus issue in the ratio of 1:1	427,350	2	Not applicable	0.80	[●]
September 10, 2025	Transfer received from Sundara (Mauritius) Limited	27,625	2	84.40^	0.05	[●]
<b>Total</b>		<b>882,325</b>			<b>1.61</b>	<b>[●]</b>

\* Sundara (Mauritius) Limited held 1,250,025 Series A CCPS of face value of ₹10 each which were converted to 11,432,730 Equity Shares (in a ratio of 9.146 Equity Shares of face value of ₹2 each for one Series A CCPS of face value of ₹10 each), pursuant to resolution dated [●] passed by our Board. Further, the Equity Shares being offered by Sundara (Mauritius) Limited as part of the Offer for Sale includes Equity Shares which resulted upon conversion of 1,250,025 Series A CCPS. For details of Series A CCPS conversion, see "The Offer" and "Capital Structure" on pages 75 and 99.

#Calculated on the basis of (i) total Equity Shares outstanding as on the date of Red Herring Prospectus, (ii) 12,00,460 Equity Shares resulting upon exercise of vested options under the ESOP Schemes.

### **Build-up of the preference shareholding of the Selling Shareholders in our Company**

The details regarding the build-up of the preference shareholding of the Selling Shareholders in our

Company since incorporation is set forth in the table below:

Date of allotment/ transfer	No. of Preference Shares*	Nature of transaction	Nature of consideration	Face Value per Preference Share (₹)	Issue Price/ Transfer price per Preference Share (₹)	Percentage of the pre-Offer preference share capital (%)	Percentage of the post- Offer capital (%)
<b><i>Sundara (Mauritius) Limited</i></b>							
April 30, 2019	1,250,025	Allotment of 1,250,025 Series A CCPS to Sundara (Mauritius) Limited	Cash	10	639.98	100	Nil
December 2, 2020	(1,250,025)	Transfer to Aria India Fund	Cash	10	640.72	(100)	Nil]
February 25, 2021	1,250,025	Transfer from Aria India Fund	Cash	10	639.76	100	Nil
AUGUST 22 2025	(1,250,025)	Conversion of 1,250,025 Series A CCPS into Equity Shares	Not Applicable	2	Not Applicable	(100)	Nil
<b>Total</b>	<b>-</b>					<b>-</b>	<b>-</b>

\* Sundara (Mauritius) Limited held 1,250,025 Series A CCPS of face value of ₹ 10 each which were converted to 11,432,730 Equity Shares (in a ratio of 9.146 Equity Shares of face value of ₹2 each for one Series A CCPS of face value of ₹10 each), Pursuant to a resolution of our Board dated 22<sup>nd</sup> August 2025, 1,250,025 Series A CCPS were converted to 11,432,730 Equity Shares of face value of ₹2 each.

KATTI GADAPANI  
ACHAR BINDU  
MADHAVA

Digitally signed by KATTI GADAPANI ACHAR BINDU MADHAVA  
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