



Date: September 08, 2026

To,
Corporate Relationship Department,
BSE Limited
2nd Floor, New Trading Wing,
Rotunda Building, P.J. Towers,
Dalal Street, Mumbai – 400 001

Scrip Code: 543746
ISIN: INE0BSU01018

Dear Sir/Madam,

Subject: Notice convening 31st Annual General Meeting & Annual Report for FY 2025-26

Ref: Regulation 30, 34 and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations 2015')

With reference to the above cited subject and in furtherance to our submission dated August 30, 2025, please find enclosed Notice convening 31st Annual General Meeting & Annual Report FY 2025-26 of **Logica Infoway Limited**. The AGM is to be conducted through Video Conferencing/Other Audio Visual Means (VC/OAVM) on **Wednesday, September 30, 2026 at 12:30 P.M. The cut off Date** for voting on the resolutions as set out in the Notice of AGM and attending the AGM is **Wednesday, September 23, 2026**.

Remote e-voting details:

Start Date & Time: **Sunday, September 27, 2026 (09:00 A.M. IST)**
End Date & Time: **Tuesday, September 29, 2026 (05:00 P.M. IST)**

The Notice convening 31st Annual General Meeting & Annual Report FY 2025-26 has been sent through electronic mode to all the Members whose Email Ids are registered with the Company/Registrar and Share Transfer Agent (RTA)/Depository Participants (DPs).

Further, weblink of the Annual report is mentioned herewith for reference

<https://www.logicainfoway.com/investor/annual-reports/annual-report-2025-26.pdf>

The above information is also available on the website of the Company at www.logicainfoway.com.

Request you to kindly take the above information on records and to treat the same as compliance with the applicable provisions of the SEBI (LODR) Regulations, 2015.

Thanking you,
Yours faithfully,

For LOGICA INFOWAY LIMITED

Priyanka Gera
Company Secretary & Compliance Officer
Membership No. – A63809



LOGICA INFOWAY LIMITED

Annual Report
2025-26

Empowering through

DIGITAL TECHNOLOGY

Closer to markets. Faster in execution. Ready to scale.



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PURPOSE

Empowerment through Digital Technology to make it more accessible, relevant and meaningful in everyday life.

ETHOS

We are guided by five core principles:

TRUST.

CUSTOMER FIRST.

INNOVATION.

EXCELLENCE.

RESPONSIBLE GROWTH.

Our ethos is built on the belief that long-term success is earned through trust, consistency and the ability to evolve with our customers and partners.

In essence, our ethos is simple: build trust, embrace change, serve better, grow responsibly and serve the community at large.

PURPOSE, MISSION, VISION AND ETHOS

MISSION

BUILDING A FUTURE-READY ECOSYSTEM THROUGH INNOVATION, TRUSTED PARTNERSHIPS AND CUSTOMER EXCELLENCE

Our mission is to enrich lives by connecting people and businesses with quality and affordable technology through seamless commerce, trusted partnerships and customer-centric solutions.

Our mission is anchored in three priorities:



CUSTOMER-CENTRIC INNOVATION AND SERVICE EXCELLENCE

Understanding evolving needs and delivering quality products, solutions and experiences.



SUSTAINABLE GROWTH THROUGH STRONG PARTNERSHIPS

Building long-term relationships with global brands, channel partners, customers and stakeholders.



EXPANDING GLOBAL REACH THROUGH EXPORT EXCELLENCE

Taking quality technology products and solutions from India to international markets.

VISION

TO BE A LEADING, FUTURE-READY TECHNOLOGY RETAIL AND DISTRIBUTION ECOSYSTEM

Our vision is to emerge as the preferred retail and distribution partner for global consumer technology brands in India. We aim to scale our network by increasing stores and strengthening our presence across urban and Tier-2 markets, while building a growing presence in international markets and creating sustainable, long-term value for all our stakeholders.



FY26 marked the highest-ever revenue, EBITDA and PAT in the Company's three-decade history.

GROWTH IN FY26

23.5 %

Gross margin growth

29.5 %

EBITDA growth

35.0 %

PAT growth

FINANCIAL HIGHLIGHTS

31 YEARS OF EXCELLENCE

FY26 AT A GLANCE

₹13,157 Mn

Revenue

5.91 %

Gross margin, 23.5% YoY growth

₹306 Mn

EBITDA, 29.5% YoY growth

₹142 Mn

PAT, 35.0% YoY growth

RETAIL HIGHLIGHTS

24

Net new COCO stores added

77

COCO stores in the retail network

38,125 sq. ft.

Retail footprint

15

Samsung cafes

Established in 1995.
BSE: 543746.

AT A GLANCE

1995

Year established

4

Business verticals

14+

Global brand relationships

4

States: West Bengal, Delhi,
Uttar Pradesh and Haryana

FOUR VERTICALS

RETAIL

DISTRIBUTION

E-COMMERCE

EXPORTS

COMPANY OVERVIEW

EMPOWERING DIGITAL LIFESTYLES THROUGH RETAIL EXCELLENCE, STRATEGIC DISTRIBUTION AND TECHNOLOGY SOLUTIONS ACROSS GLOBAL MARKETS

Established in 1995, Logica Infoway Limited (BSE: 543746) is an established pan-India consumer electronics distributor and omni-channel retailer serving both B2B and B2C segments. With nearly three decades of industry experience, the Company has built a strong presence across India through an integrated network of distribution centres, retail stores, channel partners and e-commerce platforms.

Under the leadership of Mr. Gaurav Goel, Managing Director, who brings over three decades of experience in the distribution and retail industry, Logica has developed enduring relationships with leading global technology and consumer electronics brands, including Samsung, Apple, Dell, HP, Lenovo, ASUS, Oppo, Vivo, Realme, Xiaomi, Motorola, Tecno, Infinix and boAt.

The Company offers a comprehensive portfolio spanning smartphones, laptops, IT hardware, peripherals, accessories and allied consumer electronics, complemented by software, networking and security solutions. Its operations are structured across four key business verticals, Retail, Distribution, E-Commerce and Exports, providing a diversified platform for sustainable growth.

Logica has progressively expanded its market reach across West Bengal, Delhi, Uttar Pradesh and Haryana, supported by its distribution infrastructure, retail network, e-commerce capabilities and channel ecosystem. This multi-channel approach enables the Company to enhance product accessibility, strengthen customer engagement and respond effectively to evolving market needs.

Driven by technology, customer-centricity, operational excellence and strategic partnerships, Logica continues to strengthen its capabilities and market presence while pursuing long-term, profitable and sustainable growth. The Company remains focused on creating enduring value for its customers, brand partners, channel ecosystem and shareholders, while strengthening its position in India's evolving consumer electronics and technology landscape.



On FY26 and the road ahead

“

I believe the best part of this journey is **still ahead of us.**

FY26 IN NUMBERS

+17.6%

Revenue growth, ahead of 12–16% guidance

77

COCO stores, up from 53

₹7.97

Earnings per share (FY25: ₹6.12)

CHAIRMAN & MANAGING DIRECTOR'S MESSAGE

Dear Shareholders,

I am writing to you at the end of the best year in Logica's history. In FY26 we recorded our highest-ever revenue, our highest-ever operating profit and our highest-ever profit after tax. What makes me most proud is that we did this in a year when the market was working against us. In the first quarter of calendar 2025, smartphone shipments in India fell by about 8% as the trade cleared old stock and buyers held back, and the shift to 5G and to costlier phones carried on only unevenly. To grow 17.6% and still improve our margins in a year like that tells me the direction we chose a few years ago was the right one.

Revenue from operations for the year was ₹1,315.7 crore (₹13,157 million), up 17.6% from ₹1,119.2 crore in FY25. That is ahead of the 12–16% growth we had guided to at the start of the year, and it was growth of the right kind. Our gross margin improved by 28 basis points to 5.91%, the best in our thirty-year history, and in the second half of the year it reached 6.30%. EBITDA rose 29.5% to ₹30.6 crore, comfortably faster than revenue, and profit after tax rose 34.8% to ₹14.2 crore. Earnings per share went up from ₹6.12 to ₹7.97, and return on equity improved to 13.9%. We closed the year with a net worth of ₹102 crore and a stronger cash balance of ₹35.9 crore.



GAURAV GOEL

Chairman cum Managing Director

These numbers reflect a change we have been making to the company on purpose. For most of our history Logica was a distribution business. We are now building a retail-led company that sells through its own stores, through e-commerce and through distribution together, and this year that change began to show clearly in the results. Our own stores, run on a company-owned, company-operated (COCO) basis, grew 60% to ₹278 crore and now bring in 21% of our revenue, against 16% a year ago. We opened 24 net new stores and took the count from 53 to 77, with selling space rising from about 24,500 to over 38,000 square feet. Retail earns us a better margin and a better return on capital than the rest of the business, and it is growing fast: over the last four years our retail revenue has grown at 46% a year.

From a distribution business to a retail-led technology company.

“

Leadership is the capacity to translate vision into reality.

Warren Bennis

CHAIRMAN & MANAGING DIRECTOR'S MESSAGE

(CONTINUED)

The other parts of the business held their own. Distribution, still our steadiest vertical, grew 6% to ₹540 crore. During the year we were appointed a Tier-I distributor for Samsung Notebooks across West Bengal, Delhi-NCR, Uttar Pradesh and Haryana, and we took on the exclusive distribution of Infinix in Gurgaon. E-commerce grew 16% to ₹329.5 crore, where we chose to run a tighter, more profitable range rather than chase volume. In exports we pulled back in the first half deliberately and returned selectively in the second, keeping only the business that pays. Across all of this we work with most of the leading brands in the industry: Samsung, Apple, Dell, HP, Lenovo, ASUS, Oppo, Vivo, Realme, Xiaomi, Motorola, Tecno, Infinix and boAt.

A retail business, in the end, is its people. Going from 53 to 77 stores in a single year meant recruiting and training hundreds of colleagues on the shop floor, and strengthening our senior team in retail, finance and technology. I am grateful to every one of them. The habits we are trying to build, of people treating their store as their own and a head office that keeps them disciplined, are worth more to us over time than any single figure in this letter.

I also want to say a word about how we want to grow, and not only how fast. For us it starts with straight dealing: genuine, warranty-backed products, bought only through authorised channels, sold at a fair and honest price. Every store we open is a set of proper, salaried jobs in a city or a smaller town, and often a first job for someone young. We help customers trade in their old devices through our brand partners so that used electronics are handled responsibly, and moving our records onto a single digital system has taken a good deal of paper out of the company. As we get bigger, we intend to stay fair to our people, our partners and the places we operate in, and to keep our governance sound.

For FY27 the plan is straightforward. We expect to take the network past 100 stores and selling space past 60,000 square feet, and we expect retail revenue to grow by more than 50% as this year's new stores settle down and further stores open. As those younger stores finish their first year and the older ones carry more of their weight, we expect the company's EBITDA margin to move up towards 2.7–3.0%. Distribution and e-commerce should each grow at a healthy high-single-digit rate, and we will keep exports on a selective footing. Our longer-term goal has not changed: a 500-store retail network across India's cities and smaller towns, and a place as the retail partner of choice for the world's leading technology brands.

I am confident about this because the record supports it. Over the last five years we have grown revenue at about 21% a year, EBITDA at 44% and profit after tax at 54%. Our profits have grown at more than twice the rate of our sales, which is to say the company has been getting better, and not merely bigger.

On behalf of the Board, let me thank our brand partners for their trust, our bankers and channel partners for standing with us, and our customers for coming back to us year after year. My thanks, too, to my colleagues on the Board and across the company. Most of all, thank you, our shareholders, for the faith you have placed in us as we finish turning Logica from a distribution business into a retail-led technology company. I believe the best part of this journey is still ahead of us.

From a single Kolkata store to a multi-city, multi-channel platform: the first two decades built the operating foundation for scaled national growth.

REVENUE MILESTONES

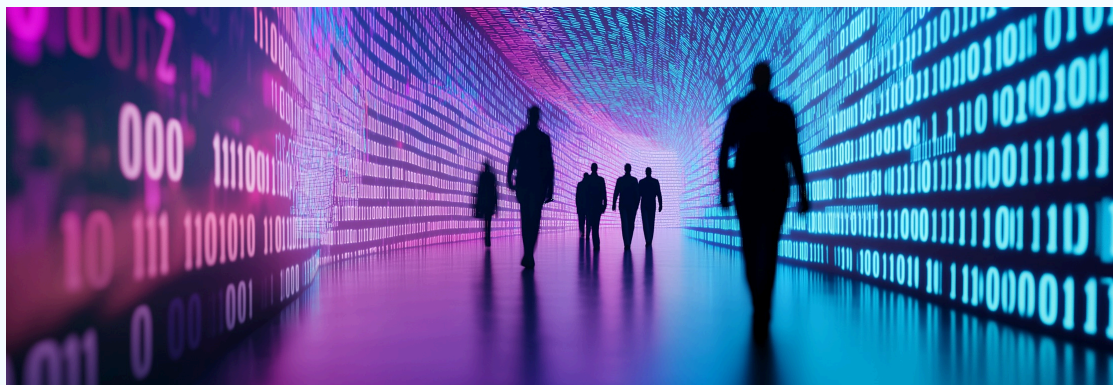
₹50 Cr

Revenue milestone, FY07

₹200 Cr

Revenue milestone, FY13

COMPANY'S JOURNEY



1995 FOUNDATION	2010 RETAIL EXPANSION	2016 GEOGRAPHIC SCALE-UP	2021 LISTED & SCALING
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1995 – 2009

FOUNDATION

- 1995** Launched business in 1995 with a focus on servicing, maintenance and LAN/WAN installations
- 1998-2009** Forged early distribution partnerships with HP, Samsung, Lenovo, Sony Vaio and HCL between 1998 and 2009
- 2002** Entered retail with first store in Kolkata in 2002
- FY07** Crossed ₹50 Cr revenue milestone in FY07



2010 – 2015

RETAIL EXPANSION

- 2011** Scaled retail to 6 Kolkata stores by 2011 and diversified into mobile distribution
- 2013** Launched e-commerce operations in 2013 across Snapdeal, Amazon and Flipkart
- FY13** Crossed ₹200 Cr revenue milestone in FY13

Three decades of disciplined execution culminate in FY26: the Company's highest-ever revenue, EBITDA and PAT.

REVENUE MILESTONES

₹400 Cr

Revenue milestone, FY18

₹1,000 Cr

Revenue milestone, FY24

₹1,300 Cr

Revenue crossed, FY26

COMPANY'S JOURNEY

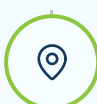
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1995
FOUNDATION

2010
RETAIL EXPANSION

2016
GEOGRAPHIC SCALE-UP

2021
LISTED & SCALING



2016 – 2020

GEOGRAPHIC SCALE-UP

- 2016** Expanded footprint with new offices in Durgapur, Midnapur and Murshidabad (2016)
- 2017** Opened first retail store outside West Bengal, Delhi (2017)
- 2017–18** Commenced operations in Delhi, Telangana and Karnataka (2017); expanded into Bhiwandi, Maharashtra (2018)
- FY18** Crossed ₹400 Cr revenue milestone in FY18



2021 – 2026

LISTED & SCALING

- 2021** Opened new distribution office in Gurgaon, Haryana (2021)
- Jan 2023** Successfully listed on the BSE SME platform via IPO in January 2023
- 2023** Expanded into Uttar Pradesh with a Lucknow office (2023)
- FY24** Crossed ₹1,000 Cr revenue milestone in FY24
- Apr 2025** Migrated enterprise systems from Tally ERP to SAP Business One (April 2025)
- FY26** Secured Tier-I Samsung Notebooks distribution mandate (WB, Delhi-NCR, UP, Haryana)
- FY26** Added 24 net new COCO stores, taking the network to 77 stores / 38,000+ sq. ft.
- FY26** Crossed ₹1,300 Cr revenue (₹13,157 Mn), with EBITDA of ₹306 Mn and PAT of ₹142 Mn, all-time highs



Four complementary channels drive a diversified, resilient revenue base.

Distribution remains the anchor at 41% of revenue, while Retail is the fastest-growing engine at +60.1% YoY: a deliberate mix shift toward higher-margin, company-owned channels.

ALL FOUR SEGMENTS GREW YOY

+60.1 %

Retail

+16.3 %

Export

+15.9 %

E-Commerce

+6.1 %

Distribution

BUSINESS VERTICALS



DISTRIBUTION

₹5,400 Mn

41% of revenue

+6.1% YOY



RETAIL (COCO)

₹2,780 Mn

21% of revenue

+60.1% YOY



E-COMMERCE

₹3,295 Mn

25% of revenue

+15.9% YOY



EXPORT

₹1,720 Mn

13% of revenue

+16.3% YOY

REVENUE MIX (FY26)

₹13,195 MN ACROSS FOUR VERTICALS



Driving growth through a scalable retail platform.

77

Stores

4

States

38,125

Sq. Ft.

45.7%

4-Yr CAGR

RETAIL BUSINESS



Logica's Company-Owned-Company-Operated (COCO) network has emerged as the primary growth engine and margin driver of the business, spread across Multi-Brand Outlets, HP World stores, and Samsung Experience Stores in West Bengal, Delhi-NCR, Uttar Pradesh and Haryana.

Retail revenue scaled from ₹617 Mn in FY22 to ₹2,780 Mn in FY26, a 4-year CAGR of 45.7%, with H2 FY26 alone delivering ₹1,447 Mn (+42.4% YoY). Mature stores (>12 months) deliver ~2.6x the monthly throughput of younger stores.

KEY HIGHLIGHTS

- Retail revenue CAGR of 45.7% (FY22–FY26), fastest-growing segment
- Store count expanded 6.4x in 3 years (12 to 77) since FY23
- Exclusive brand partnerships: Samsung, HP, Vivo, Realme
- SAP Business One delivers real-time store-level P&L and inventory visibility

Mature stores (>12 months) deliver ~2.6x the monthly throughput of younger stores: strong embedded operating leverage as the network matures.



OUR STORES

A COCO network of 77 stores across West Bengal, Delhi-NCR, Uttar Pradesh and Haryana.

Pictured: Logica Multi-Brand Outlets at Pacific Mall Dwarka and V3S Mall, and Samsung stores at Durgapuri and Dwarka Mor, all in Delhi.

STORE FORMATS

SAMSUNG EXPERIENCE STORES

HP WORLD STORES

MULTI-BRAND OUTLETS

RETAIL BUSINESS

(CONTINUED)



+6.1% YoY growth. Largest revenue contributor to the Company.

₹5,400

FY26 Revenue (₹ Mn)

41 %

Revenue Share

11

States Coverage

3,000+

Retail Partners

DISTRIBUTION



Distribution is Logica's largest and steadiest vertical: an authorised, multi-brand wholesale channel that supplies more than 3,000 retail partners across 11 states from 13 warehouses, backed by a deep North and East India footprint and long-standing relationships with leading technology brands.

AUTHORISED BRAND PARTNERS

HP

Samsung

Dell

ASUS

Lenovo

Infinix

Brother



KEY HIGHLIGHTS

- 13 warehouses across the pan-India distribution network
- Tier-I distributor: Samsung Notebooks (WB, Delhi-NCR, UP, Haryana), new in FY26
- Exclusive rights: Infinix in Gurgaon; Brother printers in West Bengal
- Deep North & East India regional footprint
- FY27 target: Tier-II / Tier-III market expansion

FY27 OUTLOOK

Expand into Tier-II / Tier-III markets while deepening exclusive mandates with Samsung, Infinix and Brother across the existing North & East India footprint.

REVENUE CAGR

11.9 %

Distribution revenue CAGR

+15.9% YoY growth. Steady growth with pan-India fulfilment.

₹3,295

FY26 Revenue (₹ Mn)

25%

Revenue Share

13

Warehouses

11.7%

Revenue CAGR

E-COMMERCE



E-Commerce is Logica's digital-first channel: a curated brand portfolio across smartphones, laptops and peripherals sold through leading marketplaces and brand programmes, fulfilled pan-India from 13 warehouses with disciplined working-capital management.

MARKETPLACE & BRAND PARTNERS

Amazon

Flipkart

OnePlus

Realme

HP

ASUS

Lenovo

KEY HIGHLIGHTS

- Digital-first execution with disciplined working-capital management
- Curated brand portfolio across smartphones, laptops and peripherals
- High serviceability with competitive pricing at scale
- Exclusive brand programmes and data-driven sale-event participation
- Selective expansion into D2C and regional marketplaces

STRATEGIC PRIORITY

Deepen marketplace partnerships and scale D2C while protecting working-capital discipline as the channel matures.



+16.3% YoY growth. Value over volume, with sharper capital discipline.

₹1,720

FY26 Revenue (₹ Mn)

13%

Revenue Share

96.1%

Revenue CAGR (3 yr)

FOCUS CATEGORIES & MARKETS

Smartphones & Laptops

Middle East

Selective Volume

EXPORT



Export takes Logica's smartphone and laptop portfolio to international markets, with the Middle East as the key market. The vertical is run for value over volume: active but selective participation, with tighter control on pricing, inventory turns and customer exposure than the domestic channels.

KEY HIGHLIGHTS

- Longer working-capital cycles than domestic channels
- Delivered lower ROCE vs. retail and e-commerce franchises
- Capital reallocated to domestic retail and digital channels
- Tighter control on pricing, inventory turns and customer experience
- Active but selective participation, sharper capital discipline ahead

STRATEGIC PRIORITY

Sustain a selective, capital-disciplined approach, prioritising returns over volume as domestic channels absorb reallocated capital.



Eight strategic cities
connecting customers,
partners and markets

FOOTPRINT

8

Cities

4

Regions: North, East, West
and South India

13

Warehouses

77

COCO stores

PAN-INDIA PRESENCE

Logica Infoway Limited has established a growing presence across key commercial and technology centres in North, East, West and South India. This strategically distributed footprint strengthens market access, channel relationships, service responsiveness and the Company's ability to scale its retail, distribution and digital operations.



A CONNECTED NATIONAL FOOTPRINT

Closer to markets. Faster in execution. Ready to scale.

Ahead of 12-16% guidance
(FY25: ₹11,192 Mn)

₹13,157 Mn

Revenue from operations

+17.6 %

YoY growth

5.91 %

Gross margin, +28 bps YoY

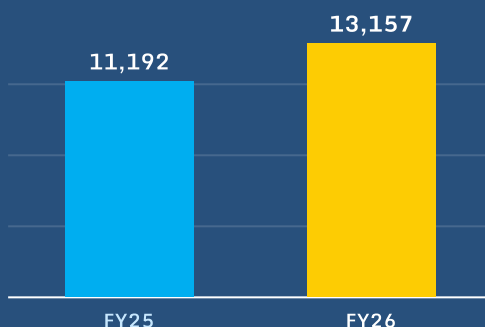
6.30 %

H2 FY26 gross margin

FINANCIAL PERFORMANCE AT A GLANCE

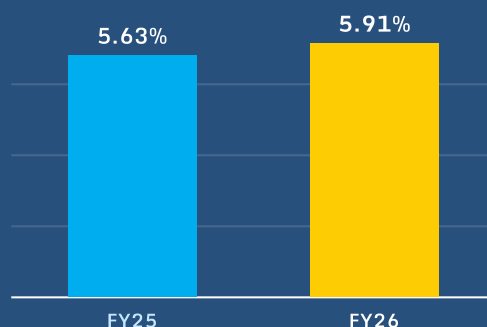
REVENUE AND GROSS MARGIN

REVENUE FROM OPERATIONS (₹ MN)



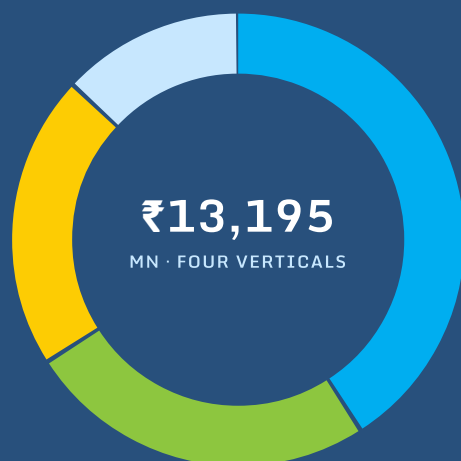
Growth driven by Retail (+60% YoY), the new Samsung Notebooks Tier-I mandate, exclusive Infinix distribution in Gurgaon, and calibrated re-engagement of exports in H2.

GROSS MARGIN (%)



Highest-ever gross margin. H2 FY26 print of 6.30% is the highest half-yearly gross margin in the Company's three-decade history, reflecting the mix shift to COCO retail (now 21% of revenue vs. 16% in FY25).

REVENUE MIX (FY26)



Distribution	41%
E-Commerce	25%
Retail (COCO)	21%
Export	13%

Distribution remains the anchor at 41% of revenue, while Retail is the fastest-growing engine at +60.1% YoY: a deliberate mix shift toward higher-margin, company-owned channels.

Growing 1.7x faster than revenue: evidencing operating leverage from the expanded retail base.

OPERATING LEVERAGE SNAPSHOT

1.7x

EBITDA grew faster than revenue

~2x

PAT grew faster than revenue

EARNINGS PER SHARE

₹7.97

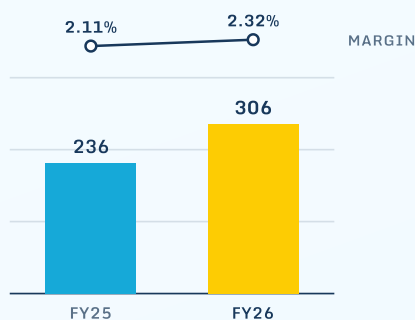
+30.2% YoY, three-decade high (FY25: ₹6.12)

FINANCIAL PERFORMANCE AT A GLANCE

(CONTINUED)

PROFITABILITY

EBITDA & EBITDA MARGIN

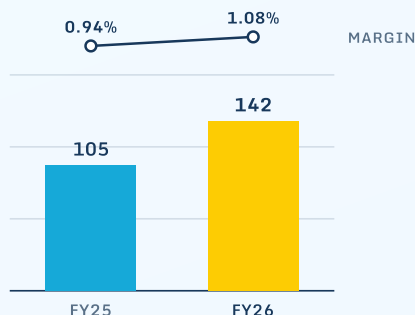


₹306 Mn

EBITDA, +29.5% YoY

Growing 1.7x faster than revenue, evidencing operating leverage from the expanded retail base. Margin at 2.32%, up 21 bps YoY, despite absorbing pre-opex from 24 new stores.

PAT & PAT MARGIN

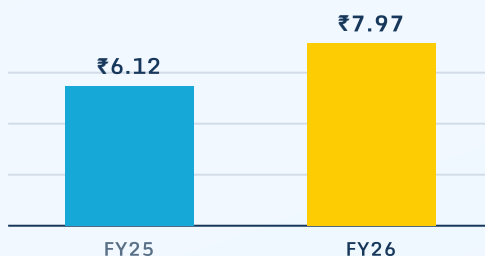


₹142 Mn

PAT, +35.0% YoY

Bottom-line growth ~2x revenue growth. PAT margin at 1.08%, up 14 bps YoY, reflecting operating leverage flowing through despite higher finance costs.

EARNINGS PER SHARE (₹)



EPS reached a three-decade high of **₹7.97** compared with ₹6.12 in FY25, up 30.2% YoY. The combination of stronger margins, faster bottom-line growth and higher earnings per share provides a clear measure of the value created from the Company's growth investments.

PAT compounding
2.5x revenue

4-YEAR CAGR (FY22-
FY26)

11.9 %

Distribution

45.7 %

Retail

11.7 %

E-Commerce

96.1 %

Export (3 yr)

20.9 %

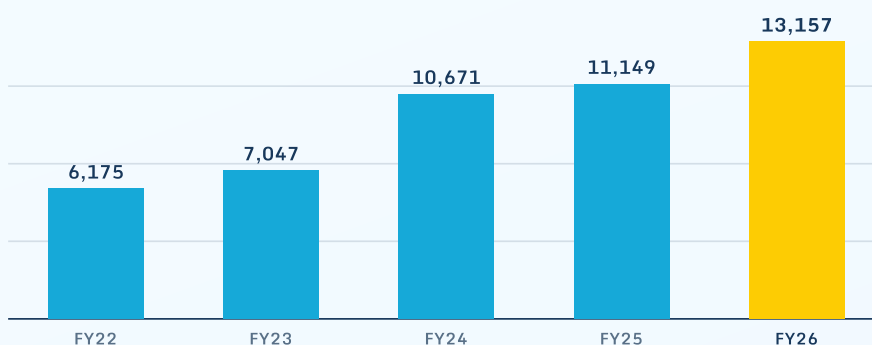
Total revenue

FINANCIAL PERFORMANCE AT A GLANCE

(CONTINUED)

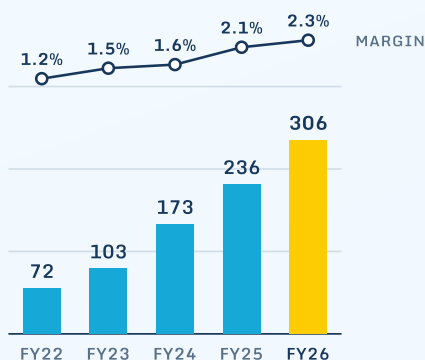
FIVE-YEAR TRACK RECORD

REVENUE GROWTH TREND (₹ MN) · CAGR 20.9%



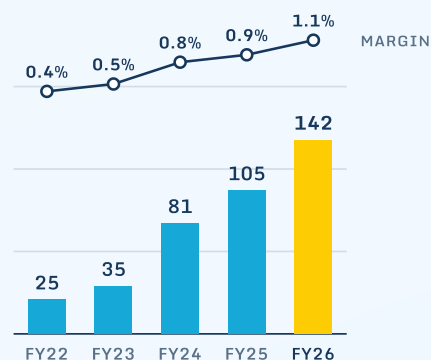
Revenue more than doubled over FY22-FY26, increasing from ₹6,175 Mn to ₹13,157 Mn at a four-year CAGR of 20.9%. Growth was sustained through a diversified business model spanning distribution, retail, e-commerce and exports.

EBITDA PROFILE (₹ MN) · CAGR 43.6%



EBITDA compounded at 43.6% over four years, rising from ₹72 Mn to ₹306 Mn. Margin nearly doubled from 1.2% to 2.3%.

PAT PROFILE (₹ MN) · CAGR 54.2%



PAT compounded at 54.2%, reaching ₹142 Mn in FY26. PAT growth materially outpaced both revenue and EBITDA, while margin rose from 0.4% to 1.1%.

Returns and capital
structure over three years

FY26 AT A GLANCE

10.3 %

ROCE, FY26

13.9 %

ROE, FY26

1.8 x

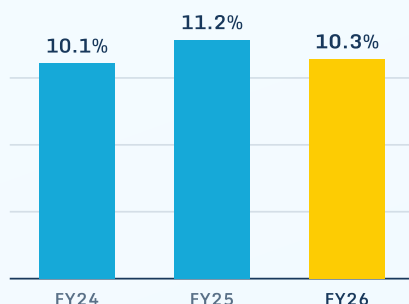
Debt / Equity, FY26

FINANCIAL PERFORMANCE AT A GLANCE

(CONTINUED)

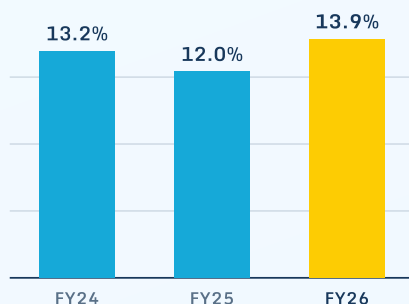
KEY FINANCIAL RATIOS

RETURN ON CAPITAL EMPLOYED (ROCE, %)



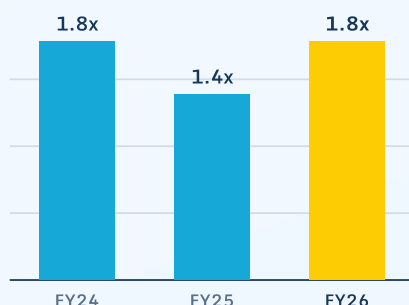
ROCE moderated to 10.3% in FY26 from 11.2% in FY25. The movement should be viewed alongside the Company's continuing investment in new stores and growth infrastructure, where capital is deployed before the full earnings contribution is realised.

RETURN ON EQUITY (ROE, %)



ROE strengthened to 13.9% in FY26, exceeding both FY24 and FY25. The improvement reflects stronger profit growth and more effective utilisation of shareholders' funds during a year of continued network expansion.

DEBT / EQUITY (X)



Debt-to-equity increased to 1.8x in FY26 after declining to 1.4x in FY25. The higher leverage supported working-capital and expansion requirements. Management's focus remains on converting incremental scale into cash flows and maintaining a balanced capital structure.

Working capital days and the cash conversion cycle, FY24–FY26

LEGEND

- Payables
- Inventory
- Receivables

CASH CONVERSION CYCLE

FY24 **45** days

FY25 **53** days

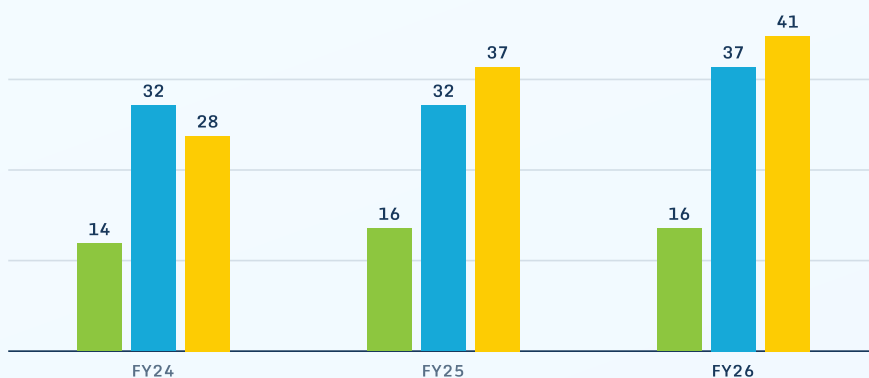
FY26 **62** days

FINANCIAL PERFORMANCE AT A GLANCE

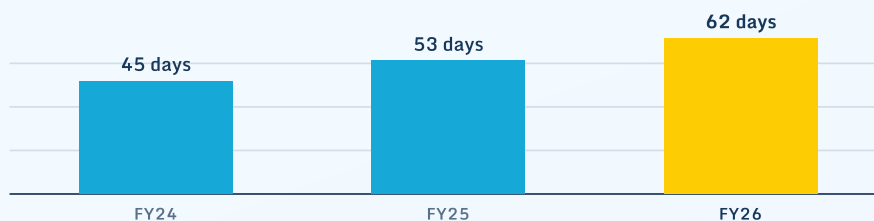
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WORKING CAPITAL EFFICIENCY

WORKING CAPITAL DAYS



CASH CONVERSION CYCLE (DAYS)



The cash conversion cycle increased from 45 days in FY24 to 62 days in FY26. Receivable days rose from 28 to 41 and inventory days increased from 32 to 37, while payable days remained broadly stable at 16. This indicates that a larger share of capital is supporting customer credit and inventory availability as the business expands.

RECEIVABLES

The increase calls for continued discipline in collections, credit monitoring and ageing reviews.

PAYABLES

Stable payable days preserve supplier relationships, though they provide limited offset to the longer operating cycle.

INVENTORY

Higher inventory supports product breadth and store availability, but requires tighter demand forecasting and stock rotation.

PRIORITY

Faster inventory turns and collections can release cash, reduce funding needs and improve returns on capital.

Exclusive and Tier-I partnerships anchoring growth

Trusted relationships with leading global technology and consumer-electronics brands strengthen Logica's ability to offer a broad, relevant and future-ready product portfolio across channels and markets.

AT A GLANCE

6

Tier-I / exclusive mandates

30+

Global brand partnerships

Authorised mandates across smartphones, IT hardware, accessories and software.

BRAND COLLABORATION AND CHANNEL PARTNERS

SIX EXCLUSIVE AND TIER-I PARTNERSHIPS

SAMSUNG

Tier-I Mandate + Experience Stores

Notebooks distribution mandate across WB, Delhi-NCR, UP and Haryana; direct-to-brand billing.



Distribution + HP World Stores

Authorised Tier-I distribution mandate; dedicated HP World retail format.

vivo

Direct Billing + MBO Format

Direct-to-brand billing arrangement; vivo-led multi-brand outlet displays.

realme

Direct Billing Arrangement

Direct-to-brand billing for superior margin capture across the MBO network.

Infinix

The Future is Now!

Exclusive Distribution

Exclusive distribution rights secured in Gurgaon in FY26.



Premium Retailer Format

Brand-exclusive premium retail format alongside OPPO co-location.

PLUS 30+ GLOBAL BRANDS ACROSS THE PORTFOLIO



DELL

Lenovo

SONY

oppo

mi xiaomi

motorola

ONEPLUS

TECNO

POCO

iQOO

boAt



NOTHING

PHILIPS

KEY PERFORMANCE INDICATORS

How each vertical measures its progress.

Five indicators per vertical guide capital allocation, partner conversations and store-level and channel-level reviews through the year.



RETAIL

FY26 share **21%**

YoY growth **+60.1%**

KEY PERFORMANCE INDICATORS

- 01 Revenue growth
- 02 Store and territory expansion
- 03 Store productivity
- 04 Brand collaborations
- 05 Customer experience



DISTRIBUTION

FY26 share **41%**

YoY growth **+6.1%**

KEY PERFORMANCE INDICATORS

- 01 Revenue growth
- 02 Territory expansion
- 03 Brand portfolio
- 04 Channel partner growth
- 05 Distribution efficiency



E-COMMERCE

FY26 share **25%**

YoY growth **+15.9%**

KEY PERFORMANCE INDICATORS

- 01 Revenue growth
- 02 Order / GMV growth
- 03 Customer acquisition and retention
- 04 Platform expansion
- 05 Fulfilment efficiency



EXPORTS

FY26 share **13%**

YoY growth **+16.3%**

KEY PERFORMANCE INDICATORS

- 01 Export revenue growth
- 02 Geographic expansion
- 03 New market entry
- 04 Product portfolio
- 05 International partnerships

Recognised by the brands we represent

Fourteen recognitions in FY 2025-26 from brand and marketplace partners

HP, Lenovo, OPPO, vivo, OnePlus, Flipkart and Amazon recognised Logica for distribution volumes, retail execution, premium and gaming categories and customer experience.

FY 2025-26

14

Awards and recognitions

7

Partner brands and marketplaces

AWARDS & RECOGNITION

DISTRIBUTION AND RETAIL EXCELLENCE



Distributor of the Year 2025, CNB (Kolkata)

HP



MBO of the Year 2025 (Kolkata)

HP



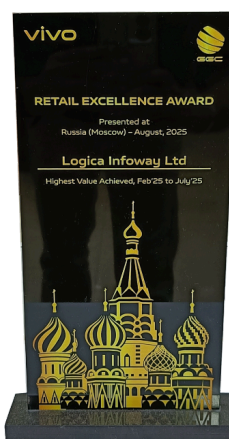
Best Premium Growth

HP Aim Together Partner Meet 2025



Best Super Premium Mix MBO

HP



Retail Excellence Award

vivo and GGC, presented in Moscow, August 2025



Premier Club Platinum 2025

OPPO India

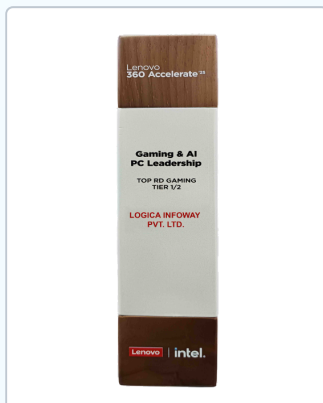
Product leadership,
marketplace performance
and customer experience

Recognition for gaming and AI
PC leadership, flagship
smartphone volumes, sale-
event and FlipStars
performance on Flipkart,
customer service on Amazon
and industry excellence
with HP.

AWARDS & RECOGNITION

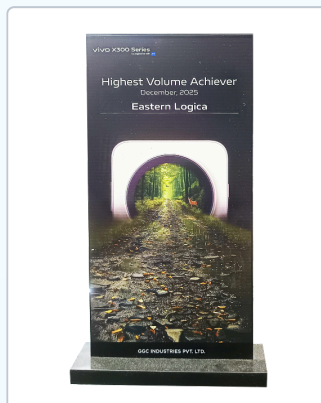
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CATEGORY LEADERSHIP AND CUSTOMER EXPERIENCE



Gaming & AI PC Leadership

Lenovo 360 Accelerate 2025,
Top RD Gaming Tier 1/2



Highest Volume Achiever, vivo X300 Series

vivo, December 2025



Award of Recognition, Excellence in V50 Sales

vivo, February to March 2025



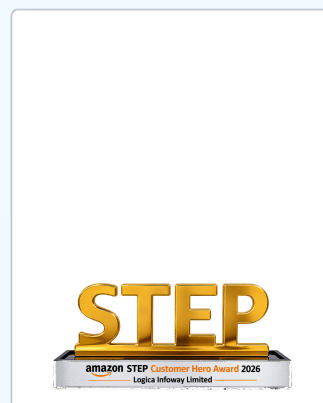
BBD First Innings

Flipkart FlipStars, Seller Hub



Limitless 2025, Delhi

OnePlus Nord



STEP Customer Hero Award 2026

Amazon



FlipStars Award 2025: Performance Rejoicer

Flipkart



Growthon Industry Excellence Award

HP · received by Mr. Sundeep Mishra, Chief Operating Officer

“Creating impact
beyond business.”

FOCUS AREAS



EDUCATION &
CHILD
WELFARE



FOOD &
COMMUNITY
SUPPORT



ANIMAL
WELFARE

CSR INITIATIVES

FY 2025-26 marked the second year of the Company's CSR journey, during which Logica Infoway Limited continued to strengthen its commitment to meaningful social and community welfare. Building upon the initiatives undertaken in the previous year, the Company focused on creating positive and tangible impact through interventions in animal welfare, support for the underprivileged and community well-being. The Company remains committed to the belief that responsible growth extends beyond business performance and encompasses contributing meaningfully to the well-being of society and the environment.

During the year, the Company strengthened its engagement with credible organisations and supported initiatives addressing genuine community needs. Its CSR approach remained focused on translating resources into meaningful outcomes, promoting care, dignity and inclusion for vulnerable communities and animals. Through these efforts, the Company continued to build a purposeful CSR journey that seeks to create lasting impact, one initiative at a time.



Care. Dignity. Inclusion. **Lasting impact.**

Jay Hari Har Krupa
Foundation:
Gaushala Project

Better shelter, nutrition,
healthcare, hygiene and
humane treatment for
abandoned, rescued, old,
injured and vulnerable cattle.

CSR INITIATIVES

(CONTINUED)

ANIMAL WELFARE

The Company supported the Jay Hari Har Krupa Foundation's Gaushala Project as part of its CSR initiatives and commitment to animal welfare, with the objective of promoting better care, safety and living conditions for animals. The initiative reflects the Company's belief that responsible growth extends beyond business performance and encompasses the welfare of all living beings.

**“Every life, no matter how small,
deserves kindness and care
because compassion is what
makes our world truly humane.”**

Animal welfare reflects our commitment to building a more compassionate and responsible society. Through our CSR initiatives, we strive to support the well-being of animals by extending care, nourishment and protection to those in need. We believe that every living being deserves dignity, care and a safe environment, and our efforts are a step towards creating a kinder world for all.

COMPASSION IN ACTION

**“Care for animal life. Dignity
for every community.”**



A safe, hygienic and caring environment for vulnerable cattle.

SUSTAINABLE GAUSHALA OPERATIONS

Organic manure

Bio-fertilisers

Natural agricultural inputs

Bio-energy

CSR INITIATIVES

(CONTINUED)

ANIMAL WELFARE (CONTINUED)

The project focuses on creating a safe, hygienic and caring environment for abandoned, rescued, old, injured and vulnerable cattle, with emphasis on adequate nutrition, clean drinking water, proper shelter, sufficient space, hygienic surroundings and trained caregivers. Regular veterinary check-ups, vaccination and timely medical treatment are also important to prevent disease and alleviate suffering.

The initiative is guided by the Five Freedoms of Animal Welfare: freedom from hunger and thirst; freedom from discomfort; freedom from pain, injury and disease; freedom to express normal behaviour; and freedom from fear and distress, providing a practical framework for promoting humane animal care.



The Company also recognises the importance of sustainable Gaushala operations through responsible utilisation of cattle waste for organic manure, bio-fertilisers, natural agricultural inputs and bio-energy, thereby supporting environmental sustainability and greater self-reliance.

Through this initiative, the Company seeks to contribute towards better shelter, nutrition, healthcare, hygiene and humane treatment of animals, while supporting a more compassionate and sustainable society.

GUIDING FRAMEWORK

The Five Freedoms of Animal Welfare

01

Freedom from hunger and thirst

02

Freedom from discomfort

03

Freedom from pain, injury and disease

04

Freedom to express normal behaviour

05

Freedom from fear and distress

Jay Hari Har Krupa
Foundation

TWO INITIATIVES

CHILDREN'S EDUCATION

DISTRIBUTION OF
ESSENTIAL ITEMS



CSR INITIATIVES

(CONTINUED)

EDUCATION & COMMUNITY SUPPORT



CHILDREN'S EDUCATION

The Company, through Jay Hari Har Krupa Foundation, supported the Children's Education Project as part of its CSR initiatives, with the objective of strengthening access to education for children from underprivileged and economically disadvantaged backgrounds. The initiative reflects the Company's belief that education is a key driver of long-term social development and empowerment.

The project focuses on providing essential educational support and a conducive learning environment, helping address barriers that may hinder children from continuing their education. The initiative also seeks to encourage regular learning and support the development of children's confidence, skills and aspirations.

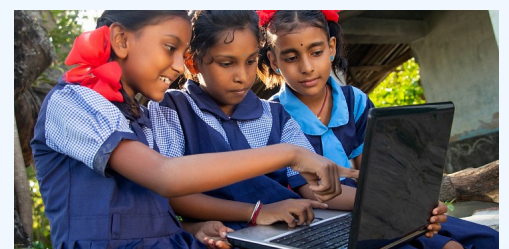
Through this initiative, the Company seeks to promote inclusive and equitable access to education and contribute towards improved future opportunities for children. Supporting education also strengthens communities by enhancing livelihood prospects and contributing to broader social and economic development, in line with the Company's commitment to creating meaningful and sustainable social impact.

DISTRIBUTION OF ESSENTIAL ITEMS

The Company, through Jay Hari Har Krupa Foundation, supported the initiative for distribution of essential items to children and other needy members of the community, as part of its CSR initiatives. The initiative focused on providing basic necessities such as clothing, footwear and other essential goods to individuals from underprivileged and economically disadvantaged sections, helping address their immediate needs.

The support contributed towards the comfort, dignity and well-being of beneficiaries, particularly children and families with limited resources. Access to basic necessities can also facilitate children's participation in education and community activities while easing the financial burden on vulnerable households.

Through this initiative, the Company seeks to promote inclusive community welfare and compassionate social action, extending meaningful assistance to vulnerable individuals and contributing towards a more caring and inclusive society.



Jivan Jyot Foundation:
Nutrition Drive

CSR INITIATIVES

(CONTINUED)

NUTRITION & COMMUNITY WELL-BEING

EXTENDING SUPPORT TO THOSE IN
NEED

“Sharing what we can, where it matters most.”

The Company supported the Nutrition Drive undertaken by Jivan Jyot Foundation as part of its CSR initiatives, with the objective of providing nutritious and wholesome meals to poor, underprivileged and needy persons. The initiative focused on addressing the immediate nutritional needs of individuals and families facing financial hardship and other challenging circumstances.

The programme contributed towards the health, dignity and well-being of vulnerable individuals by facilitating access to nutritious meals and extending timely support to those in need. It reflects the importance of compassion and responsive community welfare in addressing basic needs at the grassroots level.

Through this initiative, the Company seeks to promote nutrition, inclusive social development and community well-being, while contributing towards a more caring and supportive society.



CONCLUSION

BUILDING A CULTURE OF GIVING

Small contributions can create meaningful change.

As Logica continues to strengthen its CSR journey, it remains committed to advancing initiatives that foster compassion, dignity and inclusive social development. Through responsible engagement with implementing agencies, the Company endeavours to create lasting social value, address meaningful needs at the grassroots level and contribute to a more equitable, caring and sustainable future.

Promoter, executive and
non-executive directors

BOARD OF DIRECTORS



MR. GAURAV GOEL

Chairman cum Managing Director

Mr. Gaurav Goel is the Chairman cum Managing Director and Promoter of the Company. He holds a Bachelor's degree in Electronics and Communications Engineering from Manipal Institute of Technology, Karnataka, obtained in 1995. He has been associated with the Company since December 2, 2002, when he joined the Board as a Director, and was re-designated as Managing Director on July 1, 2024. He possesses over 30 years of experience in the industry.



MRS. SHWETA GOEL

Whole-Time Director

Mrs. Shweta Goel is the Whole-time Director and Promoter of the Company. She holds a B.A. (Honours) in English from Loreto College, Kolkata, obtained in 1995, and a postgraduate qualification in Guidance and Counselling. She has been associated with the Company since December 2, 2002, when she was appointed to the Board, and was re-designated as Whole-time Director on April 1, 2017.



MR. RAKESH KUMAR GOEL

Non-Executive Director

Mr. Rakesh Kumar Goel is a Non-Executive Director of the Company. He holds a Bachelor's degree in Mechanical Engineering from Jabalpur University, obtained in 1965, and possesses over 61 years of professional experience. He has held various positions with institutions including Texmaco, Titagarh Wagons Limited, Paharpur Cooling Towers Limited and HEI Limited. He has been associated with the Company since July 14, 2014.

Independent Directors

BOARD OF DIRECTORS

(CONTINUED)

**MR. DINESH ARYA****Independent Director**

Mr. Dinesh Arya is an Independent Director of the Company. He holds a B.Com. degree from Ravishankar University, Raipur, a PGDBA in Finance from Symbiosis Centre for Distance Learning, Pune, and is a Fellow Member of the Institute of Company Secretaries of India. He possesses over 34 years of experience in corporate governance, regulatory matters and general management, and has served as Company Secretary & Compliance Officer and Head (Legal) at Titagarh Wagons Limited. He has been associated with the Company since July 1, 2022.

**MR. NIL KAMAL SAMANTA****Independent Director**

Mr. Nil Kamal Samanta is an Independent Director of the Company. He holds Bachelor's degrees in Physics and Law from Calcutta University and is a CAIIB. He possesses over 39 years of banking experience, with expertise in branch banking and administrative operations, and has served as Assistant General Manager and Deputy Zonal Manager, Bank of India. He has been associated with the Company since August 26, 2022, and was appointed for a five-year term.

**MRS. VINITA SARAF****Independent Director**

Mrs. Vinita Saraf is an Independent Director of the Company. She holds a Bachelor's degree in Commerce (Honours) and is NISM Series VIII certified. She possesses over 6 years of experience in company law, corporate governance, regulatory matters, corporate communication and investor relations. She has been associated with the Company since August 29, 2022, and was appointed for an eight-year term.

Operations, finance,
secretarial and information
leadership

KEY MANAGERIAL PERSONNEL



MR. SUNDEEP MISHRA

Chief Operating Officer

Mr. Sundeep Mishra is the Chief Operating Officer of the Company. He holds a Bachelor of Commerce degree from Calcutta University and possesses around 49 years of experience in sales, marketing and business development. He has been associated with the Company as Chief Operating Officer since July 1, 2022, and oversees sales and business development functions.



MR. DEEPAK KUMAR JHA

Chief Financial Officer

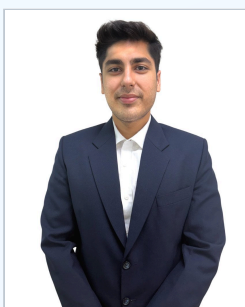
Mr. Deepak Kumar Jha is the Chief Financial Officer of the Company. He holds a Bachelor of Commerce degree from the University of Calcutta and possesses around 22 years of experience in Accounts and Finance. He has been associated with the Company since January 2, 2012, and has been serving as Chief Financial Officer since July 1, 2022.



MS. PRIYANKA GERA

Company Secretary & Compliance Officer

Ms. Priyanka Gera is the Company Secretary & Compliance Officer of the Company. She is an Associate Member of the Institute of Company Secretaries of India (ICSI) and holds a Master's degree in Commerce from IGNOU and a Bachelor's degree in Law from Rajasthan University. She possesses over 7 years of experience in public and private sector companies, with expertise in secretarial compliances, Board matters, corporate governance, securities law, due diligence and corporate matters. She was appointed on September 24, 2024.



MR. KSHITIJ GOEL

Chief Information Officer

Mr. Kshitij Goel is the Chief Information Officer (CIO) of the Company. He holds degrees in Mechanical Engineering and Business from Boston University, USA, and possesses experience in logistics automation and optimisation, having worked as an Engineering Project Manager with Amazon Logistics, USA. He also has practical experience in consumer IT and telecom hardware distribution and retail. He was appointed as CIO on May 1, 2025.

Board of Directors, Key
Managerial Personnel and
Board Committees

CORPORATE INFORMATION

BOARD OF DIRECTORS

Chairman	Mr. Gaurav Goel Managing Director
Executive Director	Mrs. Shweta Goel Whole-time Director
Non-Executive Director	Mr. Rakesh Kumar Goel
Independent Directors	Mr. Nil Kamal Samanta Mr. Dinesh Arya Mrs. Vinita Saraf

KEY MANAGERIAL PERSONNEL

Chief Operating Officer	Mr. Sundeep Mishra
Chief Financial Officer	Mr. Deepak Kumar Jha
Company Secretary & Compliance Officer	Ms. Priyanka Gera
Chief Information Officer	Mr. Kshitij Goel

INTERNAL COMPLAINTS COMMITTEE (ICC), POSH

Presiding Officer, Senior Woman Employee	Ms. Paromita Samanta
External Member, Legal Expert in POSH	Mrs. Priyanka Baid
Internal Member, CFO	Mr. Deepak Kumar Jha
Internal Member, E.Com Head	Mr. Ranveer Sharma

COMPOSITION OF BOARD COMMITTEES

AUDIT COMMITTEE

Chairman	Mr. Dinesh Arya
Members	Mr. Gaurav Goel Mr. Nil Kamal Samanta Mrs. Vinita Saraf

NOMINATION & REMUNERATION COMMITTEE

Chairperson	Mrs. Vinita Saraf
Members	Mr. Dinesh Arya Mr. Rakesh Kumar Goel

STAKEHOLDERS' RELATIONSHIP COMMITTEE

Chairman	Mr. Nil Kamal Samanta
Members	Mr. Gaurav Goel Mrs. Shweta Goel

CORPORATE SOCIAL RESPONSIBILITY COMMITTEE

Chairperson	Mrs. Shweta Goel
Members	Mr. Rakesh Kumar Goel Mr. Dinesh Arya

Offices, registrar, auditors,
listing and bankers

Email
info@logicainfoway.com

Website
www.logicainfoway.com

BANKERS

SBI Bank Limited

Bank of India Limited

The Federal Bank Limited

ICICI Bank Limited

Axis Bank Limited

CORPORATE INFORMATION

(CONTINUED)

CONTACT INFORMATION

REGISTERED OFFICE

2, Saklat Place, 1st Floor, Kolkata 700 072
+91 33 4058 0000

CORPORATE OFFICE

A-78, Okhla Industrial Area, Phase-II,
New Delhi 110020
+91 11 4362 8116

REGISTRAR AND SHARE TRANSFER AGENT

M/s. KFin Technologies Limited

CIN: L72400TG2017PLC117649
SEBI Regn. No.: INR000000221
Selenium Building, Tower B, Plot No. 31 & 32,
Financial District, Nanakramguda,
Serilingampally, Hyderabad, Rangareddi,
TG 500 032
Tel: +91 40 6716 2222
easternlogica.ipo@kfintech.com

AUDITORS

STATUTORY AUDITOR

R. Rampuria & Co., Chartered Accountants,
Kolkata (FRN: 325211E)

SECRETARIAL AUDITOR

Vaskar Das & Associates, Practicing Company
Secretary (Mem. No.: 9311; COP: 4467)

INTERNAL AUDITOR

Punit Pandey & Associates, Chartered
Accountants, Kolkata (FRN: 333246E)

LISTING

Stock Exchange **BSE Limited (SME Platform)**

Address
25th Floor, Phiroze Jeejeebhoy Towers, Dalal
Street, Mumbai 400001

Scrip Code **543746**

Scrip ID **ELIL**

ISIN **INE0BSU01018**

OTHER INFORMATION

The Half yearly and Annual Results of the Company are available on the website of the Company www.logicainfoway.com. The Half-Year Results and Annual Results of the Company are regularly submitted to the Stock Exchanges in accordance with the Listing Agreement.

The 'Investors' section on the Company's website keeps the investors updated on material developments in the Company by providing key and timely information such as Financial Results, Annual Reports etc. Members also have the facility of raising queries/making complaints on share related matters through a facility provided on the Company's website. The Company has a dedicated help desk with email ID investor.relations@logicainfoway.com in the Secretarial Department for providing necessary information to the investors.

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

FY 2025-26

Pursuant to Regulation 34(2)(e) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR Regulations"), the Board of Directors of **Logica Infoway Limited** ("the Company") is pleased to present the Management Discussion and Analysis Report for the financial year ended March 31, 2026.

1. INDUSTRY STRUCTURE AND DEVELOPMENTS

India demonstrated resilience and strong domestic economic fundamentals during FY 2025-26. The Indian economy remained supported by domestic consumption, investment activity, digitalisation, infrastructure development and policy initiatives focused on strengthening manufacturing and technology capabilities.

The electronics and information technology sectors remained important contributors to India's economic growth. The Government of India maintained its focus on promoting domestic electronics manufacturing, component localisation and development of the digital ecosystem through various policy initiatives. The Electronics Component Manufacturing Scheme, notified in April 2025, is aimed at strengthening the domestic component ecosystem and integrating Indian companies with global value chains.

The IT hardware ecosystem also benefited from policy support. As of June 2026, the PLI Scheme for IT Hardware had resulted in cumulative production of approximately ₹24,385.89 crore, reflecting the strengthening of domestic IT hardware manufacturing capabilities.

The increasing penetration of smartphones, laptops, personal computing devices, networking equipment, consumer electronics and other digital products is supporting demand across retail, distribution and e-commerce channels. At the same time, the industry remains characterised by rapid technological changes, shorter product cycles, intense competition, evolving consumer preferences, inventory management challenges and pricing pressures.

Against this backdrop, the Company remains focused on strengthening its retail footprint, distribution network, e-commerce capabilities and relationships with leading OEM and technology brands.

2. OVERVIEW – FY 2025-26

Market Overview:

India's economy maintained a strong growth trajectory during FY 2025-26. According to the provisional estimates released by the Ministry of Statistics and Programme Implementation, real GDP recorded growth of 7.6% during FY 2025-26. Private consumption, investment and services activity remained important drivers of economic activity.

The electronics and technology ecosystem **evolved rapidly**, supported by increasing digital adoption, expansion of organised retail, growth in e-commerce, greater technology penetration and increasing demand for connected devices.

The Indian electronics industry is also witnessing increasing localisation of manufacturing and supply chains. Government initiatives such as the PLI schemes and Electronics Component Manufacturing Scheme are aimed at developing a stronger domestic electronics ecosystem.

The Indian IT/ITeS ecosystem also **remains a significant contributor to the economy**, with increasing adoption of cloud computing, artificial intelligence, cybersecurity, digital platforms and technology-enabled business processes.

Company Overview:

During FY 2025-26, the Company strengthened its position as a multi-vertical player in the technology and electronics ecosystem, with operations spanning Retail, Distribution, E-Commerce and Exports.

The Company further developed its relationships with leading global and domestic technology brands and focused on enhancing customer reach, operational efficiency, inventory management and working capital utilisation.

During the year, the Company evaluated and pursued opportunities for expansion across its retail and distribution network, while maintaining a strong focus on profitability, operational discipline and efficient capital allocation.

The Company also leveraged technology and process improvements to enhance visibility across inventory, sales, procurement, receivables and other operational functions.

During FY 2025-26, the Company continued to strengthen its retail and distribution presence. It added 24 net new COCO stores, taking the network to 77 stores covering over 38,000 sq. ft. The Company also achieved an all-time high revenue of ₹13,157 Mn, with EBITDA of ₹306 Mn and PAT of ₹142 Mn. Further, the Company secured a Tier-I Samsung Notebooks distribution mandate covering West Bengal, Delhi-NCR, Uttar Pradesh and Haryana, further strengthening its distribution footprint.

Management Overview:

FY 2025-26 was a year of business consolidation and operational strengthening for the Company. The Company remained focused on achieving sustainable growth across its business verticals while strengthening its market presence and maintaining financial and operational discipline.

The Company prioritised the following key areas:

- expansion and optimisation of its retail network;

MANAGEMENT DISCUSSION AND ANALYSIS (CONTINUED)

- strengthening relationships with leading OEMs and technology brands;
- increasing distribution reach across existing and emerging markets;
- scaling its e-commerce and fulfilment capabilities;
- improving inventory planning and working capital management;
- strengthening internal processes and controls;
- enhancing technology-enabled operational visibility; and
- maintaining a balanced approach towards growth, profitability and capital efficiency.

The financial performance of the Company for FY 2025-26 :

- Revenue from Operations: ₹13,157 Mn, registering a 17.6% YoY growth, thereby exceeding the expected growth range of 12%–16%.
- Gross Margin: 5.91%, reflecting 23.5% YoY growth and an all-time company high.
- EBITDA: ₹306 Mn, up 29.5% YoY, supported by margin expansion from retail scale.
- Profit After Tax (PAT): ₹142 Mn, registering 35.0% YoY growth, driven by operating leverage across segments.
- Earnings Per Share (EPS): ₹7.97, up 30.2% YoY, marking a three-decade peak.

3. KEY OPERATIONAL VERTICALS

Retail – Expanding Customer Reach:

The retail vertical remains an important component of the Company's growth strategy. During FY 2025-26, the Company focused on strengthening its physical retail presence and improving the productivity of its existing store network.

The Company served customers through a combination of brand-focused and multi-brand retail formats, offering smartphones, laptops, IT hardware, accessories and other consumer technology products.

The Company placed emphasis on store-level productivity, customer experience, inventory availability and efficient utilisation of retail infrastructure.

Distribution – Strengthening Scale and Market Reach:

Distribution remains one of the Company's core business verticals and provides the Company with an extensive market reach through its network of channel partners and warehouses.

During FY 2025-26, the Company **strengthened its distribution relationships with leading technology and electronics brands** and focused on improving fulfilment efficiency, inventory management and delivery capabilities.

The Company's distribution operations continue to benefit from its established relationships with OEMs, channel partners and retailers.

E-Commerce – Expanding Digital Fulfilment Capabilities:

The Company's e-commerce vertical **supported the growing preference for digital purchasing and fulfilment of technology products**.

The Company worked with leading e-commerce platforms and brand partners, with emphasis on efficient order processing, inventory availability, fulfilment and delivery.

The increasing adoption of online commerce and digital purchasing behaviour presents opportunities for the Company to further scale its e-commerce operations while maintaining operational and working capital discipline.

Exports – Selective and Value-Focused Approach

The Company **undertook export activities** based on market opportunities, product demand and commercial viability.

The Company's approach **remains focused on selectively pursuing export opportunities** where appropriate margins, customer relationships and efficient utilisation of working capital can be achieved.

Going forward, the Company **will evaluate export opportunities selectively**, while maintaining a balanced approach between domestic growth opportunities and international business.

4. OPPORTUNITIES

a. Growing Digital and Technology Adoption

Increasing digitalisation, smartphone penetration, adoption of personal computing devices and demand for technology-enabled products are creating growth opportunities for the Company across its retail, distribution and e-commerce businesses.

b. Expansion of Organised Retail

The shift towards organised retail provides opportunities for the Company to expand its presence across existing as well as emerging markets. Increasing consumer preference for trusted brands, organised retail formats and enhanced after-sales service can support the Company's retail expansion strategy.

c. Growth of E-Commerce and Omnichannel Commerce

The growth of e-commerce provides opportunities to expand the Company's customer reach beyond physical retail locations. Integration of physical retail, distribution and digital channels can enable the Company to serve customers more efficiently.

d. Strong OEM and Brand Relationships

The Company's relationships with leading technology and electronics brands provide access to a wide product portfolio and enable the Company to participate in emerging product categories and market opportunities.

MANAGEMENT DISCUSSION AND ANALYSIS (CONTINUED)

e. Expansion into Emerging Markets

The Company may leverage its existing infrastructure, distribution capabilities and retail expertise to expand into emerging cities and markets where demand for smartphones, IT hardware and consumer electronics is witnessing steady growth.

f. Technology-led Operational Efficiency

Continued adoption of enterprise technology, automation, data analytics and improved inventory management systems provides opportunities to enhance operational efficiency, improve decision-making and optimise working capital.

5. THREATS

a. Competitive Environment

The Company's businesses operate in highly competitive markets comprising organised retailers, regional players, e-commerce platforms and other distributors. Increased competition may result in pricing pressure, higher promotional expenditure and pressure on margins.

b. Rapid Technological Changes

The technology and electronics industry is characterised by rapid product innovation and short product life cycles. Changes in technology or consumer preferences may result in inventory obsolescence and require continuous adaptation of product offerings.

c. Macroeconomic and Market Conditions

Changes in interest rates, inflation, consumer spending, foreign exchange rates, taxation, government policies and overall economic conditions may affect consumer demand and the Company's operating costs.

d. Supply Chain Disruptions

Disruptions in global or domestic supply chains, logistics constraints, availability of products, geopolitical developments or changes in trade policies may adversely affect product availability, procurement costs and delivery schedules.

e. Cybersecurity and Technology Risks

The Company's increasing dependence on information technology systems, digital platforms and electronic data exposes it to risks relating to system disruption, cybersecurity incidents, unauthorised access, data loss and other technology-related threats.

6. RISKS AND CONCERNS

The Company follows a structured approach towards identification, assessment and mitigation of business risks. Risks are reviewed periodically by the management and appropriate measures are undertaken to minimise their potential impact.

a. Geographic Concentration

A significant portion of the Company's operations may be concentrated in certain geographical markets.

Any adverse economic, political, regulatory or competitive developments in such markets may affect business performance.

b. Dependence on Consumer Preferences

The Company's performance is influenced by consumer preferences, product launches, technology trends and changing demand patterns. Failure to accurately anticipate market trends may result in inventory accumulation, product obsolescence and pressure on margins.

c. Inventory Risk

The electronics and technology products handled by the Company generally have relatively short product life cycles. Effective inventory planning and liquidation are therefore important to avoid ageing and obsolescence.

d. Working Capital and Credit Risk

The Company's business requires efficient management of inventory, trade receivables and trade payables. Delays in collection or changes in credit conditions may adversely affect liquidity and working capital requirements.

e. Dependence on Brand and Vendor Relationships

The Company derives a significant portion of its business from relationships with established brands and vendors. Any material change in commercial arrangements, distribution rights, credit terms or supply arrangements may impact business operations.

f. Competition and Margin Pressure

Intense competition may result in price reductions, promotional offers and lower margins. The Company seeks to mitigate such risks through scale, product mix, operational efficiency, brand relationships and disciplined cost management.

g. Information Technology and Cybersecurity

The Company's operations depend significantly on information technology systems for inventory, sales, procurement, accounting, communication and business management. System failures, cyberattacks, malware, data breaches or third-party technology disruptions could affect business continuity.

h. Regulatory and Compliance Risk

Changes in applicable laws, regulations, taxation requirements, industry standards and regulatory policies may increase compliance requirements or affect the Company's business model and operating costs.

i. External Events

Natural calamities, geopolitical tensions, civil disturbances, extreme weather events, pandemics and other events beyond the Company's control may disrupt operations, supply chains and consumer demand.

The Company continuously monitors these risks and takes appropriate preventive and corrective measures based on their nature and potential impact.

MANAGEMENT DISCUSSION AND ANALYSIS (CONTINUED)

7. DETAILS OF SIGNIFICANT CHANGES IN KEY FINANCIAL RATIOS

Pursuant to Regulation 34(3) read with Schedule V, Part B (1) of the SEBI (LODR) Regulations, 2015, key financial ratios for the financial year under review along with an explanation for any change of 25% or more as compared to the immediately preceding financial year are tabulated below.

RATIOS	NUMERATOR	DENOMINATOR	CURRENT PERIOD	PREVIOUS PERIOD	% VARIANCE	REASON FOR VARIANCE
Current Ratio (in times)	Current Assets	Current Liabilities	1.33	1.40	-5.21%	N.A.
Debt- Equity Ratio (in times)	Total Debt	Shareholder's Equity	1.83	1.35	35.88%	Note*
Debt Service Coverage Ratio (in times)	Earning for Debt Service	Debt Service	0.17	0.20	-16.74%	N.A.
Return on Equity Ratio (%)	Profit after Tax	Average Shareholder's Equity	14.93%	14.03%	6.40%	N.A.
Inventory Turnover Ratio (in times)	Sales (Revenue from Operations)	Average Inventory	11.25	11.57	-2.80%	N.A.
Trade Receivables Turnover Ratio (in times)	Sales (Revenue from Operations)	Average Trade Receivable	10.08	11.43	-11.79%	N.A.
Trade Payables Turnover Ratio (in times)	Net Credit Purchases	Average Trade Payables	23.35	23.11	1.02%	N.A.
Net Capital Turnover Ratio (in times)	Sales (Revenue from Operations)	Working Capital	15.88	16.02	-0.88%	N.A.
Net Profit Ratio (%)	Profit after Tax	Total Income	1.07%	0.94%	14.79%	N.A.
Return on Capital Employed (%)	Earning before Interest and Tax	Capital Employed	32.57%	29.37%	10.92%	N.A.

Note*: The variance in the Debt-Equity Ratio is attributable to the additional working capital loans availed from Bank of India and ICICI Bank, resulting in an increase in the ratio as compared to the previous year.

Except for the aforesaid variance, all other variations in the ratios in comparison with the previous year are less than 25%.

8. INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY

The Company has established internal control systems commensurate with the nature, scale and complexity of its operations.

- effectiveness and efficiency of operations;
- safeguarding of assets;
- prevention and detection of frauds and errors;
- accuracy and completeness of accounting records;
- reliability of financial reporting;
- compliance with applicable laws and regulations; and
- appropriate authorisation and approval of transactions.

The Company's internal controls are reviewed periodically by the management and through the internal audit mechanism. Significant observations arising from internal audit are placed before the Audit Committee for review and appropriate corrective action.

The Company has appointed **M/s Punit Pandey & Associates, Chartered Accountants, Kolkata (FRN: 333246E)** as Internal Auditors. The Internal Audit function undertakes periodic review of relevant business and control processes and reports its observations to the appropriate management and governance forums.

The Audit Committee periodically reviews the adequacy and effectiveness of the internal control systems and monitors the implementation of corrective measures, wherever required.

9. MATERIAL DEVELOPMENTS IN HUMAN RESOURCES / INDUSTRIAL RELATIONS FRONT, INCLUDING NUMBER OF PEOPLE EMPLOYED

Human resources remain a key enabler of the Company's growth and operational performance. During FY 2025-26, the Company **strengthened its talent base** across retail, distribution, e-commerce, finance, technology and corporate functions, with a focus on attracting and retaining capable professionals from diverse industries and fostering a culture of enhanced capability, performance and continuous learning.

During the year, the Company implemented HRMS automation across the organisation through HR One, enabling greater efficiency and transparency in various HR processes. The Performance Management System (PMS) is also under implementation to facilitate structured

MANAGEMENT DISCUSSION AND ANALYSIS (CONTINUED)

performance evaluation, recognise and reward employee contributions, identify development needs and support targeted training and upskilling.

The Company **places emphasis on employee development, functional training, performance management and engagement**, while fostering a professional and performance-oriented work environment. These initiatives are aimed at strengthening organisational capabilities and supporting the Company's growth objectives.

The total number of employees as at March 31, 2026, was 232.

Industrial relations remained satisfactory during the year.

10. DISCLOSURE OF ACCOUNTING TREATMENT

The financial statements of the Company for the financial year ended March 31, 2026 have been prepared in accordance with the applicable Indian Accounting Standards and other applicable provisions of the Companies Act, 2013. The accounting policies adopted by the Company are consistent with those followed in the previous financial year, except for changes, if any, arising from amendments to applicable accounting standards or other regulatory requirements.

11. CAUTIONARY STATEMENT

Statements in this Annual Report, particularly those relating to the

Management Discussion and Analysis, describing the Company's objectives, projections, estimates, expectations or predictions may constitute "forward-looking statements" within the meaning of applicable laws and regulations. These statements are based on certain assumptions and expectations concerning future events and are subject to various risks and uncertainties, including economic conditions, changes in government policies and regulations, taxation, competition, technology developments, consumer demand, supply chain conditions, geopolitical developments and other factors beyond the Company's control. Actual results, performance or achievements may differ materially from those expressed or implied in such forward-looking statements. The Company does not undertake any obligation to publicly update or revise any forward-looking statements, whether as a result of new information, future events or otherwise.

By the Order of the Board
For LOGICA INFOWAY LIMITED

Sd/-
GAURAV GOEL
Managing Director
DIN- 00432340

Sd/-
SHWETA GOEL
Whole Time Director
DIN- 00434584

Place: Kolkata
Date: 01/09/2026

BOARD'S REPORT

FOR THE FINANCIAL YEAR 2025-26

To,
The Members,
LOGICA INFOWAY LIMITED
2 Saklat Place, 1st Floor, Kolkata,
West Bengal, India, 700072

Your Directors are pleased to present the 31st Annual Report on the Performance of the Company) along with the Audited Financial Statements for the Financial Year ended March 31, 2026 ('FY 2025-26').

1. FINANCIAL PERFORMANCE

a. Financial Highlights

The Company's financial performance, for the year ended March 31, 2026 is summarized below:

(₹ In Lakhs)

PARTICULARS	YEAR ENDED	
	31.03.2026	31.03.2025
Revenue from Operation	1,31,572.09	1,11,924.00
Profit Before Interest, Tax & Depreciation	3,387.53	2,607.86
Profit before Tax	1,927.48	1,419.82
Profit after Tax	1,418.05	1,050.72

The Audited Financial Statements prepared in accordance with the applicable provisions of the Companies Act, 2013 (the 'Act'), the applicable Accounting Standards and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 along with the Auditor's Reports and other annexures as may be applicable, form part of the Annual Report.

b. Performance & Outlook

● Performance

The Revenue from Operations of the Company stood at ₹1,31,572.09 Lakhs in FY 2025-26, as compared to ₹1,11,924.00 Lakhs in FY 2024-25, representing an increase of approximately 17.55%. The Profit After Tax (PAT) during the year under review stood at ₹1,418.05 Lakhs, registering an increase of 34.96% over ₹1,050.72 Lakhs recorded in the previous Financial Year. Considering all relevant aspects, the Company's performance improved substantially during FY 2025-26 as compared to FY 2024-25 and is accordingly considered satisfactory.

● Outlook

The Company's outlook for the current year remains encouraging, supported by continued efforts to expand its retail presence, strengthen strategic partnerships and capitalize on the growing demand in the technology distribution sector. The Company will persist with focus on strengthening its operational capabilities, enhancing customer reach and exploring new business opportunities,

while remaining vigilant to market competition and economic uncertainties. Appropriate mitigation measures will continue to be adopted to effectively manage potential risks and achieve sustainable growth.

● Dividend

To conserve resources for future business requirements and to support ongoing growth initiatives, your Directors have deemed it prudent not to recommend any dividend for the year under review.

● Reserves

An amount of ₹1,418.05 Lakhs, being the Profit after Tax for the year, has been appropriated and transferred to the Reserves of the Company.

● Changes in Share Capital

During the year under review, there was no change in the paid-up equity share capital of the Company. As on March 31, 2026, the paid-up equity share capital of the Company stood at ₹17,79,76,140 (Rupees Seventeen Crore Seventy-Nine Lakh Seventy-Six Thousand One Hundred and Forty Only), comprising 1,77,97,614 equity shares of ₹10/- each, fully paid-up.

● Material Changes and Commitments Affecting Financial Position after the Balance Sheet date

No material changes or commitments impacting the financial position of the Company have occurred between the end of the financial year to which these financial statements relate and the date of this Report.

2. OPERATIONAL PERFORMANCE

● Expansion of Retail Footprint

During the year under review, the Company expanded its retail presence by adding 24 new stores, further strengthening its customer reach and market presence. As of March 31, 2026, the Company operated 77 stores across 8 cities, Kolkata, Delhi-NCR, Bengaluru, Hyderabad, Lucknow, Mumbai, Gurugram and Noida, covering an aggregate area of approximately 38,125 sq. ft. The retail network comprises Multi-Brand Outlets, HP World stores and Samsung Experience Stores.

● Change in the nature of Business

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

● Change in Website Link

There was no change in the website address/link of the Company during the year under review. The Company undertook a redesign of its website with a view to enhancing user experience, providing a more advanced and contemporary interface, and making it more e-commerce friendly, in line with its continued efforts to strengthen its digital presence and enhance customer engagement.

BOARD'S REPORT (CONTINUED)

Details of Subsidiary/Joint Ventures/Associate Companies

The Company does not have any Subsidiary, Joint Venture or Associate Company within the meaning of the Companies Act, 2013; hence, the statement in Form AOC-1 is not applicable.

However, it is pertinent to note that the Company itself is an Associate of **Himadri Dealcom Private Limited**.

Dematerialization of Shares

The entire equity share capital of the Company is held in dematerialized form with the depositories, NSDL and CDSL.

The ISIN No. allotted to the Company is INE0BSU01018 and Registrar and Share Transfer Agent is M/s. KFin Technologies Limited.

Conservation of Energy, Technology Absorption and Foreign Exchange Earnings & Outgo

The disclosures as required under the Companies Act, 2013 and the applicable Rules for the financial year 2025-26 are provided in the table below:

SL. NO.	PARTICULARS	COMMENTS	
A. Conservation of energy			
i.	the steps taken or impact on conservation of energy;	In view of the nature of its business activities, the Company not being a manufacturing Company, it uses minimum power in the normal course of its business activities ensuring no wastage of energy. Hence no alternate source of energy is required at this stage.	
ii.	the steps taken by the Company for utilizing alternate sources of energy;		
iii.	the capital investment on energy conservation equipment's		
B. Technology Absorption			
i.	the efforts made towards technology absorption	The Company is not in the business of manufacturing and therefore, technology absorption is not applicable.	
ii.	the benefits derived like product improvement, cost reduction, product development or import substitution;		
iii.	in case of imported technology (imported during the last three years reckoned from the beginning of the financial year)-		
	(a) the details of technology imported		
	(b) the year of import		
	(c) whether the technology been fully absorbed		
	(d) if not fully absorbed, areas where absorption has not taken place, and the reasons thereof; and		
iv.	the expenditure incurred on Research and Development	No expenditure incurred on Research & Development during the year.	
C. Foreign exchange earnings & Outgo			
		Inflow	Out Flow
	The Foreign Exchange earned in terms of actual inflows during the year and the Foreign Exchange outgo during the year in terms of actual outflows	₹17,205.41 Lakhs	0.00

3. COMPLIANCE FRAMEWORK

Corporate Governance Report

As a matter of good corporate governance, the Company consistently strives to follow the highest standards of transparency, ethics, and accountability, with a focus on enhancing long-term shareholder value and safeguarding the rights of all stakeholders. However, in terms of Regulation 15(2)(b) read with Regulation 27 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the provisions relating to Corporate Governance are not applicable to the Company as it is listed on the SME Platform.

BOARD'S REPORT (CONTINUED)

Accordingly, the Corporate Governance Report does not form part of this Report, though the Company voluntarily upholds strong governance practices across its operations.

● Business Responsibility and Sustainability Report

The provisions relating to BRSR are not applicable to your Company as it is listed on the SME Platform of BSE. However, the Company remains committed to responsible and sustainable business practices in all its operations. The Company's commitment to social corporate responsibility is reported in another section of this Report.

● Annual Return

Pursuant to the amendments to Section 134(3)(a) and Section 92 (3) of the Act read with Rule 12 of Companies (Management and Administration) Rules, 2014, the Annual Return (Form MGT-7) for the financial year 2024-25 is available on the web site of the Company and that for financial year 2025-2026 will be uploaded and available on the company's website www.logicainfoway.com once the same is filed with the Registrar of Companies within the time stipulated by the applicable provisions of the Act.

● Whistle Blower Policy/Vigil Mechanism/Code of Conduct

The Company has in place a Whistle Blower Policy, in compliance with Section 177 of the Companies Act, 2013, establishing a vigil mechanism for Directors and employees to report genuine concerns, including actual or suspected fraud and violations of the Company's Code of Conduct. The mechanism provides adequate safeguards against victimization and also ensures direct access to the Chairperson of the Audit Committee. During the financial year 2025-26, no personnel were denied access to the Audit Committee. The Policy is available on the Company's website at www.logicainfoway.com.

Further, the Board of Directors has adopted a comprehensive Code of Conduct applicable to all Directors and employees in the course of business operations. The Company follows a policy of "Zero Tolerance" towards bribery, corruption, and any form of unethical practices. The Code prescribes standards of professional conduct, integrity in workplace and business dealings, and responsible engagement with stakeholders. It also provides illustrative guidance on expected behaviour and a structured reporting mechanism.

The Code of Conduct has been placed on the Company's website at www.logicainfoway.com. All Board Members and Senior Management Personnel have affirmed compliance with the Code for FY 2025-26, and appropriate training was imparted to the management staff in this regard.

● Annual Evaluation of performance of the Board

During the year under review, the Company undertook evaluation of the performance of the Board of Directors, its Committees and of each individual Director, including the Chairman, in accordance with the provisions of Section 178(2) of the Companies Act, 2013 and the applicable requirements of Regulations 17, 19 and 25 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The evaluation exercise was carried out in accordance with the Governance Practices adopted by the Company to ensure effectiveness and accountability in the functioning of the Board.

The evaluation of the performance of the Board, its Committees and individual Directors was carried out in accordance with the applicable provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as well as the policies and criteria adopted by the Company. The evaluation covered, inter alia, the participation and contribution of Directors in Board and Committee meetings, their understanding of the Company's business and strategic matters, quality of deliberations, and their overall effectiveness in discharging their duties and responsibilities.

The Nomination and Remuneration Committee (NRC) assisted the Board in framing and reviewing the evaluation criteria. For the Board and its Committees, the criteria included aspects such as appropriateness of composition, clarity of roles and responsibilities, effectiveness of processes, degree of independence in judgment, and interaction with the Management. The performance of individual Directors, including Independent Directors, was assessed with respect to professional conduct, integrity, knowledge, competency, preparedness for meetings and meaningful contribution to discussions. In the case of the Chairman, specific parameters such as leadership qualities, ability to provide overall guidance to the Board and the Management, and commitment to long-term value creation for stakeholders were also considered.

● Remuneration & Nomination Policy

The Company has formulated a comprehensive policy for the selection, appointment and remuneration of its Directors, Key Managerial Personnel (KMPs) and Senior Management.

The guiding principles of the Remuneration Policy are:

- To recommend fair and balanced remuneration for Directors, KMPs and Senior Management;
- To align compensation with individual performance, commitment and contribution to the Company's growth;
- To attract, nurture and retain competent talent, ensuring continuity of leadership and long-term value creation for stakeholders.

The Policy has been duly approved by the Board and is hosted on the Company's website at www.logicainfoway.com.

BOARD'S REPORT (CONTINUED)

● Risk Management Policy

Risk management forms an integral part of the Company's overall business strategy. The Board of Directors periodically reviews compliance with risk management policies, monitors risk tolerance levels, evaluates exposure to key risks, and provides strategic oversight to ensure effective risk governance across the organization. The Company continues to strengthen an independent and proactive risk management framework aimed at fostering a culture of accountability and resilience.

Pursuant to Regulation 21 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the constitution of a Risk Management Committee is mandatory only for the top 1000 listed entities. Further, the SEBI (LODR) (Amendment) Regulations, 2024 (effective December 31, 2024) have omitted the earlier requirement that such determination be based on market capitalization as at the end of the immediately preceding financial year. Since the Company does not fall within the top 1000 listed entities, a separate Risk Management Committee has not been constituted. The Audit Committee of the Board oversees and assists in the risk management process.

● Details in respect of adequacy of internal financial controls with reference to the Financial Statements

In accordance with Section 134 of the Companies Act, 2013 read with Rule 8(5)(viii) of the Companies (Accounts) Rules, 2014, the Company confirms that it has, in all material respects, adequate internal financial controls with reference to financial reporting. These controls were operating effectively as at March 31, 2026, based on the internal control criteria established by the Company, considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India.

The Board of Directors has also put in place various policies and procedures, including the Vigil Mechanism (Whistle Blower) Policy, the Policy on Material Subsidiaries, and other internal governance measures. These frameworks are designed to ensure the orderly and efficient conduct of business, safeguard the Company's assets, prevent and detect frauds and errors, maintain accuracy and completeness of accounting records, and enable the timely preparation of reliable financial information.

● Code for prohibition of Insider Trading

The Company has adopted a Code of Conduct for Prohibition of Insider Trading in line with the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015. The Code regulates trading in the Company's securities by Designated persons and Insiders, requiring prior clearance for transactions and prohibiting dealing in the Company's shares while in possession of Unpublished Price Sensitive Information ("UPSI") or during closure of the trading window.

Further, the Company has formulated and adopted a Code of Conduct for Regulating, Monitoring and Reporting of Trades by Designated Persons, as well as a Policy and Procedures for Inquiry in case of Leak or Suspected Leak of UPSI in compliance with Regulation 9A(5) of the aforesaid SEBI Regulations.

The Board is responsible for implementation of the Code, and all Directors and designated employees have confirmed compliance with the same.

● Disclosure under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013

Your Company is committed to fostering a safe and respectful work environment, free from sexual harassment, exploitation, or intimidation. In line with the provisions of "The Sexual Harassment of Women at Workplace (Prevention, Prohibition & Redressal) Act, 2013, the Company has adopted an Anti-Sexual Harassment Policy. While the policy primarily addresses the protection of women, it has been framed in a gender-neutral manner to extend its coverage to all employees, including men.

An Internal Complaints Committee (ICC) has been constituted to address complaints of sexual harassment, covering all employees, including permanent, contractual, temporary staff, and trainees. The ICC was reconstituted on November 14, 2025 to ensure continued compliance with the POSH Act, with the updated composition as follows:

SL. NO.	NAME OF THE MEMBERS	DESIGNATION
1.	Mrs. Paromita Samanta	Presiding Officer
2.	Mrs. Priyanka Baid	External Member
3.	Mr. Deepak Kumar Jha	Internal Member
4.	Mr. Ranveer Sharma	Internal Member

Company Secretary and Compliance Officer act as the Secretary to the Committee.

A summary of the sexual harassment complaints received and disposed off during the financial year ending March 31, 2026 is as follows:

No. of Complaints received	Nil
No. of Complaints disposed off	Nil
No. of cases pending for more than ninety days	Nil

● Compliance with the Maternity Benefit Act, 1961

The Company hereby confirms that it has complied with all applicable provisions of the Maternity Benefit Act, 1961 during the financial year.

● Corporate Social Responsibility

Pursuant to Section 135 of the Companies Act, 2013, read with the Companies (Corporate Social Responsibility Policy) Rules, 2014 and Schedule VII to the Act, the provisions relating to Corporate Social

BOARD'S REPORT (CONTINUED)

Responsibility ("CSR") were applicable to the Company during the financial year under review, having been triggered based on the prescribed criteria during FY 2024-25. Accordingly, FY 2025-26 represents the second year of CSR implementation by the Company.

During the year under review, the Company continued its CSR initiatives in accordance with its approved CSR Policy and incurred a total CSR expenditure of ₹20,25,000/-. The CSR Committee, voluntarily constituted by the Board, oversaw the planning, implementation, monitoring and reporting of the CSR activities undertaken by the Company.

During the year under review, the Company undertook CSR initiatives focused on animal welfare, education of children, distribution of essential items to children and other needy persons, distribution of food, and providing support to poor and underprivileged persons.

The Annual Report on CSR Activities, prepared in accordance with Rule 8(1) of the Companies (Corporate Social Responsibility Policy) Rules, 2014, providing details of the CSR Policy, composition of the CSR Committee and the projects undertaken during the year, is attached as "Annexure A" to this report. The details regarding the terms of reference of the CSR Committee and the meetings held during the year are provided under Point 4B(iv) of the Governance section.

- **Details of Applications or Proceedings under the Insolvency and Bankruptcy Code, 2016**

During the financial year 2025-26, no applications were filed by or against the Company, and there are no proceedings pending under the Insolvency and Bankruptcy Code, 2016.

- **Secretarial Standards**

During the year, the Company has complied with the Secretarial Standards on Meetings of the Board of Directors (SS-1) and on General Meetings (SS-2), issued by the Institute of Company Secretaries of India (ICSI) and approved by the Central Government under Section 118(10) of the Companies Act, 2013. The Secretarial Auditors of the Company have also confirmed compliance with the applicable Secretarial Standards in their Audit Report.

- **Transfer to Investor Education and Protection Fund**

During the period under review, there is no amount of unpaid/unclaimed dividend which is required to transfer in IEPF (Investor Education and Protection Fund) as per the provisions of the Companies Act, 2013.

- **Disclosure on Significant and Material orders passed by regulators/courts:**

No orders were passed by the regulators or courts or tribunals impacting the going concern status and future operations of your Company.

- **Public Deposits**

Your Company has neither accepted nor has any outstanding deposits from public within the meaning of Section 73 of the Act read with Rule 2 of the Companies (Acceptance of Deposits) Rules, 2014.

- **Particulars of Contracts or Arrangements with Related Parties:**

The Company has entered into certain contracts and arrangements with related parties during the year under review. In accordance with the provisions of Section 188 of the Companies Act, 2013 and the Rules made thereunder, the details of such contracts and arrangements are provided in **Form AOC-2**, which forms part of this Report and is attached as "**Annexure B**" to this report.

Form AOC-2 is prescribed to disclose material contracts and arrangements with related parties, ensuring transparency and accountability in the Company's dealings.

- **Particulars Of Loans, Guarantees or Investments Under Sec 186:**

Your Company had not provided any loan, guarantees, or made any investment under the captioned section, during this year under review.

- **Managing Director/CEO & CFO Certification**

As per Regulation 17(8) read with Part B of Schedule II of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the requirement for Managing Director/CEO & CFO certification is not applicable to the Company, being an SME listed entity, as per the exemption provided under Regulation 15(2) of SEBI (LODR) Regulations, 2015.

Notwithstanding the exemption, the Company has voluntarily obtained the compliance certification from the Managing Director/CEO and Chief Financial Officer for the financial year ended March 31, 2026.

- **Management Discussion and Analysis Report**

The Management Discussion and Analysis Report, as required under Regulation 34(2)(e) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), forms part of this Annual Report.

- **Code of Conduct:**

The Company has adopted a Code of Conduct for its Board Members and Senior Management Personnel, which is available on the Company's website. A declaration signed by Mr. Gaurav Goel, Managing Director, confirming compliance with the Code for FY 2025-26, as required under Regulation 26 of the SEBI Listing Regulations, 2015, forms part of this Report and is attached as "**Annexure C**".

- **Listing Fees**

The Equity Shares of the Company is listed on BSE (SME Platform) Limited and the Company has paid the applicable listing fees to the Stock Exchange for F.Y. 2026-27.

BOARD'S REPORT (CONTINUED)

• Postal Ballot

No Postal ballot was conducted by the company during the year 2025-26.

4. GOVERNANCE

A. BOARD OF DIRECTORS

a. Constitution

The constitution of the Board is in accordance with the provisions of the Companies Act, 2013. As on March 31, 2026, the Board of Directors of the Company consisted of 6 (Six) members, comprising Two Executive Directors, One Non-Executive & Non-Independent Director, and Three Non-Executive Independent Directors.

The Board has been constituted with members having diverse qualifications, expertise, and experience, ensuring effective guidance and oversight of the Company's affairs. Its constitution reflects a balanced mix of knowledge, skills, independence, and diversity, enabling strategic direction, independent judgment, and ethical leadership with transparency and accountability.

b. Composition

The composition of the Board of Directors of the Company as on March 31, 2026 is as under:

Sr. No.	DIN	Name	Designation
1	00432340	Mr. Gaurav Goel	Chairman cum Managing Director
2	00434584	Mrs. Shweta Goel	Whole-Time Director
3	00320923	Mr. Rakesh Kumar Goel	Non-Executive and Non-Independent Director
4	00168213	Mr. Dinesh Arya	Non-Executive and Independent Director
5	09716368	Mr. Nil Kamal Samanta	Non-Executive and Independent Director
6	09719904	Mrs. Vinita Saraf	Non-Executive and Independent Director

All Directors of the Company have confirmed that they meet the "fit and proper" criteria prescribed under the applicable regulations and have further affirmed that they are not disqualified from being appointed as Directors pursuant to Section 164(2) of the Companies Act, 2013.

During the Financial Year 2025-26, the following changes occurred in the Board:

- Re-appointment of Mr. Rakesh Kumar Goel, who retired by rotation and, being eligible, offered himself for re-appointment.

c. Meetings

To facilitate effective participation, the Company plans its Board Meetings in advance and shares the agenda together with relevant notes, reports, and supporting documents with the Directors in time to enable them to review the matters thoroughly and contribute meaningfully during discussions.

The Board deliberated on various business matters, ensured effective oversight of the Company's operations, and accepted all recommendations made by its committees.

During the Financial Year under review, the Board of Directors met **6 (Six)** times as detailed in the table below. The maximum gap between any two consecutive Committee Meetings held during the year was not more than 120 days. The requisite quorum was present at all the Meetings held during the year.

Sl. No.	Date of Board Meeting	Board Strength	No. of Directors	
			Present	Absent
1.	30.04.2025	6	6	0
2.	30.05.2025	6	6	0
3.	29.08.2025	6	6	0
4.	14.11.2025	6	6	0
5.	13.03.2026	6	6	0

Attendance details of Directors during the Financial Year ended March 31, 2026 are given below:

Sr. No.	DIN	Name of the Directors	Designation	Number of Board Meetings attended
1	00432340	Mr. Gaurav Goel	Managing Director	6
2	00434584	Mrs. Shweta Goel	Whole-Time Director	6
3	00320923	Mr. Rakesh Kumar Goel	Non-Executive and Non-Independent Director	6
4	00168213	Mr. Dinesh Arya	Non-Executive and Independent Director	6
5	09716368	Mr. Nil Kamal Samanta	Non-Executive and Independent Director	6
6	09719904	Mrs. Vinita Saraf	Non-Executive and Independent Director	6

d. Director's seeking Re-appointment

In terms of the provisions of the Companies Act, 2013, **Mrs. Shweta Goel, Whole Time Director** of the Company, retires by rotation at the forthcoming Annual General Meeting and, being eligible, has offered herself for re-appointment. The Board recommends her re-appointment for the consideration of the Members at the ensuing Annual General Meeting.

BOARD'S REPORT (CONTINUED)

In case of appointment/re-appointment of Directors, the details of the concerned Director, as stipulated under the Secretarial Standards and required under Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, are provided in the Notice of the forthcoming Annual General Meeting.

B. COMMITTEES OF THE BOARD

In terms of the Companies Act 2013, there are currently 4 (Four) Committees of the Board, as detailed below:

- i. Audit Committee
- ii. Nomination and Remuneration Committee
- iii. Stakeholders' Relationship Committee
- iv. CSR Committee

i. Audit Committee

The Audit Committee of the Company is constituted in line with the provisions of the Regulation 18 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with Section 177 of the Companies Act, 2013.

The composition, quorum, terms of reference, functions, powers, roles and scope are in accordance with the aforesaid provisions. All the members of the committee are financially literate. During the year under review, the Committee met **7 (Seven) times on 30.04.2025, 30.05.2025, 02.08.2025, 29.08.2025, 04.10.2025, 14.11.2025 and 12.02.2026** and all the meetings were duly convened and held in compliance with the applicable provisions. The maximum gap between any two consecutive Committee Meetings held during the year was not more than 120 days. The requisite quorum was present at all the Meetings held during the year.

The composition and attendance of the members are provided below:

SL. NO.	NAME OF THE DIRECTOR	DESIGNATION	NATURE OF DIRECTORSHIP	NUMBER OF MEETINGS ATTENDED
1.	Mr. Dinesh Arya	Chairman	Non-Executive and Independent Director	7
2.	Mr. Gaurav Goel	Member	Managing Director	7
3.	Mr. Nil Kamal Samanta	Member	Non-Executive and Independent Director	7
4.	Mrs. Vinita Saraf*	Member	Non-Executive and Independent Director	0

***Mrs. Vinita Saraf was appointed as a Member of the Audit Committee with effect from March 13, 2026, pursuant to the approval of the Board.**

ii. Nomination & Remuneration Committee

The Nomination and Remuneration Committee of the Company is constituted in accordance with the provisions of Regulation 19 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with Section 178(1) of the Companies Act, 2013.

The composition, quorum, terms of reference, functions, powers, roles and scope are in compliance with the aforesaid provisions. During the year under review, the Committee met **3 (Three) times on 30.04.2025, 29.08.2025 and 13.03.2026** and all the meetings were duly convened and held in accordance with the applicable requirements. The requisite quorum was present at all the Meetings held during the year.

The composition and attendance of the members are provided below:

SL. NO.	NAME OF THE DIRECTOR	DESIGNATION	NATURE OF DIRECTORSHIP	NUMBER OF MEETINGS ATTENDED
1.	Mrs. Vinita Saraf	Chairperson	Non-Executive and Independent Director	3
2.	Mr. Dinesh Arya	Member	Non-Executive and Independent Director	3
3.	Mr. Rakesh Kumar Goel	Member	Non-Executive and Non-Independent Director	3

iii. Stakeholders' Relationship Committee

The Stakeholders Relationship Committee of the Company is constituted in accordance with the provisions of Regulation 20 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with Section 178(5) of the Companies Act, 2013.

The composition, quorum, terms of reference, functions, powers, roles and scope are in compliance with the aforesaid provisions. During the year under review, the Committee met **1 (One) time, on 30.05.2025**, and the meeting was duly convened and held in accordance with the applicable requirements. The requisite quorum was present at the Meeting held during the year.

The composition and attendance of the members are provided below:

SL. NO.	NAME OF THE DIRECTOR	DESIGNATION	NATURE OF DIRECTORSHIP	NUMBER OF MEETINGS ATTENDED
1.	Mr. Nil Kamal Samanta	Chairman	Non-Executive and Independent Director	1
2.	Mr. Gaurav Goel	Member	Managing Director	1
3.	Mrs. Shweta Goel	Member	Whole-time Director	1

BOARD'S REPORT (CONTINUED)

iv. Corporate Social Responsibility Committee

The Corporate Social Responsibility (CSR) Committee of the Company is constituted in accordance with the provisions of **Section 135 of the Companies Act, 2013** read with the applicable rules framed thereunder.

The composition, quorum, terms of reference, functions, powers, roles and scope are in compliance with the aforesaid provisions. During the year under review, the Committee met **2 (Two) times, on 29.08.2025 and 13.03.2026**, and both meetings were duly convened and held in accordance with the applicable requirements. The requisite quorum was present at all the Meetings held during the year.

The composition and attendance of the members are provided below:

SL. NO.	NAME OF THE DIRECTOR	DESIGNATION	NATURE OF DIRECTORSHIP	NUMBER OF MEETINGS ATTENDED
1.	Mrs. Shweta Goel	Chairperson	Whole-time Director	2
2.	Mr. Rakesh Kumar Goel	Member	Non-Executive and Non- Independent Director	2
3.	Mr. Dinesh Arya	Member	Non-Executive and Independent Director	2

C. INDEPENDENT DIRECTOR'S

a. Meeting of Independent Directors

In terms of the provisions of the Companies Act, 2013 and Schedule IV thereto, a separate meeting of the Independent Directors of the Company was held on 13.03.2026, without the presence of Non-Independent Directors and members of the management and the meeting was duly convened and held in accordance with the applicable provisions.

At the said meeting, the Independent Directors reviewed the performance of the Board as a whole, the performance of the Non-Independent Directors, including the Chairman, and also assessed the quality, quantity, and timeliness of flow of information between the management and the Board.

b. Familiarization Programme for Independent Directors:

The Company follows the practice of conducting familiarization programmes for its Independent Directors.

Every new Independent Director attends an orientation programme designed to provide insights into the Company's strategy, operations, and functions. As part of this, the Executive Directors and senior management make detailed presentations covering areas such as the Company's strategy, business operations, products and services, market presence, organizational structure, financial performance, human resources, technology, risk management, and other key aspects.

For the benefit of the Directors, including Independent Directors, the Company also organizes workshops on specific areas, including:

- review, verification, and analysis of financial reports;
- key provisions of the Companies Act, 2013; and
- SEBI (Prohibition of Insider Trading) Regulations, 2015.

Further, at the time of appointment, each Independent Director is issued a formal letter setting out his/her role, responsibilities, functions, and duties as prescribed under applicable laws.

c. Declaration By Independent Directors

All Independent Directors of the Company have submitted their declarations of independence pursuant to Section 149(7) of the Companies Act, 2013, confirming compliance with the criteria prescribed under Section 149(6) of the Act, Rule 6 of the Companies (Appointment and Qualification of Directors) Rules, 2014, and Regulation 16(1)(b) of the SEBI Listing Regulations, 2015. They have also affirmed adherence to the Code for Independent Directors as laid down in Schedule IV of the Act.

D. GENERAL MEETINGS

During the financial year under review, the Company duly convened and held annual general meeting of members in compliance with the provisions of the Companies Act, 2013 and applicable Secretarial Standards.

- 1 (One) Annual General Meeting (AGM) held on September 25, 2025;

E. KEY MANAGERIAL PERSONNEL

The Key Managerial Personnel (KMP) of the Company are duly appointed in accordance with the provisions of the Companies Act, 2013, and comprises the following:

Sr. No.	Name	Designation
1.	Mr. Deepak Kumar Jha	Chief Financial Officer
2.	Mr. Sundeep Mishra	Chief Operating Officer
3.	Ms. Priyanka Gera	Company Secretary and Compliance Officer
4.	Mr. Ankur Bhutani*	Chief Operating Officer (North)
5.	Mr. Kshitij Goel**	Chief Information Officer

* Mr. Ankur Bhutani has resigned from the position of COO North w.e.f. 01.02.2026.

** Appointment of Mr. Kshitij Goel as Chief Information Officer (CIO) and designated as KMP with effect from May 1, 2025.

BOARD'S REPORT (CONTINUED)

F. DISCLOSURE ON REMUNERATION OF DIRECTORS AND EMPLOYEES

Pursuant to the provisions of Section 197(12) of the Companies Act, 2013 read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the disclosures relating to the remuneration of Directors and employees are attached to this Report and form part of it as "Annexure D".

Further, during the year under review, there were no employees of the Company falling within the purview of disclosure requirements under Rule 5(2) and Rule 5(3) of the aforesaid Rules.

5. AUDITORS & REPORT OF THE AUDITORS:

a. Statutory Auditors

In terms of section 139 of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, M/s R. Rampuria & Co. Chartered Accountants, (Firm Registration No. 325211E) was appointed as the statutory auditors of the Company to hold office from the FY 2022-23 till the conclusion of the Annual General Meeting for the FY 2026-27 of the Company.

The Statutory Auditors have issued their Reports with an unmodified opinion there being no qualification, reservation, adverse remark or disclaimer therein on the Financial Statements of the Company for FY 2025-26. Further, there are no observations or comments on any financial transactions that have an adverse effect on the functioning of the Company.

b. Secretarial Auditors

Pursuant to Section 204 of the Act read with Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and Regulation 24A of the SEBI Listing Regulations, 2015, M/s. Vaskar Das & Associates, Practicing Company Secretary (CP No. 4467) have conducted the Secretarial Audit of the Company for FY 2025-26.

The Secretarial Audit Report does not contain any qualification, reservation, adverse remark or disclaimer for FY 2025-26 and is attached as "Annexure E" to this Report.

In terms of Regulation 24A of the SEBI Listing Regulations, 2015, read with the applicable provisions of the Companies Act, 2013, M/s. Vaskar Das & Associates, Practicing Company Secretaries were appointed as the Secretarial Auditors of the Company for a term of 5 (five) consecutive years, commencing from the conclusion of the 30th Annual General Meeting held on September 25, 2025, up to the conclusion of the 35th Annual General Meeting, subject to the applicable provisions of the Act and the SEBI Listing Regulations.

c. Internal Auditors

M/s Punit Pandey & Associates, Internal Auditors of the Company have carried out the Internal Audit for FY 2025-26. The reports and findings of the Internal Auditors are quarterly reviewed by the Audit Committee. Pursuant to Section 138 of the Act read with Rule 13 of the Companies (Accounts) Rules, 2014, the Board of Directors of the

Company at its meeting held on 12 May 2026, based on the recommendation of the Audit Committee, have re-appointed M/s Punit Pandey & Associates as the Internal Auditors of the Company for FY 2026-27.

d. Cost Auditors/Maintenance of Cost Records

Maintenance of cost records as specified by the Central Government under sub-section (1) of section 148 of the Companies Act, 2013 is not applicable to the company.

e. Reporting of Frauds by Auditors

During the year under review, the Auditors have not reported any instances of frauds committed in the Company by its Officers or Employees to the Audit Committee or the Board under Section 143(12) of the Act read with Rule 13 of the Companies (Audit and Auditors) Rules, 2014.

6. INTERNAL FINANCIAL CONTROL SYSTEM AND THEIR ADEQUACY

The Company maintains a sound system of internal financial controls, aligned with the scale and complexity of its operations. These controls are designed to safeguard assets, ensure accuracy of records, and support reliable financial reporting.

The Audit Committee oversees the risk and control framework, periodically reviewing reports and monitoring corrective actions to strengthen governance. To support this process, the Company has appointed Punit Pandey & Associates, Chartered Accountants, Kolkata (FRN: 333246E) as Internal Auditors. Their reports are reviewed by the Audit Committee and Management, and recommendations are acted upon to drive ongoing improvements in systems and processes.

7. DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to requirement of clause (c) of sub-section (3) of Section 134 of the Companies Act, 2013 with respect to Directors' responsibility statement it is hereby confirmed:

- That in the preparation of the annual accounts for the financial year ended 31.03.2026, the applicable accounting standards had been followed along with proper explanation relating to material departures.
- That your directors had selected such accounting policies and applied them consistently and made judgments and estimates that were reasonable and prudent so as to give a true and fair view of the state of affairs of your company at the end of the financial year and of the profit of the company for the year under review.
- That your directors had taken proper and sufficient care of the maintenance adequate accounting records and internal financial control in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities to the best of their knowledge and ability.

BOARD'S REPORT (CONTINUED)

- That your directors had prepared the annual accounts for the financial year ended 31.03.2026 on a going concern basis.
- That your directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

8. ACKNOWLEDGEMENTS:

Your Board of Directors would like to thank all the Stakeholders viz., Customers, Shareholders, Employees, Government, Suppliers, Business Partners, Bankers and all others associated with the Company for their continuous support and cooperation.

By the Order of the Board
For LOGICA INFOWAY LIMITED

Sd/-
GAURAV GOEL
Managing Director
DIN- 00432340

Sd/-
SHWETA GOEL
Whole Time Director
DIN- 00434584

Place: Kolkata
Date: 01/09/2026

ANNEXURE A

ANNUAL REPORT ON CSR ACTIVITIES

ANNUAL REPORT ON CORPORATE SOCIAL RESPONSIBILITY ACTIVITIES FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2026

[Pursuant to Section 135 of The Companies Act, 2013 read with Rule 8(1) of The Companies (Corporate Social Responsibility Policy) Rules, 2014

1. Brief Outline on the Company's CSR Policy

At Logica, Corporate Social Responsibility ("CSR") is an integral part of our commitment towards responsible and sustainable growth. The Company endeavours to undertake CSR initiatives that create meaningful and sustainable social impact while aligning with the focus areas identified under its CSR Policy and the applicable provisions of the Companies Act, 2013.

During FY 2025-26, the Company continued to implement its CSR initiatives through various implementing agencies, with a focus on areas including children education, food support, animal welfare, distribution of essential items to needy and community welfare. Through these initiatives, the Company seeks to contribute towards the well-being of communities and support inclusive and sustainable development.

The Company remains committed to strengthening its CSR efforts and undertaking initiatives that create a positive and lasting impact on society.

2. Composition of the CSR Committee

SL. NO.	NAME OF THE DIRECTOR	DESIGNATION	NATURE OF DIRECTORSHIP	NUMBER OF MEETINGS DURING THE YEAR	
				Held	Attended
1.	Shweta Goel	Chairperson	Whole-time Director	2	2
2.	Rakesh Kumar Goel	Member	Non-Executive and Non- Independent Director	2	2
3.	Dinesh Arya	Member	Non-Executive and Independent Director	2	2

3. The web-link(s) where the Composition of CSR Committee, CSR Policy and CSR projects approved by the Board are disclosed on the website of the Company

The CSR Policy of the Company is disclosed at <https://www.logicainfoway.com/wp-content/uploads/2024/08/CSR-POLICY.pdf> and the details of composition of the CSR Committee <https://www.logicainfoway.com/composition-of-committees/> and Projects are disclosed at https://www.logicainfoway.com/wp-content/uploads/2025/08/CSR-PROJECTS-_20250827_0002-1.pdf

4. The executive summary along with the web-link(s) of Impact Assessment of CSR Projects carried out in pursuance of sub-rule (3) of Rule 8

Not Applicable

5. CSR Calculations

Average net profit of the Company as per sub-section (5) of Section 135 of the Act	10,02,58,836.92/-
Two percent of average net profit of the Company as per sub-section (5) of Section 135 of the Act	20,05,176.74/-
Surplus arising out of the CSR Projects or programmes or activities of the previous Financial Years	NIL
Amount required to be set-off for the Financial Year, if any	NIL
Total CSR obligation for the Financial Year [(b) + (c) - (d)]	20,05,176.74/-

ANNEXURE A (CONTINUED)

6. CSR Amount Spent

Amount spent on CSR Projects (both Ongoing Project and other than Ongoing Project)	20,25,000.00/-
Amount spent in Administrative Overheads	NIL
Amount spent on Impact Assessment, if applicable	Not Applicable
Total amount spent for the Financial Year [(a) + (b) + (c)]	20,25,000.00/-
CSR amount spent or unspent for the financial year	

TOTAL AMOUNT SPENT FOR THE FINANCIAL YEAR (RS. IN LAKHS)			AMOUNT UNSPENT (IN RS.)		
Total Amount transferred to Unspent CSR Account as per sub-section (6) of section 135 of the Act			Amount transferred to any fund specified under Schedule VII as per second proviso to sub-section (5) of section 135 of the Act.		
Amount	Date of transfer		Name of the Fund	Amount	Date of transfer
20,25,000.00/-			Not Applicable		

a) Excess amount for set off, if any:

SL. NO.	PARTICULARS	AMOUNT (RS.)
i.	Two percent of average net profit of the company as per sub-section (5) of section 135	20,05,176.74/-
ii.	Total amount spent for the Financial Year	20,25,000.00/-
iii.	Excess amount spent for the Financial Year [(ii)-(i)]	19,823.26/-
iv.	Surplus arising out of the CSR projects or programmes or activities of the previous Financial Years, if any	NIL
v.	Amount available for set off in succeeding Financial Years [(iii)-(iv)]	19,823.26/-

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

Not Applicable

8. Whether any capital assets have been created or acquired through Corporate Social Responsibility amount spent in the Financial Year

No

9. Specify the reason(s), if the Company has failed

to spend two percent of the average net profit as per sub-section (5) of Section 135 of the Act:

Not Applicable

10. Overview of the CSR Activities by the Company during the FY 2025-26

SL. NO.	IMPLEMENTING AGENCY	CSR ACTIVITIES	CSR SPENT (RS.)
1	Jay Hari Har Krupa Foundation	Animal welfare, education of children and distribution of essential items to children and the needy	15,00,000.00/-
2	Jivan Jyot Foundation	distribution of food and provision of support to poor and needy persons	5,25,000.00/-
Total			20,25,000.00/-

By the Order of the Board

For LOGICA INFOWAY LIMITED

Sd/-
GAURAV GOEL
Managing Director
DIN- 00432340

Sd/-
SHWETA GOEL
Whole Time Director
DIN- 00434584

Place: Kolkata
Date: 01.09.2026

ANNEXURE B

FORM NO. AOC-2

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

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

1. Details of contracts or arrangements or transaction not at Arm's length basis. **NIL**
2. Details of contracts or arrangements or transaction at Arm's length basis.

Related party No. 1

a) The name of the related party and nature of relationship;	Mr. Gaurav Goel Managing Director of the Company
b) The nature, duration of the contract and particulars of the contract or arrangement;	Payment of rent to Mr. Gaurav Goel for taking on rent an immovable property owned by him by the Company. The duration of contract will expire on March 31, 2027 as is mentioned in the agreement and the contract take place at fair market value.
c) The material terms of the contract or arrangement including the value, if any;	Rs 42.48 Lakhs per annum
d) Any advance paid or received for the contract or arrangement, if any;	No advance paid
e) The manner of determining the pricing and other commercial terms, both included as part of contract and not considered as part of the contract;	The rate and the terms and condition are at which rent is paid is the fair market value of such services.
f) Whether all factors relevant to the contract have been considered, if not, the details of factors not considered with the rationale for not considering those factors; and	All factors considered
g) Any other information relevant or important for the Board to take a decision on the proposed transaction.	Does not arise

Related party No. 2

a) The name of the related party and nature of relationship;	Mrs. Shweta Goel Whole-time Director of the Company
b) The nature, duration of the contract and particulars of the contract or arrangement;	Payment of rent to Mrs. Shweta Goel for taking on lease an immovable property owned by her. The duration of contract will expire on March 31, 2027 as is mentioned in the agreement and the contract take place at fair market value.
c) The material terms of the contract or arrangement including the value, if any;	Rs 42.48 Lakhs per annum
d) Any advance paid or received for the contract or arrangement, if any;	No advance paid
e) The manner of determining the pricing and other commercial terms, both included as part of contract and not considered as part of the contract;	The rate and the terms and condition are at which rent is paid is the fair market value of such services.
f) Whether all factors relevant to the contract have been considered, if not, the details of factors not considered with the rationale for not considering those factors; and	All factors considered
g) Any other information relevant or important for the Board to take a decision on the proposed transaction.	Does not arise

ANNEXURE B (CONTINUED)

Related party No. 3

a) The name of the related party and nature of relationship;	Himadri Dealcom Private Limited Directors 1. Gaurav Goel 2. Shweta Goel Mr. Gaurav Goel & Mrs. Shweta Goel are related directly / indirectly.
b) The nature, duration of the contract and particulars of the contract or arrangement;	Purchase & Sale of Mobiles, Smart phones, Tablets & IT products at arm's length price. There is no specific duration of contract and the contract take place as and when situation arises at fair market value.
c) The material terms of the contract or arrangement including the value, if any;	Upto the limit of 150 Crores
d) Any advance paid or received for the contract or arrangement, if any;	No advance paid
e) The manner of determining the pricing and other commercial terms, both included as part of contract and not considered as part of the contract;	The rate and the terms and condition at which Himadri Dealcom Private Limited purchase & sells the products are at fair market value of such products.
f) Whether all factors relevant to the contract have been considered, if not, the details of factors not considered with the rationale for not considering those factors; and	All factors considered
g) Any other information relevant or important for the Board to take a decision on the proposed transaction.	Does not arise

Related party No. 4

a) The name of the related party and nature of relationship;	Sonartari Tradelink Private Limited Directors 1. Gaurav Goel 2. Shweta Goel Mr. Gaurav Goel & Mrs. Shweta Goel are related directly or indirectly.
b) The nature, duration of the contract and particulars of the contract or arrangement;	Purchase & Sale of Mobiles, Smart phones, Tablets & IT Products at arm's length price. There is no specific duration of contract and the contract take place as and when situation arises at fair market value.
c) The material terms of the contract or arrangement including the value, if any;	Upto the limit of 300 Crores
d) Any advance paid or received for the contract or arrangement, if any;	No advance paid
e) The manner of determining the pricing and other commercial terms, both included as part of contract and not considered as part of the contract;	The rate and the terms and condition at which Sonartari Tradelink Private Limited purchase & sells the products are at fair market value of such products.
f) Whether all factors relevant to the contract have been considered, if not, the details of factors not considered with the rationale for not considering those factors; and	All factors considered
g) Any other information relevant or important for the Board to take a decision on the proposed transaction.	Does not arise

ANNEXURE B (CONTINUED)

Related party No. 5

a) The name of the related party and nature of relationship;	Logica Systems & Peripherals Private Limited Directors 1. Gaurav Goel 2. Shweta Goel Mr. Gaurav Goel & Mrs. Shweta Goel are related directly or indirectly.
b) The nature, duration of the contract and particulars of the contract or arrangement;	Purchase & Sale of Mobiles, Smart phones, Tablets & IT Products at arm's length price. Rent & reimbursement of expenses. There is no specific duration of contract and the contract take place as and when situation arises at fair market value.
c) The material terms of the contract or arrangement including the value, if any;	Upto the limit of 60 Crores
d) Any advance paid or received for the contract or arrangement, if any;	No advance paid
e) The manner of determining the pricing and other commercial terms, both included as part of contract and not considered as part of the contract;	The rate and the terms and condition are at which Logica Systems & Peripherals Private Limited purchase & sells the products are at fair market value of such products.
f) Whether all factors relevant to the contract have been considered, if not, the details of factors not considered with the rationale for not considering those factors; and	All factors considered
g) Any other information relevant or important for the Board to take a decision on the proposed transaction.	Does not arise

Related party No. 6

a) The name of the related party and nature of relationship;	Kalpaturu Tradevin Private Limited Directors 1. Gaurav Goel 2. Shweta Goel Mr. Gaurav Goel & Mrs. Shweta Goel are related directly or indirectly.
b) The nature, duration of the contract and particulars of the contract or arrangement;	Reimbursement of Tax Payments
c) The material terms of the contract or arrangement including the value, if any;	Not required
d) Any advance paid or received for the contract or arrangement, if any;	As per above
e) The manner of determining the pricing and other commercial terms, both included as part of contract and not considered as part of the contract;	As per Arm's Length Basis
f) Whether all factors relevant to the contract have been considered, if not, the details of factors not considered with the rationale for not considering those factors; and	All factors considered
g) Any other information relevant or important for the Board to take a decision on the proposed transaction.	Does not arise

The transaction made during the year is within the limit for which permission has been taken.

Form shall be signed by the persons who have signed the Board of Director's Report.

By the Order of the Board
For LOGICA INFOWAY LIMITED

Sd/-
GAURAV GOEL
Managing Director
DIN- 00432340

Sd/-
SHWETA GOEL
Whole Time Director
DIN- 00434584

Place: Kolkata
Date: 01/09/2026

ANNEXURE C

CODE OF CONDUCT

[Pursuant to Regulation 26 (3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]

Pursuant to Regulation 26(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, to the best of knowledge and on the basis of declarations given to me, I hereby affirm that all members of the Board of Directors and Senior Management Personnel of the Company have complied with the Code of Business Conduct and Ethics of the Company for the financial year ended March 31, 2026.

For & on behalf of
LOGICA INFOWAY LIMITED

Sd/-
Gaurav Goel
Managing Director
DIN: 00432340

ANNEXURE D

DETAILS OF REMUNERATION OF THE DIRECTORS, KMPS AND EMPLOYEES

Pursuant to Section 197(12) of The Companies Act, 2013 read with Rule 5(1) of The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

SR. NO	DISCLOSURE REQUIREMENT	DISCLOSURE DETAILS		
		DIRECTOR	DESIGNATION	RATIO
1.	The ratio of the remuneration of each director to the median remuneration of the employees of the Company for the financial year 2025-26	Mr. Gaurav Goel	Managing Director	38:1
		Mrs. Shweta Goel	Whole-Time Director	36:1
		Mr. Rakesh Kumar Goel	Non-Executive and Non-Independent Director	0.00
2.	The percentage increase in remuneration of each Director, Chief Operating Officer, Chief Financial Officer and Company Secretary during the financial year 2025-26	Directors and other Key Managerial Personnel	Designation	% increase in remuneration
		Mr. Gaurav Goel	Managing Director	19%
		Mrs. Shweta Goel	Whole-Time Director	20%
		Mr. Rakesh Kumar Goel	Non-Executive and Non-Independent Director	0.00
		Mr. Sundeep Mishra	Chief Operating Officer	0.00
		Mr. Deepak Kumar Jha	Chief Financial Officer	15%
		Mr. Ankur Bhutani	Chief Operating Officer (North)	NA#
		Ms. Priyanka Gera	Company Secretary & Compliance Officer	35%
		Mr. Kshitij Goel	Chief Information Officer	NA**
3	The percentage increase in the median remuneration of employees in the financial year 2025-26	The median remuneration of employees for FY 2025-26 is ₹2,51,553 as compared to ₹1,84,931.50 during FY 2024-25. There is a increase of ₹66,621.50 (36.02%) in the median remuneration of employees.		
4	The number of permanent employees on the rolls of Company	232		
5	Average percentile increase /decrease already made in the salaries of employee's other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial Remuneration	The average percentile increase already in the salaries of employees is 23.91% and the percentile increase in the managerial remuneration is 16.22%.		
6	Affirmation that the remuneration is as per the remuneration policy of the company.	It is hereby affirmed that pursuant to Rule 5(1)(xii) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Remuneration paid is as per the Remuneration Policy of the Company.		

#/**Remuneration received in FY 2026 is not comparable with remuneration received in FY 2025 which was for part of the year and hence not stated.

ANNEXURE D (CONTINUED)

The statement containing names of top ten employees in terms of remuneration drawn and the particulars of employees as required under section 197(12) of the Companies Act, 2013 read with Rule 5 of the Companies (appointment and Remuneration of Managerial Personnel) Rules, 2014 and other information as required in this rule, is provided in below table:

NAME OF EMPLOYEES	DESIGNATION	REMUNERATION RECEIVED	QUALIFICATIONS	EXPERIENCE (IN YRS)	AGE	DATE OF COMMENCEMENT OF EMPLOYMENT	% OF EQUITY SHARES
Gaurav Goel	Chairman cum Managing Director	96,00,000	Bachelor's degree in electronics and Communications Engineering	25	56	02.12.2002	17.61%
Shweta Goel	Whole Time Director	90,00,000	B.A. (Honours)	25	52	02.12.2002	11.90%
Kshitij Goel	Chief Information Officer	43,50,000	Mechanical Engineering & Business Graduate	2	26	01.05.2025	Nil
Ankur Bhutani	Chief operating Officer- North (till 01.02.2026)	28,14,718	Technology Graduate	22	45	18.07.2023	Nil
Deepak Bararia	Manager - Distribution	19,53,032	Graduation	17	39	01.07.2016	Nil
Deepak Kumar Jha	Chief Financial Officer	17,69,769	B. Com (H)	23	44	02.01.2012	Nil
Anil Kajalia	Manager - Distribution & Retail	17,26,612	Graduation	20	50	16.10.2023	Nil
Chiranjib Chakraborti	Manager - Distribution - Mobile	14,71,073	Graduation	25	51	01.07.2007	Nil
Dhiraj Singh Mehta	Manager- IT	14,30,157	Graduation	17	39	05.10.2021	Nil
Ranveer Sharma	E.com - Head	12,12,672	Graduation	15	34	01.03.2024	Nil

By the Order of the Board
For LOGICA INFOWAY LIMITED

Sd/- GAURAV GOEL Managing Director DIN- 00432340	Sd/- SHWETA GOEL Whole Time Director DIN- 00434584
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Place: Kolkata
Date: 01/09/2026

ANNEXURE E

SECRETARIAL AUDIT REPORT

FORM MR-3 - FOR THE FINANCIAL YEAR ENDED MARCH 31, 2026

[Pursuant to section 204(1) of the Companies Act, 2013 and rule No.9 of the Companies (Appointment and Remuneration Personnel) Rules, 2014]

To,
The Members,

LOGICA INFOWAY LIMITED

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Logica Infoway Limited** (hereinafter called “the Company”).

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

Based on my verification of the Company’s books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, I hereby report that in my opinion, the Company has, during the audit period covering the financial year ended on March 31, 2026 complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

I have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on March 31, 2026 according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made there under;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made there under;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'): -
 - a. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 - **Not applicable to the Company during the Audit period**;
 - b. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
 - c. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;

- d. The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021: - **Not applicable to the Company during the Audit period**;
- e. The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008: - **Not applicable to the Company during the Audit period**;
- f. The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
- g. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021: - **Not applicable to the Company during the Audit period**;
- h. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018: - **Not applicable to the Company during the Audit period**;
- i. The Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2023 - **Not Applicable for the period under review**;
- j. The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015- However Regulation 17 to 22 & 24 to 27 not applicable as it is a SME listed company on BSE Stock Exchange - **Complied. ***
- k. The Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018.
- (vi) As informed to us, there are no other Sector specific laws which are specifically applicable to the Company.
- (vii) Other acts which are generally complied with are
 - a. Employees' Provident Funds and Miscellaneous Provisions Act, 1952
 - b. Employees' State Insurance Act, 1948
 - c. Payment of Gratuity Act, 1972
 - d. Payment of Wages Act, 1936
 - e. Shops and Establishments Act (applicable at the state level)
 - f. Trade License
 - g. Goods & Service Tax 2017
 - h. Income tax Act 1961
- (viii) We have also examined compliance with the applicable clauses of the following:

ANNEXURE E (CONTINUED)

- a. Secretarial Standards as issued and notified by The Institute of Company Secretaries of India relating to Board Meetings and General Meetings.
- b. The Listing agreement entered into by the Company with BSE Limited (Listing Obligations and Disclosures Requirements) Regulations, 2015.

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

I further report that,

the Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Director's and Independent Director's. There were no changes in the composition of the Board of Directors during the period under review. Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance or with shorter notice giving reasons thereof, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

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

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

This Report is to be read with my letter of even date which is enclosed as **Annexure I** and forms integral part of this Report.

Sd/-
(VASKAR DAS)
Practicing Company Secretary
FCS No.: 9311
C.P. No.: 4467
UDIN: F009311H001334547
PR 3066/2023

Place: Kolkata
Date: 01/09/2026

ANNEXURE I

(TO THE SECRETARIAL AUDIT REPORT OF LOGICA INFOWAY LIMITED FOR YEAR ENDED MARCH 31, 2026)

My Report of even date is to be read along with this letter.

1. Maintenance of secretarial records is the responsibility of the management of the Company. My responsibility is to express an opinion on these secretarial records based on my audit.
2. I have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. I believe that the processes and practices, I followed provide a reasonable basis for my opinion.
3. I have not verified the correctness and appropriateness of financial records and books of accounts of the Company.
4. Wherever required, I have obtained the Management Representation about the compliance of laws, rules and regulations and happening of events etc.
5. The compliance of the provisions of corporate and other applicable laws, rules, regulations, standards is the responsibility of Management. My examination was limited to the verification of procedures on test basis.
6. The Secretarial Audit Report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the Management has conducted the affairs of the Company.

Sd/-
(VASKAR DAS)
Practicing Company Secretary
FCS No.: 9311
C.P. No.: 4467
UDIN: F009311H001334547
PR 3066/2023

Place: Kolkata
Date: 01/09/2026

INDEPENDENT AUDITOR'S REPORT

To,
The Members,
LOGICA INFOWAY LIMITED

Report on the Audit of the Financial Statements:

OPINION:

We have audited the financial statements of **LOGICA INFOWAY LIMITED** ("the company"), which comprise the Balance Sheet as of March 31, 2026, and the Statement of Profit and Loss, the Cash Flow Statement for the year then ended and notes to the financial statements, including a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2026, its profit and its cash flows for the year ended on that date.

BASIS FOR OPINION:

We conducted our audit by the Standards on Auditing ("SAs")

specified under section 143(10) of the Companies Act, 2013. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company by the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities by these requirements and the ICAI's Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion on the financial statements.

Key Audit Matters:

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

SL NO.	KEY AUDIT MATTER	AUDITOR'S RESPONSE
1	Litigations and claims - provisions and contingent liabilities Refer to note no. 2.25 to the consolidated financial statements. The Company is involved in direct and indirect tax litigations ('litigations') that are pending with different statutory authorities. The level of management judgement associated with determining the need for, and the quantum of, provisions for any liabilities arising from these litigations is considered to be high. This judgement is dependent on several significant assumptions and assessments which involve interpreting the various applicable rules, regulations, and practices and considering precedents in the various jurisdictions. This matter is considered a key audit matter, in view of the uncertainty regarding the outcome of these litigations, the significance of the amounts involved and the subjectivity involved in management's judgement as to whether the amount should be recognized as a provision or only disclosed as contingent liability in the consolidated financial statements. The Company has material uncertain tax positions including matters under dispute which involve significant judgment to determine the possible outcome of these disputes.	Our key procedures included, but not limited to, the following: a) Assessed appropriateness of the Company's accounting policies relating to provisions and contingent liability by comparing them with the applicable accounting standards; b) Assessed the Company's process and the underlying controls for identification of the pending litigations and completeness for financial reporting and also for monitoring of significant developments about such pending litigations; c) Assessed the Company's assumptions and estimates in respect of litigations, including the liabilities or provisions recognized or contingent liabilities disclosed in the financial statements. This involved assessing the probability of an unfavorable outcome of a given proceeding and the reliability of estimates of related amounts; d) Performed substantive procedures on the underlying calculations supporting the provisions recorded, if any; e) Assessed the management's conclusions through understanding relevant judicial precedents in similar cases and the applicable rules and regulations; f) Engaged subject matter specialists to gain an understanding of the current status of litigations and monitored changes in the disputes, if any, through discussions with the management and by reading external advice received by the Company, where relevant, to validate management's conclusions; and g) Assessed the appropriateness of the Company's description of the accounting policy, disclosures related to litigations and whether these are adequately presented in the consolidated financial statements.

INDEPENDENT AUDITOR'S REPORT (CONTINUED)

INFORMATION OTHER THAN THE FINANCIAL STATEMENTS AND AUDITOR'S REPORT THEREON

The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Annual report but does not include the financial statements and our auditor's report thereon.

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

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether such other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of Management Governance for the Financial Statements:

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 concerning the preparation of these financial statements that give a true and fair view of the financial position, and financial performance of the Company by the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2015.

This responsibility also includes maintenance of adequate accounting records by the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

The Board of Directors is also responsible for overseeing the Company's financial reporting process.

AUDITOR'S RESPONSIBILITIES FOR THE AUDIT OF THE FINANCIAL STATEMENTS:

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted by SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken based on these financial statements.

As part of an audit by SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Companies Act, 2013, we are also responsible for expressing our opinion on whether the company has an adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

INDEPENDENT AUDITOR'S REPORT (CONTINUED)

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

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

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

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

REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS:

1. As required by the Companies (Auditor's Report) Order, 2020 issued by the Central Government of India in terms of sub-section (11) of section 143 of The Companies Act 2013, we give in the "Annexure A" statement on the matters specified in paragraph 3 and 4 of the order, to the extent applicable.
2. As required by section 143(3) of the Act, we report that:
 - (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for our audit;
 - (b) In our opinion proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
 - (c) The Balance Sheet, the Statement of Profit and Loss, and the Cash Flow Statement dealt with by this Report agree with the books of accounts.
 - (d) In our opinion the aforesaid financial statements comply with Accounting Standards specified under section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2015.

- (e) based on written representations received from the directors as of March 31, 2026, taken on record by the Board of Directors, none of the directors is disqualified as of March 31, 2026, from being appointed as a director in terms of Section 164(2) of the Act.
- (f) Concerning the adequacy of the internal financial controls over financing reporting of the company and the operating effectiveness of such controls, refer to our separate report in "Annexure B"
- (g) In our opinion, the managerial remuneration for the year ended March 31, 2026, has been paid/provided by the Company to its directors by the provisions of Section 197 read with Schedule V to the Act;
- (h) Concerning the other matters to be included in the Auditor's Report by Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
 - i) The Company has disclosed the impact of pending litigations on its financial position in its financial statements – Refer to Note 2.25 to the financial statements.
 - ii) The Company does not have any long-term contracts requiring a provision for material foreseeable losses.
 - iii) The Company does not have any amounts required to be transferred to the Investor Education and Protection Fund.
 - (a) The management has represented that, to the best of its knowledge and belief, other than as disclosed in the notes to the accounts, no funds have been advanced loaned or invested by the company to or in any other person(s) or entities, including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner by or on behalf of the company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;
 - (b) The management has represented, that, to the best of its knowledge and belief, other than as disclosed in the notes to the accounts, no funds have been received by the company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and

INDEPENDENT AUDITOR'S REPORT (CONTINUED)

- (c) Based on such audit procedures that were considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (a) and (b) contain any material misstatement;
- iv) The company has not declared or paid any dividend during the year.
- v) Based on our examination which included test checks, the company has used accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software. Further, during our audit, we did not come across any instance of the audit trail feature being tampered with.

For R. Rampuria & Company

Chartered Accountants

Firm Reg. No.: 325211E

(Rajendra Rampuria)

Partner

Membership No. 108771

UDIN: 26108771JKWHDW3800

Place: Kolkata

Date: 12-05-2026

ANNEXURE A TO THE INDEPENDENT AUDITOR'S REPORT

ANNEXURE A REFERRED TO IN PARAGRAPH 1 UNDER THE HEADING "REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS" OF OUR REPORT OF EVEN DATE ON THE FINANCIAL STATEMENTS OF LOGICA INFOWAY LIMITED FOR THE YEAR ENDED MARCH 31, 2026

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

- (i) (a) (A) The Company has maintained proper records showing full particulars, including quantitative details and the situation of the Property, Plant and Equipment.
- (B) The Company has maintained proper records showing full particulars of intangible assets.
- (b) Property, Plant and Equipment have been physically verified by the management at reasonable intervals during the year and no material discrepancies were identified on such verification.
- (c) According to the information and explanations given by the management, there are no immovable properties, and accordingly, reporting under clause (i)(c) of paragraph 3 of the Order is not applicable.
- (d) The Company has not revalued its Property, Plant and Equipment (including Right of Use assets) and its intangible assets during the year and accordingly, reporting under clause (i)(d) of paragraph 3 of the Order is not applicable.
- (e) According to the information and explanations given by the management, no proceeding has been initiated or pending against the Company for holding benami property under the Benami Transactions (Prohibition) Act, 1988 and rules made thereunder and accordingly, reporting under clause (i)(e) of paragraph 3 of the Order is not applicable.
- (ii) (a) The inventory has been physically verified during the year by the management. In our opinion, the frequency of verification, coverage & procedure of such verification is reasonable and appropriate. No material discrepancies were noticed on such verification.
- (b) The company has been sanctioned working capital limits of over five crore rupees, in aggregate, from banks or financial institutions based on the security of current assets. However, the details submitted in the quarterly returns or statements are not in agreement with the books of accounts. The details of the same as under:

QUARTER	PARTICULARS	AMOUNT AS PER STATEMENT PROVIDED TO BANK (₹ IN LAKHS)	AMOUNT AS PER BOOK (₹ IN LAKHS)
Q1	Trade Receivables (Less than 90 days)	9,587.00	9,458.10
	Trade Receivables (More than 90 days)	1,972.00	848.72
	Trade Payables	6,026.00	6,378.50
	Stock	10,870.00	13,384.04
	Total Revenue	25,849.00	24,994.41
Q2	Trade Receivables (Less than 90 days)	9,954.00	10,236.04
	Trade Receivables (More than 90 days)	323.00	306.98
	Trade Payables	4,839.00	4,854.72
	Stock	11,605.00	11,769.44
	Total Revenue	64,890.00	58,766.73
Q3	Trade Receivables (Less than 90 days)	9,943.00	10,007.13
	Trade Receivables (More than 90 days)	302.00	322.21
	Trade Payables	5,527.00	5,704.18
	Stock	14,793.00	14,812.55
	Total Revenue	89,939.00	86,396.31
Q4	Trade Receivables (Less than 90 days)	14,050.00	14,147.53
	Trade Receivables (More than 90 days)	531.00	571.06
	Trade Payables	5,515.00	5,900.02
	Stock	13,379.00	13,467.60

ANNEXURE A (CARO) (CONTINUED)

QUARTER	PARTICULARS	AMOUNT AS PER STATEMENT PROVIDED TO BANK (₹ IN LAKHS)	AMOUNT AS PER BOOK (₹ IN LAKHS)
	Total Revenue	1,31,956.00	1,35,955.69

(iii) During the year, the Company has not made any investments in, provided any guarantee or security and granted any loans or advances like loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or any other parties and accordingly, reporting under clause (iii) of paragraph 3 of the Order is not applicable.

(iv) There are no loans and security given, guarantees provided by the company in respect of which provisions of sections 185 and 186 of the Companies Act, 2013 are applicable. Further, investments made in respect of which provisions of sections 185 and 186 of the Companies Act, 2013 are applicable have been complied with by the Company.

(v) According to the information and explanations given by the management, the Company has not accepted any deposits from the public within the meaning of sections 73 to 76 of the Companies Act, 2013 and the rules framed there under. No order has been passed by the Company Law Board National Company Law Tribunal Reserve Bank of India or any Court or any other Tribunal in this respect.

(vi) The maintenance of cost records has not been specified by the Central Government under sub-section (1) of Section

148 of the Companies Act, 2013 for the business activities carried out by the Company and accordingly, reporting under clause (vi) of paragraph 3 of the Order is not applicable.

(vii) (a) According to the information and explanations given by the management and the records of the Company examined by us, in our opinion, undisputed statutory dues including goods and service tax, provident fund, employees' state insurance, income-tax, sales-tax, service tax, duty of customs, duty of excise, value added tax, cess have been regularly deposited by the company with appropriate authorities in all cases during the year.

No undisputed amounts are payable in respect of Goods and Services Tax, Provident Fund, Employees' State Insurance, Income Tax, Sales Tax, Service Tax, the duty of Customs, duty of Excise, Value Added Tax, Cess and any other statutory dues were in arrears as at March 31, 2026, for more than six months from the date they became payable.

(b) According to the information and explanation given by the management and examination of records of the Company, the outstanding dues of income tax, goods and service tax, customs duty, cess and any other statutory dues on account of any dispute, are as follows:

NAME OF THE STATUTE	NATURE OF DUES	AMOUNT (₹ IN LACS)	THE PERIOD TO WHICH THE AMOUNT RELATES	FORUM WHERE THE DISPUTE IS PENDING
Goods & Service Tax Act	Goods & Services Tax	63.74	2019-20	Appellate Tribunal
Goods & Service Tax Act	Goods & Services Tax	81.77	2020-21	Appellate Tribunal
Goods & Service Tax Act	Goods & Services Tax	43.80	2017-18	Appellate Tribunal
Govt of Telangana Commercial Tax Dept.	Commercial Tax	43.23	2016-17	High Court
Govt of Telangana Commercial Tax Dept.	Commercial Tax	42.65	2015-16 to 2017-18	High Court
Govt of Telangana Commercial Tax Dept.	Commercial Tax	170.58	2015-16 to 2017-18	High Court
Goods & Service Tax Act	Goods & Services Tax	248.83	2019-20	Appellate Tribunal
Goods & Service Tax Act	Goods & Services Tax	24.62	2021-22	Appellate Tribunal
Goods & Service Tax Act	Goods & Services Tax	426.37	2020-21	Appellate Tribunal
Goods & Service Tax Act	Goods & Services Tax	169.59	2021-22	Appellate Tribunal

ANNEXURE A (CARO) (CONTINUED)

- (viii) According to the information and explanations given by the management, the Company has not surrendered or disclosed any transaction, previously unrecorded in the books of account, in the tax assessments under the Income Tax Act, 1961 as income during the year and accordingly, reporting under clause (viii) of paragraph 3 of the Order is not applicable.
- (ix) (a) In our opinion and according to the information and explanations given by the management, the Company has not defaulted in repayment of loans or borrowings or payment of interest thereon to any lender.
- (b) The company has not been declared a wilful defaulter by any bank or financial institution or government or any government authority.
- (c) In our opinion and according to the information explanation provided by the management, no money was raised by way of term loans during the year and accordingly, reporting under clause (ix)(c) of paragraph 3 of the Order is not applicable.
- (d) According to the information and explanations given to us, and the procedures performed by us, and on an overall examination of the financial statements of the company, we report that no funds raised on a short-term basis have been used for long-term purposes by the company.
- (e) The Company did not have any subsidiary associate or joint venture during the year and hence, reporting under clause (ix) (e) & (ix)(f) of paragraph 3 of the Order is not applicable.
- (x) (a) The company did not raise any money by way of an Initial Public Offer or further public offer (including debt instruments) during the year. Accordingly, the provisions stated in paragraph 3(x)(a) of the order do not apply to the company.
- (b) The Company has not made any issue during the year, so the compliance with section 42 and section 62 of the Companies Act, 2013 do not apply to the company.
- (xi) (a) No fraud by the Company or no material fraud on the Company has been noticed or reported during the year.
- (b) During the year, no report under sub-section (12) of Section 143 of the Companies Act, 2013 has been filed by us in Form ADT – 4 as prescribed under Rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government.
- (c) As represented to us by the management, there are no whistle-blower complaints received by the Company during the year (and up to the date of this report) and accordingly, reporting under clause (xi)(c) of paragraph 3 of the Order is not applicable.
- (xii) In our opinion and according to the information and explanations given by the management, the company is not a Nidhi company and accordingly, reporting under clause (xii) of paragraph 3 of the Order is not applicable.
- (xiii) According to the information and explanations given by the management and based on our examination of the records of the Company, transactions with the related parties comply with sections 177 and 188 of the Act, where applicable and details of such transactions have been disclosed in the financial statements as required by the applicable accounting standards.
- (xiv) (a) The company has an internal audit system commensurate with the size and nature of its business.
- (b) The internal audit reports of the Company issued till the date of the audit report, for the period under audit have been considered by us.
- (xv) According to the information and explanations given by the management, in our opinion during the year the Company has not entered into non-cash transactions with directors or persons connected with its directors and hence, provisions of section 192 of the Act do not apply to the company and accordingly, reporting under clause (xv) of paragraph 3 of the Order is not applicable.
- (xvi) (a) The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934 and accordingly, reporting under clause (xvi)(a) & (xvi)(b) of paragraph 3 of the Order is not applicable.
- (b) In our opinion, the Company has not conducted any Non-Banking Financial or Housing Finance activities without any valid Certificate of Registration from the Reserve Bank of India. Hence, the reporting under paragraph clause 3 (xvi)(b) of the Order does not apply to the Company
- (c) The Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India.
- (d) The Company does not have any CIC as part of its group. Hence the provisions stated in paragraph clause 3 (xvi) (d) of the order do not apply to the company.
- (xvii) The Company has not incurred cash losses in the current financial year and in the immediately preceding financial year and accordingly, reporting under clause (xvii) of paragraph 3 of the Order is not applicable.
- (xviii) There has been no resignation of the statutory auditors during the year and accordingly requirement to report clause (xviii) of paragraph 3 of the Order does not apply to the Company.
- (xix) According to the information and explanations given by the management and based on the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that

ANNEXURE A (CARO) (CONTINUED)

company is not capable of meeting its liabilities existing at the date of the balance sheet as and when they fall due within one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within one year from the balance sheet date, will get discharged by the company as and when they fall due.

(xx) According to the information and explanations given by the management, there are no amounts unspent under section 135 of the Act pursuant to any ongoing or other than ongoing projects and hence, reporting under clause (xx) (b) of paragraph 3 of the Order is not applicable.

For R. Rampuria & Company

Chartered Accountants
Firm Reg. No.: 325211E

(Rajendra Rampuria)

Partner
Membership No. 108771
UDIN: 26108771JKWHDW3800

Place: Kolkata
Date: 12-05-2026

ANNEXURE B TO THE INDEPENDENT AUDITOR'S REPORT

ANNEXURE B TO THE INDEPENDENT AUDITOR'S REPORT OF EVEN DATE ON THE FINANCIAL STATEMENTS OF LOGICA INFOWAY LIMITED FOR THE YEAR ENDED MARCH 31, 2026

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

To,
The Members,

LOGICA INFOWAY LIMITED

We have audited the internal financial controls over the financial reporting of LOGICA INFOWAY LIMITED ("the Company") as of March 31, 2026, in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India (ICAI). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to the company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit by the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about

whether adequate internal financial controls over financial reporting were established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system over financial reporting.

Meaning of Internal Financial Controls Over Financial Reporting

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

Inherent Limitations of Internal Financial Controls Over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or

ANNEXURE B (IFC) (CONTINUED)

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

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial control system over financial reporting and such internal financial controls over financial reporting were operating effectively as of March 31, 2026, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For R. Rampuria & Company

Chartered Accountants

Firm Reg. No.: 325211E

(CA Rajendra Rampuria)

Partner

Membership No. 108771

UDIN: 26108771JKWHDW3800

Place: Kolkata

Date: 12-05-2026

STANDALONE FINANCIAL STATEMENTS

BALANCE SHEET AS AT 31ST MARCH 2026

₹ in Lakhs

PARTICULARS	NOTE NO	AS AT 31.03.2026	AS AT 31.03.2025
I. EQUITY AND LIABILITIES			
Shareholder's Funds			
Share Capital	2.1	1,779.76	1,779.76
Reserves and Surplus	2.2	8,428.39	7,010.35
Non-Current Liabilities			
Long-Term Borrowings	2.3	0.91	70.21
Other Long-Term Liabilities	2.4	98.97	89.81
Current Liabilities			
Short-Term Borrowings	2.5	18,678.44	11,767.34
Trade Payables			
a) total outstanding dues of micro enterprises and small enterprises; and	2.6 (i)	179.53	33.76
b) total outstanding dues of creditors other than micro enterprises and small enterprises	2.6 (ii)	5,719.34	4,975.75
Other Current Liabilities	2.7	391.10	407.70
Short-Term Provisions	2.8	509.88	370.23
Total		35,786.31	26,504.91
II. ASSETS			
Non-Current Assets			
Property, Plant & Equipment and Intangible Assets			
Property, Plant & Equipment	2.9		
(A) Tangible Assets		242.82	169.35
(B) Intangible Assets		6.37	17.11
Non-Current Investments	2.10	1,295.98	1,277.17
Deferred Tax Assets (Net)	2.11	28.73	24.05
Other Non-Current Assets	2.12	446.99	475.08
Current Assets			
Inventories	2.13	13,467.60	9,932.43
Trade Receivables	2.14	14,718.59	11,380.41
Cash and Cash Equivalents	2.15	3,589.64	1,881.18
Short-Term Loans and Advances	2.16	66.97	23.65
Other Current Assets	2.17	1,922.61	1,324.47
Total		35,786.31	26,504.91
Contingent Liability not provided for in respect of Claims not acknowledged as debt by the Company	2.25		
Significant Accounting Policies	1		
Notes to Financial Statements	2		

For R Rampuria & Company

Chartered Accountants
Firm Reg. No. 325211E

Sd/-
Rajendra Rampuria
Partner
M. No. 108771

Place: Kolkata
Date: 12/05/2026

For Logica Infoway Limited

Sd/-
Gaurav Goel
Managing Director
DIN- 00432340

Sd/-
Shweta Goel
Whole Time Director
DIN- 00434584

Sd/-
Priyanka Gera
Company Secretary
M. No. A63809

Sd/-
Deepak Kumar Jha
Chief Financial Officer

STANDALONE FINANCIAL STATEMENTS

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31ST MARCH 2026

₹ in Lakhs

PARTICULARS	NOTE NO	YEAR ENDED 31.03.2026	YEAR ENDED 31.03.2025
INCOME			
Revenue From Operations	2.18	1,31,572.09	1,11,924.00
Other Income	2.19	383.60	311.93
Total Income (1+2)		1,31,955.69	1,12,235.93
EXPENSES			
Purchase of Stock-in-Trade	2.20	1,27,330.67	1,06,277.42
Changes in Inventories of Stock-in-Trade	2.21	(3,535.17)	(651.47)
Employee Benefit Expense	2.22	1,192.00	992.35
Financial Costs	2.23	1,430.09	1,208.40
Depreciation and Amortization Expense	2.9	82.77	43.32
Other Expenses	2.24	3,527.85	2,946.09
Total Expenses (3+8)		1,30,028.21	1,10,816.11
Profit before exceptional and extraordinary items and tax		1,927.48	1,419.82
Exceptional Items		-	-
Profit before extraordinary items and tax		1,927.48	1,419.82
Extraordinary Items		-	-
Profit before tax		1,927.48	1,419.82
Tax Expense/(Benefit):			
Current Tax		509.88	370.23
Deferred Tax (Net)		(4.68)	(1.13)
Income Tax For Earlier Years		4.23	-
Net Tax Expense/(Benefit) (a+b)		509.43	369.10
Profit(Loss) from the period from continuing operations		1,418.05	1,050.72
Profit(Loss) from discontinuing operations		-	-
Tax Expense of discontinuing operations		-	-
Profit(Loss) from discontinuing operations		-	-
Profit(Loss) for the period		1,418.05	1,050.72
Earning per equity share:	2.26		
(1) Basic		7.97	6.12
(2) Diluted		7.97	6.12
Significant Accounting Policies	1		
Notes to Financial Statements	2		

For R Rampuria & Company

Chartered Accountants
Firm Reg. No. 325211E

Sd/-
Rajendra Rampuria
Partner
M. No. 108771

Place: Kolkata
Date: 12/05/2026

For Logica Infoway Limited

Sd/-
Gaurav Goel
Managing Director
DIN- 00432340

Sd/-
Shweta Goel
Whole Time Director
DIN- 00434584

Sd/-
Priyanka Gera
Company Secretary
M. No. A63809

Sd/-
Deepak Kumar Jha
Chief Financial Officer

STANDALONE FINANCIAL STATEMENTS

CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH 2026

₹ in Lakhs

PARTICULARS	AS AT 31.03.2026	AS AT 31.03.2025
A. Cash Flow from Operating Activity		
Profit/(Loss) before Tax and Extraordinary Item	1,927.48	1,419.82
Add/ (Deduct) : Adjustment For :		
Depreciation (Net of Depreciation Written Back)	82.77	21.41
Provision for Gratuity	9.15	16.11
Interest Paid	1,430.09	1,208.40
Interest Received	(168.65)	(114.81)
Operating Profit before Change in Working Capital	3,280.84	2,550.93
Adjustment for :		
Trade Receivables	(3,338.18)	(3,301.71)
Inventories	(3,535.17)	(651.47)
Short Term Loans and Advances	(43.32)	170.38
Other Current Assets	(598.14)	347.25
Trade Payables	889.35	819.70
Short Term Borrowings	6,911.10	1,147.55
Other Current Liabilities	(16.60)	47.78
Cash Generated from Operation	3,549.88	1,130.42
Taxes Paid (net of Refunds)	(374.78)	(280.28)
Net Cash Flow Generated from Operating Activity	3,175.09	850.14
B. Cash Flow from Investing Activity		
Purchase of Property Plant and Equipment	(145.49)	(140.23)
Sale of Property Plant and Equipment	-	22.17
Investment in Bank Deposits	(1,523.94)	(1,076.12)
Security Deposit Paid/Received	(62.52)	(84.94)
Investment in Mutual Fund	-	-
Investment in Gold Coin	(18.81)	(0.15)
Interest Received	168.65	114.81
Net Cash Used in Investing Activity	(1,582.11)	(1,164.46)
C. Cash Flow from Financing Activity		
Proceeds from Issue of Shares	-	1,611.23
Interest Paid	(1,430.09)	(1,208.40)
Repayment of Long Term Borrowings	(69.30)	(102.35)
Proceeds from Long Term Borrowings	-	-
Proceeds from Motor Car Loan	-	-
Net Cash Used in Financing Activity	(1,499.39)	300.48
Net Increase/(Decrease) in Cash & Cash Equivalents	93.58	(13.84)
Opening Balance of Cash & Cash Equivalents	53.51	67.35
Closing Balance of Cash & Cash Equivalents	147.09	53.51
CLOSING BALANCE OF CASH AND CASH EQUIVALENTS COMPRISE:		
Balance with Bank	123.44	26.94
Cash on Hand	23.65	26.57
Total	147.09	53.51

For R Rampuria & Company

Chartered Accountants
Firm Reg. No. 325211E

Sd/-
Rajendra Rampuria
Partner
M. No. 108771

Place: Kolkata
Date: 12/05/2026

For Logica Infoway Limited

Sd/-
Gaurav Goel
Managing Director
DIN- 00432340

Sd/-
Shweta Goel
Whole Time Director
DIN- 00434584

Sd/-
Priyanka Gera
Company Secretary
M. No. A63809

Sd/-
Deepak Kumar Jha
Chief Financial Officer

NOTE 1: SIGNIFICANT ACCOUNTING POLICIES

COMPANY OVERVIEW

Logica Infoway Ltd. was formed in the year 1995. The company has established two branches one in Delhi and another in Hyderabad in the year 2015 and in Mumbai in the year 2016. The company is engaged in trading computers, laptops, Mobile & Mobile Accessories in Head Office (Kolkata) and Mobiles & Laptops in branches.

1.1 Accounting Convention

The Financial Statements are prepared by applicable Accounting Standards under the historical cost convention on an accrual basis.

1.2 Revenue Recognition

All income and expenses are accounted for on an accrual basis. Revenue is recognized when no significant uncertainties exist about the number of eventual receipts. Revenue from operations is net of all the indirect taxes.

1.3 Use of estimates

The preparation of financial statements requires the management of the company to make estimates and assumptions that affect the reported balances of assets and liabilities and disclosures relating to contingent liabilities as of the date of the financial statements and the reported amount of revenues and expenses during the period. Differences between the actual results and estimates are recognized in the period in which the results are known/materialized.

1.4 Property, Plant & Equipment

Property, Plant and Equipment are stated at cost less accumulated depreciation and impairment loss, if any. Cost comprises the purchase price and any attributable cost of bringing the asset to working condition for its intended use.

Depreciation:

Depreciation on Property, Plant & Equipment is provided on written down value method at the rates and in the manner prescribed in schedule II of the Companies Act, 2013.

1.5 Stock in Trade

Items of inventories are measured at a lower cost or net realizable value after providing for obsolescence, if any.

1.6 Investment

Investments that are intended to be held for not more than a year are classified as current investments. All other investments are classified as long-term investments. Current investments are carried at lower cost & fair value determined on an individual investment basis.

Long-term Investments are carried at cost; provision for diminution in value is made only if, in the opinion of the management, such a decline is permanent.

1.7 Employee Benefit

The Company contributes to the defined benefit gratuity plan. The cost of providing benefits under the defined benefit obligations is calculated by the Independent Actuary using the Projected Unit Credit method.

1.8 Provisions, Contingent Liabilities and Contingent Assets

Provisions involving a substantial degree of estimation in measurement are recognized when there is a present obligation as a result of past events and it is probable that there will be an outflow of resources. Contingent liabilities are not recognized but are disclosed in Notes. Contingent assets are neither recognized nor disclosed in the financial statements.

1.9 Provision for Current Tax & Deferred Tax

- Provision for current tax is made after taking into consideration benefits admissible under the provisions of the Income Tax Act, 1961.
- Deferred tax resulting from "timing differences" between taxable and accounting income is accounted for using the tax rates and laws that are enacted or substantively enacted as on the balance sheet date. The deferred tax assets are recognized and carried forward only to the extent the management has estimated that there is a reasonable/virtual certainty that the asset will be realized in future.

NOTE 2: NOTES TO FINANCIAL STATEMENTS

2.1 SHARE CAPITAL

(₹ in Lakhs)

PARTICULARS	AS AT 31.03.2026	AS AT 31.03.2025
(i) Authorised 2,00,00,000 Equity Share (Previous Year 2,00,00,000) of ₹10/- each with equal voting rights	2,000.00	2,000.00
(ii) Issued, Subscribed & Paid Up 1,77,97,614 Equity Shares (Previous Year 1,77,97,614) of ₹10 each fully paid up in cash with equal voting rights	1,779.76	1,779.76
(iii) Reconciliation of the number of shares and amount the outstanding at the beginning and at end of the F.Y.		
Opening Balance		
1,77,97,614 Equity Shares (Previous Year 1,71,04,014) of ₹ 10 each fully paid up in cash with equal voting rights.	1,779.76	1,710.40
Preferential Issue of Equity Shares NIL (Previous Year 6,93,600) Equity shares of ₹ 10 each fully paid up in cash with equal voting rights	-	69.36
Closing Balance	1,779.76	1,779.76

(iv) Details of Shareholders holding more than 5% Shares

NAME OF SHAREHOLDER	CURRENT YEAR		PREVIOUS YEAR		AS AT 31.03.2026	AS AT 31.03.2025
	NO. OF SHARE	% OF HOLDING	NO. OF SHARE	% OF HOLDING		
Gaurav Goel	31,34,394	17.61	31,34,394	17.61	313.44	313.44
Shweta Goel	21,18,492	11.90	21,18,492	11.90	211.85	211.85
Logica Systems & Peripherals Pvt Ltd	9,00,000	5.06	9,00,000	5.06	90.00	90.00
Himadri Dealcom Pvt Ltd	58,73,022	33.00	58,73,022	33.00	587.30	587.30

Note 2.1.2 : Shares held by the Promoters at the end of 31.03.2026

PROMOTERS NAME	NO OF SHARES	% OF TOTAL SHARES	% OF CHANGE DURING THE YEAR
Gaurav Goel	31,34,394	17.61	-
Shweta Goel	21,18,492	11.90	-

Note 2.1.3 : Shares held by the Promoters at the end of 31.03.2025

PROMOTERS NAME	NO OF SHARES	% OF TOTAL SHARES	% OF CHANGE DURING THE YEAR
Gaurav Goel	31,34,394	17.61	-0.59%
Shweta Goel	21,18,492	11.90	-0.36%

Fresh Shares Issued:

a. During the financial year, the company has not made any fresh issue.

Reconciliation of Share Capital:

PARTICULARS	NUMBER OF SHARES	AMOUNT (₹)
Balance at the beginning of the year	1,77,97,614	1,779.76
Add: Fresh Shares issued	-	-
Balance at the end of the year	1,77,97,614	1,779.76

NOTES TO FINANCIAL STATEMENTS (CONTINUED)

2.2 RESERVES & SURPLUS

(₹ in Lakhs)

PARTICULARS	AS AT 31.03.2026	AS AT 31.03.2025
(A)Securities Premium Account		
Opening Balance	3,035.74	1,493.87
Premium on Shares issued during the year	-	1,541.87
Closing Balance	3,035.74	3,035.74
(B)Surplus in Profit & Loss Account		
Opening Balance	3,974.61	2,923.89
Profit After Tax for the year	1,418.05	1,050.72
Closing Balance	5,392.66	3,974.61
Total(A+B)	8,428.39	7,010.35

2.3 LONG TERM BORROWINGS

(₹ in Lakhs)

PARTICULARS	AS AT 31.03.2026	AS AT 31.03.2025
(i) Secured Loan from Banks		
From State Bank of India (Note 2.5.2)	-	57.95
From ICICI Bank [Car Loan (0356)] (Note 2.5.11)	-	0.78
From ICICI Bank [Car Loan (3309)] (Note 2.5.13)	0.91	11.48
	0.91	70.21

2.4 OTHER LONG TERM LIABILITIES

(₹ in Lakhs)

PARTICULARS	AS AT 31.03.2026	AS AT 31.03.2025
Gratuity Payable	98.97	89.81
	98.97	89.81

Note 2.4.1 The Cost of providing gratuity benefits under the defined obligation is based on the Actuarial Report dated 6th April, 2026 provided by Employee benefits Actuarial Consultancy Services, using the Projected Unit Credit Method.

NOTES TO FINANCIAL STATEMENTS (CONTINUED)

2.5 SHORT TERM BORROWINGS

(₹ in Lakhs)

PARTICULARS	AS AT 31.03.2026	AS AT 31.03.2025
Loans repayable on demand		
(i) Secured Loan from Banks		
Cash Credit From State Bank of India (Note 2.5.1)	2,034.51	863.24
From State Bank of India (FCNR) (Note 2.5.1)	5,955.29	6,005.00
From State Bank of India (Note 2.5.2)	57.32	88.33
Cash Credit From Bank of India (Note 2.5.3)	3,296.55	-
Bank of India - WCDL Account (Note 2.5.3)	600.00	-
ICICI Bank Limited EPC A/C (Note 2.5.4)	1,343.13	251.05
Cash Credit From ICICI Bank Limited (Note 2.5.4)	448.75	1,529.93
ICICI Bank - WCDL Account (Note 2.5.4)	2,132.01	-
From ICICI Bank [Car Loan (0356)] (Note 2.5.11)	0.78	1.75
From ICICI Bank [Car Loan (3309)] (Note 2.5.13)	10.57	12.28
(ii) Unsecured Business Loans		
- From Banks (Note 2.5.5 to 2.5.10 & 2.5.12)	2,791.26	1,672.51
- From Body Corporates (Note 2.5.14)	8.27	1,343.24
	18,678.44	11,767.34

2.5.1 The Company has taken Cash Credit facilities from State Bank of India, SME N. S. Road Branch, with a sanctioned limit of ₹ 80.00 crores, having a Sub-Limit of ₹ 60.00 Crores for FCNR Account, which is secured as follows, as per the sanction letter terms:-

(A) Primary Securities (State Bank of India)

1) Hypothecation of all stocks & receivables and other current assets and movable fixed assets (both present and future) created out of the Bank Finance.

(B) Collateral Securities (State Bank of India)

1) Equitable Mortgage of office space located at 2, Saklat Place, 1st Floor, Kolkata 700072, in the name of Gaurav Goel, Shweta Goel & Rakesh Kumar Goel. vide Title deed no 09062.

2) Extension of Equitable Mortgage on the residual value of Residential Flat [228.14 Sq.M.] on the Entire first Floor of Property Bearing No.D-941, an area measuring 492 sq. Yard or 411.37 sqm with One Car Parking & one Servant Quarter, situated at New Friends Colony, New Delhi in favor of Shri Gaurav Goel & Smt.Shweta Goel, which is duly registered as document No. 3752, in Addl. Book No. 1, Volume No.381, on pages 108 to 126, dated 09.08.2017 registered in the office of Sub Registrar-V(I), New Delhi.

3) Lien on SBI Mutual Funds of units 486722.757 [Invested amount: ₹ 2.00 Crore; Fund Name: SBI Magnum Medium Duration F Reg G].

4) Lien on SBI Mutual Funds of units 1784302.068 [Invested amount: ₹ 10.18 Crore; Fund Name: SBI Magnum Gilt Fund Regular Growth].

5) Lien on SBI Mutual Funds of units 5077791.61 [Invested amount: ₹ 0.50 Crore; Fund Name: SBI Dynamic Bond Fund- Regular Growth].

6) Lien on Fixed Deposits of ₹ 7.05 Crore.

(C) Guarantees

1) Personal guarantee of Mr. Gaurav Goel, Mrs.Shweta Goel, Mr. Rakesh Goel (Personal Guarantee of Shri. R. K. Goel is restricted to the value of the property mortgaged i.e., ₹ 4.16 Crores (ERV) Guarantee is restricted to the value of the collateral security situated at 2, Saklat place, 1st floor, Kolkata 700072.

2) Corporate Guarantee - M/s. Himadri Dealcom Pvt Ltd. to the extent of its TNW at any point of time.

NOTES TO FINANCIAL STATEMENTS (CONTINUED)

2.5.2 The Company has availed Guaranteed Emergency Credit Line ("GECL") - Extension by way of Working Capital Term Loan Facility from State Bank of India, N. S. Road Branch Kolkata to the extent of ₹ 2.65 Crore repayable in 36 equal monthly installments after a moratorium period of 24 months from the date of disbursement of the loan. Moratorium on Principal amount for a period of 24 months and Interest will continue to accrue and become payable during the Moratorium Period. Principal outstanding amount to be repaid in 36 equal monthly instalments i.e. ₹ 7.36 Lakhs after the expiry of the Moratorium Period. The Additional GECL (WCTL) facility shall rank second charge with the existing credit facilities, in respect of existing securities already charged to the Bank as well as cash flows for repayment.

2.5.3 The Company has availed a Cash Credit from Bank of India of ₹ 39 Crores, out of which ₹ 23.40 Crores has been classified for Working Capital Demand Loan, a 30 days revolving credit, under consortium banking with SBI as a lead Bank. The same has been secured as follows:

(A) Primary Securities

1) First Pari passu charge by way of hypothecation of Stock of laptops, computers, branded smartphones, IT hardware, software, allied accessories, adapters, cabinets, CPU cooling fans, earphones, headphones, gaming mike, laptop cooling pads, motherboards, mice, smart watches, SMPS, ups, webcams and other entire current assets both present and future.

2) Hypothecation of Book Debts

3) First Pari passu charge on reciprocal basis with Lead Bank SBI and ICICI Bank Member under Consortium.

First Pari passu charge by way of hypothecation of Borrower's entire moveable fixed assets both present and future, in forma and manner satisfactory to the Bank.

(B) Collateral Securities

1) Pledge of our Bank TDR of ₹ 11.70 Crores for a period of 12 months in the name of Company/Director/Guarantor on Exclusive basis for maintenances of CCR at 30%.

2) Pledge of Fresh Recurring Deposit of Rs. 2.50 Lakhs for a period of 12 months in the name of the Director / Promoter /Company.

Note: Collateral cover of our Bank shall not be inferior to Lead Bank (SBI).

(C) Guarantees

1) Personal Guarantee of Mr. Gaurav Goel & Mrs. Shweta Goel.

2) Corporate Guarantee - M/s. Himadri Dealcom Pvt Ltd. to the extent of its TNW at any point of time.

2.5.4 During the year the Company has availed a Cash Credit from ICICI Bank of ₹ 40 Crores, out of which ₹ 15 Crores has been classified for Working Capital Demand Loan, a 180 days revolving credit / a Cash Credit Facility along with Export Packing Credit (EPC) / Packing Credit in Foreign Currency (PCFC) / a Working capital demand loan (WC DL) from ICICI Bank Limited R.N.Mukherjee Road Branch of ₹ 25 Crores. Separately a Derivative limit of ₹ 2.00 Crores has also been availed.

The same has been secured as follows:

(A) Primary Securities

1) First pari passu charge by way of hypothecation of Borrower's entire current assets comprising of stocks of raw materials, semi-finished and finished goods, consumable stores and spares and such other movables including book debts, bills whether documentary or clean, outstanding monies, receivables, both present and future, in form and manner satisfactory to the Bank.

2) First pari passu charge by way of hypothecation of Borrower's entire moveable fixed assets, both present and future, in a form and manner satisfactory to the Bank

(B) Collateral Securities

Exclusive charge on Fixed Deposits aggregating to 30% of the sanctioned working capital limit Collateral cover of ICICI Bank will not be inferior to Lead Bank.

(C) Guarantees

1) Personal Guarantee of Mr. Gaurav Goel & Mrs. Shweta Goel.

2) Corporate Guarantee - M/s. Himadri Dealcom Pvt Ltd. to the extent of its TNW at any point of time.

2.5.5 The Company has availed Channel Financing Facility of ₹ 2 Crore from ICICI Bank Limited for the purchase of inventory from Ingram Micro India Pvt Ltd. Against this facility security is provided is a Fixed Deposit with ICICI Bank of ₹ 10 Lakh personal Guarantee given by Mr. Gaurav Goel and Mrs. Shweta Goel and Corporate Guarantee of Himadri Dealcom Private Limited.

2.5.6 The Company has availed Channel Financing Facility of ₹ 2 Crore from ICICI Bank Limited for the purchase of inventory from Rashi Peripherals Ltd. Against this facility security provided is a Fixed Deposit with ICICI Bank of ₹ 10 Lakh personal Guarantee given by Mr. Gaurav Goel and Mrs. Shweta Goel and Corporate Guarantee of Himadri Dealcom Private Limited.

NOTES TO FINANCIAL STATEMENTS (CONTINUED)

2.5.7 The Company has availed Channel Financing Facility of ₹ 3 Crore from ICICI Bank Limited for the purchase of inventory from Savex Technologies Pvt Ltd. Against this facility security provided is a Fixed Deposit with ICICI Bank of ₹ 15 Lakh personal Guarantee given by Mr. Gaurav Goel and Mrs. Shweta Goel and Corporate Guarantee of Himadri Dealcom Private Limited.

2.5.8 The Company has availed Channel Financing Facility of ₹ 5 Crore from ICICI Bank Limited for the purchase of inventory from Redington (India) Ltd. Against this facility security provided is a Fixed Deposit with ICICI Bank of ₹ 25 Lakh personal Guarantee given by Mr. Gaurav Goel and Mrs. Shweta Goel and Corporate Guarantee of Himadri Dealcom Private Limited.

2.5.9 The Company has availed Channel Financing Facility of ₹ 3 Crore from Axis Bank Limited for the purchase of inventory from Savex Technologies Pvt Ltd. Against this facility security provided is a Fixed Deposit with Axis Bank of ₹ 18.00 Lakh and personal Guarantee given by Mr. Gaurav Goel and Mrs. Shweta Goel along with Corporate Guarantee of Himadri Dealcom Pvt Ltd.

2.5.10 The Company has availed Channel Financing Facility of ₹ 2 Crore from Axis Bank Limited for the purchase of inventory from Redington (India) Ltd. Against this facility security provided is a Fixed Deposit with Axis Bank of ₹ 12.00 Lakh and personal Guarantee given by Mr. Gaurav Goel and Mrs. Shweta Goel along with Corporate Guarantee of Himadri Dealcom Pvt Ltd.

2.5.11 The Company has availed an Auto Loan from ICICI Bank Limited of ₹ 5 Lakhs with an interest rate of 9.30% and payable in 36 Equated Monthly Installments (EMIs) of ₹ 15,974.00. EMI beginning from 1st September 2023 and payable till 1st August 2026. The loan is secured against the hypothecation of the car and charges for the same are registered with the respective Public Vehicle Department where the car is registered. As such, no separate charge with ROC has been registered, as a matter of general practice adopted by the financing bank in such cases.

2.5.12 The Company has taken Invoice Based Financing facility for buying from Redington Ltd., Link Telecom Ltd, Savex Technologies Pvt. Ltd. & Rashi Peripherals Ltd. of ₹ 15 Crore from The Federal Bank Limited against Term Deposits of ₹ 0.75 Crores in the name of Company along with Personal Guarantee of Mr. Gaurav Goel & Mrs. Shweta Goel and Corporate Guarantee of Himadri Dealcom Private Limited.

2.5.13 The Company has availed an Auto Loan from ICICI Bank Limited of ₹ 36 Lakhs with an interest rate of 9.16% and payable in 36 Equated Monthly Installments (EMIs) of ₹ 1,35,450.00. EMI beginning from 1st May 2024 and payable till 1st April 2027. The loan is secured against the hypothecation of the car and charges for the same are registered with the respective Public Vehicle Department where the car is registered. As such, no separate charge with ROC has been registered, as a matter of general practice adopted by the financing bank in such cases.

2.5.14 The Company has repaid its Unsecured Loans (Comprising of Aditya Birla, Hero, Cholamandalam and Tata Capital) During the Year, and the Remaining Balance stands for Interest for the month of March, 2026 which has also been repaid in April, 2026.

2.6 TRADE PAYABLES

(₹ in Lakhs)

(i) Total outstanding dues of micro enterprises and small enterprises

PARTICULARS	AS AT 31.03.2026	AS AT 31.03.2025
a) The principal amount and interest due thereon remaining unpaid to any supplier	179.53	33.76
b) The amount of interest paid by the buyer in terms of section 16 of the Micro, Small and Medium Enterprises Development Act, 2006, along with the amount of payment made to the supplier beyond the appointed day	-	-
c) The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day) but without adding the interest specified under the Micro, Small and Medium Enterprises Development Act, 2006	-	-
d) The amount of interest accrued and remaining unpaid	-	-
e) The amount of further interest remaining due and payable even in the succeeding year until such date when the interest dues above are actually paid to the small enterprise, for the purpose of disallowance of a deductible expenditure under section 23 of the Micro, Small and Medium Enterprises Development Act, 2006	-	-
TOTAL	179.53	33.76

Dues to Micro and Small Enterprises have been determined to the extent such parties have been identified on the basis of information available.

NOTES TO FINANCIAL STATEMENTS (CONTINUED)

(ii) Total outstanding dues of creditors other than micro enterprises and small enterprises

PARTICULARS	AS AT 31.03.2026	AS AT 31.03.2025
Due to others	5,719.34	4,975.75
Total	5,719.34	4,975.75

2.6.1 Trade Payables for goods are subject to confirmation and reconciliation, if any.

2.6.2 Trade Payable Ageing Schedule as at 31.03.2026

	OUTSTANDING FOR FOLLOWING PERIODS FROM DUE DATE OF PAYMENT				TOTAL
	< THAN 1 YR	1-2 YEARS	2-3 YEARS	> THAN 3 YEARS	
i) MSME	179.53	-	-	-	179.53
ii) Others	5,667.22	0.04	0.01	52.07	5,719.34
					5,898.87

2.6.3 Trade Payable Ageing Schedule as at 31.03.2025

	OUTSTANDING FOR FOLLOWING PERIODS FROM DUE DATE OF PAYMENT				TOTAL
	< THAN 1 YR	1-2 YEARS	2-3 YEARS	> THAN 3 YEARS	
i) MSME	33.75	-	0.01	-	33.76
ii) Others	4,914.42	3.13	5.68	52.52	4,975.75
					5,009.51

2.7 OTHER CURRENT LIABILITIES

(₹ in Lakhs)

PARTICULARS	AS AT 31.03.2026	AS AT 31.03.2025
Advance from Customers	46.66	25.97
Gratuity Payable (Note 2.4.1)	10.28	10.36
Liabilities		
-For Expenses	187.39	163.79
-For Others	146.76	207.58
	391.10	407.70

2.7.1 Advance from customers and Liability for Expenses are subject to confirmation and reconciliation, if any.

2.8 SHORT TERM PROVISIONS

(₹ in Lakhs)

PARTICULARS	AS AT 31.03.2026	AS AT 31.03.2025
Provision for Income Tax	509.88	370.23
	509.88	370.23

NOTES TO FINANCIAL STATEMENTS (CONTINUED)

2.9 PROPERTY, PLANT & EQUIPMENT AND INTANGIBLE ASSETS

(₹ in Lakhs)

For the Year Ended March, 2026

Depreciation As Per Companies Act 2013

ASSETS CLASS DESCRIPTION	GROSS BLOCK			DEPRECIATION				NET BLOCK		
	AS ON		SALES DURING THE YEAR	AS ON	UPTO	FOR THE YEAR	DEPRECIATION WRITTEN BACK	AS ON	AS ON	AS ON
	31.03.2025	ADDITION		31.03.2026	31.03.2025			31.03.2026	31.03.2026	31.03.2025
Property, Plant & Equipment										
(A) Tangible Assets										
Aquaguard	0.34	-	-	0.34	0.33	-	-	0.33	0.02	0.02
Attendance Machine	0.11	0.06	-	0.17	0.04	0.03	-	0.07	0.10	0.07
Refrigerator	0.76	-	-	0.76	0.72	-	-	0.72	0.04	0.04
Air-conditioner	42.26	7.46	-	49.72	24.40	5.75	-	30.15	19.57	17.86
Fax Machine	0.10	-	-	0.10	0.10	-	-	0.10	-	-
Television	1.19	-	-	1.19	1.13	-	-	1.13	0.06	0.06
Electrical Equipment	10.23	1.45	-	11.68	3.72	1.84	-	5.56	6.12	6.51
CCTV	3.47	1.60	-	5.07	2.83	0.24	-	3.07	2.01	0.65
Office Equipment	5.55	2.13	-	7.68	3.51	0.79	-	4.30	3.38	2.05
Mobile Phone	3.42	1.44	-	4.86	2.61	0.19	-	2.80	2.06	0.82
Computer & Software	101.50	6.48	-	107.97	71.30	18.55	-	89.85	18.12	30.20
Furniture & Fixture	225.03	124.83	-	349.86	151.46	33.78	-	185.24	164.62	73.58
Motor Car	136.86	-	-	136.86	99.35	10.79	-	110.14	26.72	37.51
(B) Intangible Assets										
SAP Software	17.11	0.06	-	17.17	-	10.80	-	10.80	6.37	17.11
Total	547.95	145.49	-	693.44	361.48	82.77	-	444.25	249.19	186.46
Previous Year	429.88	140.23	22.17	547.95	340.08	43.32	21.91	361.48	186.46	89.81

Note 2.9.1: The Fixed Assets which have surpassed their respective useful lives as on 31.03.2026 and their WDV as of 31.03.2026 was less than their residual value as per Schedule II, have been retained at the written down value as on 31.03.2026 and no further depreciation is charged on them. For Fixed Assets having surpassed their useful lives but whose WDV as on 31.03.2026 was more than the specified residual value as per Schedule II have been brought to their residual values by charging the difference to depreciation during the year.

Note 2.9.2: The Board of Directors are of the opinion that all of the assets other than Property, Plant and Equipment, Intangible Assets and non-current investments have realisable value more than their carrying amount in the ordinary course of business.

NOTES TO FINANCIAL STATEMENTS (CONTINUED)

2.10 NON-CURRENT INVESTMENT

(₹ in Lakhs)

PARTICULARS	AS AT 31.03.2026	AS AT 31.03.2025
Quoted		
Investments in Mutual Funds		
- SBI Magnum Medium Duration Fund (FY 2025-26 - 486,722.757 units , FY 2024-25 - 486,722.757)	200.00	200.00
- SBI Dynamic Bond Fund - Reg Growth (FY 2025-26 - 162,012.884 units, FY 2024-25 - 162,012.884 units)	50.00	50.00
- SBI Magnum Gilt Fund - Reg Growth (FY 2025-26 - 1,784,302.068 units , FY 2024-25 - 1,784,302.068)	1,018.00	1,018.00
(Pledged with State Bank of India against Cash Credit Limit)		
Other Investments		
Gold (F.Y. 2025-26 : 189.14 Gms & F.Y. 2024-25 : 56.143 Gms)	27.98	9.17
	1,295.98	1,277.17

Note 2.10.1: The Market value of quoted investments as on 31st March 2026 is

- a. SBI Magnum Medium Duration Fund: ₹ 256.98 Lakhs (as on 31.03.2025 is ₹ 243.85 Lakhs)
b. SBI Dynamic Bond Fund - Reg Growth: ₹ 59.10 Lakhs (as on 31.03.2025 is ₹ 56.91 Lakhs)
c. SBI Magnum Gilt Fund - Reg Growth ₹ 1180.59 Lakhs (as on 31.03.2025 is ₹ 1,165.66 Lakhs) d. Gold - ₹ 28.30 Lakhs (as on 31.03.2025 is ₹ 10.10 Lakhs).

2.11 DEFERRED TAX ASSET

The component of Deferred Tax Asset of ₹ 28.73 Lakhs based on Tax effect of Timing Differences as at 31.03.2026 is on account of Depreciation and Provision of Gratuity, which is arrived at after creating Deferred Tax Assets of ₹ 4.68 Lakhs during the year against the previous year balance of ₹ 24.05 Lakhs.

2.12 OTHER NON CURRENT ASSETS

(₹ in Lakhs)

PARTICULARS	AS AT 31.03.2026	AS AT 31.03.2025
Fixed Deposit		
- ICICI Bank Limited	-	15.93
(Pledged with ICICI Bank Limited against Cash Credit and Unsecured Loans)		
- Federal Bank	-	75.00
(Pledged with Federal Bank against Unsecured Loans)		
- Security Deposits	363.99	301.47
(Receivable in cash or in kind or for value to be received)		
Income Tax Refundable	83.01	82.68
	446.99	475.08

2.12.1 IT Refundable are realisable when the same are approved for payment by the Income Tax Department. As the time period within which such approval may be given is uncertain, the said IT Refundable are classified as Non Current Assets.

NOTES TO FINANCIAL STATEMENTS (CONTINUED)

2.13 INVENTORIES

(₹ in Lakhs)

PARTICULARS	AS AT 31.03.2026	AS AT 31.03.2025
Stock in Trade (At lower of cost or Net Realisable Value)		
(As per inventories taken, valued & certified by the Management)	13,467.60	9,932.43
	13,467.60	9,932.43

2.14 TRADE RECEIVABLES

(₹ in Lakhs)

PARTICULARS	AS AT 31.03.2026	AS AT 31.03.2025
(Unsecured, considered good)		
- For Goods and Services	14,718.59	11,380.41
	14,718.59	11,380.41

2.14.1 Trade Receivables are subject to confirmation and reconciliation, if any.

2.14.2 Trade Receivable Ageing Schedule as at 31.03.2026

PARTICULARS	OUTSTANDING FOR FOLLOWING PERIODS FROM DUE DATE OF PAYMENT					TOTAL
	< THAN 6 MONTHS	6 MONTHS - 1 YEAR	1-2 YRS	2-3 YRS	> THAN 3 YEARS	
i) Undisputed Trade Receivables - Considered Good	14,398.55	44.08	90.48	16.44	57.98	14,607.53
ii) Disputed Trade Receivables - Considered Good	2.99	23.86	77.63	0.20	6.38	111.06
						14,718.59

2.14.3 Trade Receivable Ageing Schedule as at 31.03.2025

PARTICULARS	OUTSTANDING FOR FOLLOWING PERIODS FROM DUE DATE OF PAYMENT					TOTAL
	< THAN 6 MONTHS	6 MONTHS - 1 YEAR	1-2 YRS	2-3 YRS	> THAN 3 YEARS	
i) Undisputed Trade Receivables - Considered Good	11,171.85	90.74	51.88	24.75	41.19	11,380.41
ii) Disputed Trade Receivables - Considered Good	-	-	-	-	-	-
						11,380.41

NOTES TO FINANCIAL STATEMENTS (CONTINUED)

2.15 CASH & CASH EQUIVALENTS

(₹ in Lakhs)

PARTICULARS	AS AT 31.03.2026	AS AT 31.03.2025
Balance with Scheduled Banks in Current A/c		
- State Bank of India - Head Office Kolkata	7.22	10.09
- State Bank of India - Gurgaon	0.56	4.44
- State Bank of India - Lucknow	-	0.22
- State Bank of India Delhi Branch	114.66	12.19
- SBER Bank - New Delhi	1.00	-
Cash in hand	23.66	26.57
(As certified by the Management)		
Fixed Deposit (Maturity within 3 Month)		
- State Bank of India	284.14	267.17
(Pledged with State Bank of India against Cash Credit)		
- Federal Bank	80.90	-
(Pledged with Federal Bank against Unsecured Loans)		
Other Bank Balances		
Fixed Deposit		
- Bank of India	1,202.93	-
(Pledged with Bank of India against Cash Credit)		
- State Bank of India	494.44	465.81
(Pledged with State Bank of India against Cash Credit)		
- ICICI Bank Limited	1,330.79	1,062.24
(Pledged with ICICI Bank Limited against Cash Credit and Unsecured Loans)		
- Axis Bank Limited	34.34	32.44
(Pledged with Axis Bank against Unsecured Loans)		
Recurring Deposit		
- Bank of India	15.00	-
(Pledged with Bank of India against Cash Credit)		
	3,589.64	1,881.18

2.16 SHORT TERM LOANS & ADVANCES

(₹ in Lakhs)

PARTICULARS	AS AT 31.03.2026	AS AT 31.03.2025
Advances (Recoverable in Cash or in kind or for Value to be received)		
Advances to other than related parties		
Advance to Creditors	59.44	12.76
Staff Advances	7.48	8.45
Other Advances	0.06	2.44
	66.97	23.65

2.16.1 Advances are subject to confirmation and reconciliation, if any.

NOTES TO FINANCIAL STATEMENTS (CONTINUED)

2.17 OTHER CURRENT ASSETS

(₹ in Lakhs)

PARTICULARS	AS AT 31.03.2026	AS AT 31.03.2025
Prepaid Expenses	13.54	9.75
Statutory Advances	1,837.99	1,266.72
Others Receivables	71.08	48.00
	1,922.61	1,324.47

2.17.1 Other Receivables are subject to confirmation and reconciliation, if any.

2.17.2 The Company was asked to deposit a payment of ₹ 500 Lakhs, as per the instruction of the GST Dept., which was paid through DRC-03. It was found refundable, and the liability never arose. An application has been filed seeking a refund. Accordingly, the payment has been classified under Statutory Advances. In this regard, the Company has filed a Writ Petition vide W.P.(C) 13861/2024, CM APPL. 58025/2025, dated 30.11.2024, in the High Court of Delhi, since no order from the GST Dept. was received, no appeal can be filed before the GST Appellate Tribunal. However, several hearings have been held, and the matter stands pending before the Court.

2.18 REVENUE FROM OPERATIONS

(₹ in Lakhs)

PARTICULARS	YEAR ENDED 31.03.2026	YEAR ENDED 31.03.2025
(A) Sale of Products (Net of Return)		
Traded Goods		
Domestic Sale	1,08,966.34	94,739.26
Export Sale	17,205.41	14,569.11
Less :- Discount Allowed	113.50	134.65
	1,26,058.24	1,09,173.71
(B) Sale of Services		
AMC & Service Charges	174.87	252.78
(C) Incentive Received on Discounted Sales		
(i) Incentive Received on Discounted Sales (With GST)	979.67	1,105.75
(ii) Provision for Incentive on Discounted Sales (Without GST)	128.18	280.18
(D) Other Operative Income		
(i) Target Incentive	45.67	28.84
(ii) Scheme Discount Received	4,053.88	937.03
(iii) Duty Drawback and Rodttep	118.88	134.88
(iv) Online Promotion & Discount Received	12.69	10.83
	1,31,572.09	1,11,924.00

2.18.1 Provision for Incentive on discounted sales (Without GST) is the Scheme Payouts receivable from HP India Sales Pvt Ltd pertaining to the period Jan 2026 to Mar 2026 but the invoice (inclusive of GST) of the same has been raised in April 2026, as the details of Incentive is assessed by the respective parties and details of the same is provided to us, on or after 15th of April 2026. So the provision of the same has been booked in the F.Y. 2025-26.

NOTES TO FINANCIAL STATEMENTS (CONTINUED)

2.19 OTHER INCOME

(₹ in Lakhs)

PARTICULARS	YEAR ENDED 31.03.2026	YEAR ENDED 31.03.2025
Foreign Exchange Fluctuation	193.75	171.08
Freight Charges Received	8.55	2.67
Interest on Fixed Deposit	168.65	109.22
Interest Received	-	5.59
Interest on Income Tax Refund	-	4.80
Liability no longer required	-	2.26
Reimbursement of Sales Promotion	8.65	12.31
Rent Received	2.40	2.40
Supply of Market Information	1.60	1.60
	383.60	311.93

2.20 PURCHASES

(₹ in Lakhs)

PARTICULARS	YEAR ENDED 31.03.2026	YEAR ENDED 31.03.2025
Purchase of Products		
Traded Goods	1,27,330.67	1,06,277.42
	1,27,330.67	1,06,277.42

2.21 CHANGES IN INVENTORIES OF STOCK-IN-TRADE

(₹ in Lakhs)

PARTICULARS	YEAR ENDED 31.03.2026	YEAR ENDED 31.03.2025
Opening Stock-in-trade	9,932.43	9,280.96
Less: Closing Stock-in-trade	13,467.60	9,932.43
(Increase)/Decrease in Stock in Trade	(3,535.17)	(651.47)

2.22 EMPLOYEE BENEFIT EXPENSE

(₹ in Lakhs)

PARTICULARS	YEAR ENDED 31.03.2026	YEAR ENDED 31.03.2025
Salary	541.31	433.75
Bonus	52.81	42.68
HRA	290.17	233.35
Incentive to Staff	26.44	15.57
Special Allowance	4.78	3.36
Leave Salary	47.08	45.97
Provident Fund	19.99	19.07
ESI	4.12	4.03
PF Admin. Charges	1.68	1.59
Gratuity Expenses	11.11	18.83
Staff Education & Welfare	6.52	18.16
Directors' Remuneration	186.00	156.00
	1,192.00	992.35

NOTES TO FINANCIAL STATEMENTS (CONTINUED)

2.22.1 Remuneration of ₹ 96.00 lakhs paid to the Director Mr. Gaurav Goel and ₹ 90.00 lakhs to the Director Mrs. Shweta Goel.

2.22.2 In accordance with the Payment of Gratuity Act, 1972, applicable for Indian Companies, the company provides for a lump sum payment to eligible employees at retirement or termination of employment based on the last drawn salary and years of employment with the Company. The Company's obligation in respect of the Gratuity Plan, which is a defined benefit plan, is provided for based on the Actuarial Valuation report dated 6th April, 2026 of Employee benefits Actuarial Consultancy Services based on Projected Unit Credit Method. The amount recognized in the Statement of Profit and Loss in respect of gratuity cost (defined benefit plan) is as follows:

PARTICULARS	AS AT 31.03.2026	AS AT 31.03.2025
Defined Benefit Obligation(DBO)		
Opening Balance	100.17	82.34
Increase/Decrease in scope of Consideration	-	-
Current Service Cost	20.42	18.46
Interest Cost	6.66	5.71
Past Service Cost	-	-
Actuarial (gains)/losses from financial assumptions	(15.97)	3.18
Actuarial (gains)/losses from demographic assumptions	-	-
Actuarial (gains)/losses from experience adjustments	-	(9.16)
Contributions by plan participants	-	-
Benefits paid	(2.03)	(0.36)
Curtailments-(gains)/losses	-	-
Settlements-(gains)/losses	-	-
Closing Balance	109.25	100.17

Calculation of Plan Assets is summarised below:

PARTICULARS	AS AT 31.03.2026	AS AT 31.03.2025
Fair Value of plan assets		
Opening Balance	-	-
Increase/Decrease in scope of Consideration	-	-
Interest Income on plan asset	-	-
Contribution by employer	2.03	0.36
Contribution by plan participants	-	-
Benefits paid	(2.03)	(0.36)
Settlements- gains/(losses)	-	-
Closing Balance	-	-

NOTES TO FINANCIAL STATEMENTS (CONTINUED)

Calculation of Reimbursement rights is summarised below:

PARTICULARS	AS AT 31.03.2026	AS AT 31.03.2025
Opening Balance	-	-
Increase/Decrease in scope of Consideration	-	-
Cost of reimbursement rights through P&L	-	-
Contributions by employer	-	-
Benefits paid/settlements	-	-
Excess/(insufficient) return on plan assets(excl. Interest Income)	-	-
Closing Balance	-	-

Calculation of Net Position is summarised below:

PARTICULARS	AS AT 31.03.2026	AS AT 31.03.2025
Actuarial present value of retirement pension commitment	109.25	100.17
Fair value of plan assets	-	-
Net funded status- liability/(asset)	109.25	100.17
Unrecognized assets	-	-
Reimbursement rights	-	-
Net liability/(asset) recognized in Balance Sheet	109.25	100.17

Calculation of Unrecognized assets is summarised below:

PARTICULARS	AS AT 31.03.2026	AS AT 31.03.2025
Unrecognized assets as of 01/04	-	-
Change in unrecognized assets	-	-
Interests on unrecognized assets (share of interest income on plan assets)	-	-
Unrecognized assets as of 31/03	-	-

Calculation of Employee Benefit Cost is summarised below:

PARTICULARS	AS AT 31.03.2026	AS AT 31.03.2025
Current Service Cost	20.42	18.46
Net Interest on net DBO	6.66	5.71
Past Service Cost	-	-
The effect of any curtailment or settlement	-	-
Interests on unrecognized asset (share of interest income on plan assets)	-	-
Actuarial (gains)/losses	(15.97)	(5.98)
(Excess)/insufficient return on plan assets (excl. interest income)	-	-
Cost /(return) on reimbursement rights	-	-
Employee benefit cost of the period	11.11	18.20
Actual return on plan assets	-	-

NOTES TO FINANCIAL STATEMENTS (CONTINUED)

Calculation of Movements in net liability/(assets) is summarised below:

PARTICULARS	AS AT 31.03.2026	AS AT 31.03.2025
Opening balance- Net liability/(assets)	100.17	82.34
Mov. in increase/(decrease) in scope of consolidation	-	-
Mov. in benefits paid	-	-
Mov. in contributions by the employer	(2.03)	(0.36)
Mov. in contributions by the plan participants	-	-
Mov. in reimbursement rights	-	-
Expenses(income) recognized in income statement	11.11	18.20
Net Liability/(assets) - Status	109.25	100.17

The principal actuarial assumptions used for the purpose of actuarial valuation of these defined benefit plans are as follows:

PARTICULARS	AS AT 31.03.2026	AS AT 31.03.2025
Discount Rate current year(%)	7.59%	6.72%
Expected rate for salary increases(%)	7.00%	7.00%
Pension trend(%)	-	-
Number of insured employees	208	195
Number of insured retired persons	-	-
Number of defined contribution plans	-	-
Number of defined benefit plans	1	1
thereof number of defined benefit funded	-	-
thereof number of defined benefit unfunded	1	1
Weighted average duration of the defined benefit plan(in years)	21.00	14.98

Annual Comparison

PARTICULARS	AS AT 31.03.2026	AS AT 31.03.2025
In absolute terms:		
Defined Benefit Obligation(DBO)	109.25	100.17
Fair Value of plan Assets	-	-
Asset ceiling	-	-
Net Funded Status	109.25	100.17

2.23 FINANCIAL COSTS

(₹ in Lakhs)

PARTICULARS	YEAR ENDED 31.03.2026	YEAR ENDED 31.03.2025
Interest on Cash Credit	1,235.34	783.44
Interest on Car Loan	1.82	2.98
Interest on Loan from Bodies Corporates	140.12	358.31
Forex/Exim Related Charges	9.89	28.93
Facility Fees	5.72	1.74
Processing Fee	37.20	33.01
	1,430.09	1,208.40

NOTES TO FINANCIAL STATEMENTS (CONTINUED)

2.24 OTHER EXPENSES

(₹ in Lakhs)

PARTICULARS	YEAR ENDED 31.03.2026	YEAR ENDED 31.03.2025
Bank Charges	40.91	35.59
Business Promotion	31.50	36.23
Collection Charges	207.44	54.23
Commission	945.20	901.38
Corporate Social Responsibility	20.25	9.41
Carriage Inward	5.96	2.59
Carriage Outward	19.33	16.37
Freight and Courier Charges	77.50	117.39
Clearing and Forwarding Expenses	19.79	21.59
Delivery Charges	11.29	15.64
Electricity Charges	64.25	46.25
General Expenses	19.88	10.77
Insurance Charges	9.82	15.37
Stock Exchange Compliance Charges	4.87	6.10
Legal, Professional & Consultancy Charges	74.29	86.30
Motor Car up keep	8.73	10.33
Online Selling Charges	48.53	75.89
Office Expenses	14.81	24.15
Packing Charges	4.28	9.18
Printing & Stationery	4.19	5.14
Repairs & Maintenance	195.38	126.95
Receipt of Marketing Service	1.60	1.60
Rent	574.70	447.14
Scheme payout given	1,031.21	762.80
Telephone & Internet Charges	7.04	4.87
Travelling & Conveyance	39.32	44.98
Statutory Assessment and Interest Paid	22.62	20.80
Internal Audit Fees	3.60	3.60
Auditors' Remuneration		
- Audit Fees	7.75	7.75
- Other Capacity	-	-
Other Administrative Expenses	11.82	25.70
	3,527.85	2,946.09

2.25 CONTINGENT LIABILITY NOT PROVIDED FOR IN RESPECT OF CLAIMS NOT ACKNOWLEDGED AS DEBT BY THE COMPANY:

1. The Company had received an order under Goods and Service Tax Act, 2017 (For Delhi Branch) vide order no. ZD0702210082714, dated 08.02.2021 for incorrect admissibility of input tax credit of tax paid or deemed to have been paid for sum of ₹ 28.94 lakhs being towards Tax Payable and ₹ 5.86 lakhs towards interest thereon and ₹ 28.94 lakhs towards Penalty for the period from December 2019 to March 2020. Against this order the Company had filed Appeal (Form GST APL-01 (Appeal to Appellate Authority)) as on 16.04.2021 and deposited 10% of Tax Liability i.e ₹ 2.89 Lacs and the same is still pending.

NOTES TO FINANCIAL STATEMENTS (CONTINUED)

2. The Company had received an order under Goods and Service Tax Act, 2017 (For Delhi Branch) vide order no. ZD0702210082790, dated 08.02.2021 for incorrect admissibility of input tax credit of tax paid or deemed to have been paid for sum of ₹ 38.66 lakhs being towards Tax Payable and ₹ 4.45 lakhs towards interest thereon and ₹ 38.66 lakhs towards Penalty for the period from April 2020 to July 2020. Against this order the Company had filed Appeal (Form GST APL-01 (Appeal to Appellate Authority)) as on 16.04.2021 and deposited 10% of Tax Liability i.e ₹ 3.86 Lacs and the same is still pending.
3. The Company had received an order under Goods and Service Tax Act, 2017 (For Delhi Branch) vide order no. ZD0712231639739, dated 28.12.2023 for incorrect admissibility of Output Tax and Input tax credit of tax paid or deemed to have been paid for sum of ₹ 20.86 lakhs being towards Tax Payable and ₹ 20.86 lakhs towards interest thereon and ₹ 2.08 lakhs towards Penalty for the period from July 2017 to March 2018. Against this order the Company had filed Appeal (Form GST APL-01 (Appeal to Appellate Authority)) as on 04.03.2024 and deposited 10% of Tax Liability i.e ₹ 2.08 Lacs and the same is still pending.
4. The Company had received an order from Commercial Tax Officer of Government of Telangana, Commercial Taxes Department (For Hyderabad Branch) vide order no. 17930 dated 28.02.2020 for the sum of ₹ 170.58 lakhs towards tax component for the period 2015-16 to 2017-18. Against this order the Company had filed writ petition before the Honourable Telangana Highcourt as on 18.03.2021 and Highcourt stayed the demand order dated 22.03.2021.
5. The Company had received an order from Commercial Tax Officer of Government of Telangana, Commercial Taxes Department (For Hyderabad Branch) vide order no.80696 dated 17.12.2020 for the sum of ₹ 42.65 lakhs towards penalty component for the period 2015-16 to 2017-18. Against this order the Company had filed writ petition before the Honourable Telangana Highcourt as on 22.04.2021 and Highcourt stayed the demand order dated 26.04.2021.
6. The Company had received an order from Commercial Tax Officer of Government of Telangana, Commercial Taxes Department (For Hyderabad Branch) vide order no. CST/36970508396/16-17 dated 28.12.2020 for the sum of ₹ 43.23 lakhs for the period 2016-17. Demand notice in form CST VIII is issued for this case. Having regard to the order dated 15-05-2020 in I.A.No.1 of 2020 in W.P.No. 6819 of 2020, there has been an interim stay.
7. The Company had received an order under Goods and Service Tax Act, 2017 (For Delhi Branch) vide order no. ZD070824105260R dated 29.08.2024 for incorrect admissibility of Output and input tax paid or deemed to have been paid for sum 129.03 lakhs towards Tax Payable and 106.90 lakhs towards interest and thereon 12.90 lakhs towards penalty for the period from April 2019 to March 2020. Against this order company has filed Appeal (Form GST APL-01(Appeal to Appellate Authority)) as on 26.11.2024 and deposited 10% of tax liability i.e Rs 12.90 Lacs and the same is still pending.
8. The Company had received an order under Goods and Service Tax Act, 2017 (For Mumbai Branch) vide order no. ZD271225118600R dated 23.12.2025 for incorrect admissibility of Output and input tax paid or deemed to have been paid for sum 13.79 lakhs towards Tax Payable and 9.45 lakhs towards interest and thereon 1.38 lakhs towards penalty for the period from April 2021 to March 2022. Against this order company has filed Appeal (Form GST APL-01(Appeal to Appellate Authority)) as on 17.03.2026 and deposited 10% of tax liability i.e Rs 1.37 Lacs and the same is still pending.
9. The Company had received an order under Goods and Service Tax Act, 2017 (For Delhi Branch) vide order no. ZD070225068571E dated 28.02.2025 for incorrect admissibility of Output and input tax paid or deemed to have been paid for sum 231.45 lakhs towards Tax Payable and 171.78 lakhs towards interest and thereon 23.14 lakhs towards penalty for the period from April 2020 to March 2021. Against this order company has filed Appeal (Form GST APL-01(Appeal to Appellate Authority)) as on 14.04.2025 and deposited 10% of tax liability i.e Rs 23.14 Lacs and the same is still pending.
10. The Company had received an order under Goods and Service Tax Act, 2017 (For Delhi Branch) vide order no. ZD071225088866U dated 30.12.2025 for ITC Reversal on Commercial Credit Notes for which the sum, of Rs. 103.41 lakhs towards Tax Payable and 55.84 lakhs towards interest and thereon 10.34 lakhs towards penalty for the period from April 2021 to March 2022. Against this order company has filed Appeal (Form GST APL-01(Appeal to Appellate Authority)) as on 30.03.2026 and deposited 10% of tax liability i.e Rs 10.34 Lacs and the same is still pending.

2.26 EARNING PER SHARE

Basic earning per share is calculated by dividing the net profit/(loss) for the year attributable to equity shareholders by the weighted average number of equity shares. Diluted earnings per share is calculated by dividing the net profit/(loss) for the year attributable to equity shareholders by weighted average number of equity shares considering the effects of all dilutive potential equity shares.

NOTES TO FINANCIAL STATEMENTS (CONTINUED)

(₹ in Lakhs)

PARTICULARS	31ST MARCH 2026	31ST MARCH 2025
Net Profit available to Equity Share holders (₹) (A)	1,418.05	1,050.72
No. of Equity Share (B)	1,77,97,614	1,77,97,614
Wght. Avg. No. of Equity Shares	1,77,97,614	1,71,61,022
Earning Per Share -Basic (₹) [(A)/(C)]	7.97	6.12
Earning Per Share -Diluted (₹) [(A)/(C)]	7.97	6.12
Nominal Value of Shares	10.00	10.00

2.27 RELATED PARTY DISCLOSURES (AS-18)

(₹ in Lakhs)

As per Accounting Standard 18 (AS-18) 'Related Party Disclosures', notified in the Companies (Accounting Standards) Rules 2006, the disclosures of transactions with the related party as defined in AS-18 are given below:

Name and volume of the transaction of the Company during the year, with the above Related Party, are as follows:

Related Party Transactions (F.Y. 2025-26)

PARTICULARS	HOLDING COMPANY	SUBSIDIARY	FELLOW SUBSIDIARY	ASSOCIATES	KMP	RELATIVES OF KMP
Purchase of Goods	-	-	-	6,867.13	-	-
Sale of Goods	-	-	-	7,057.22	-	-
Incomes	-	-	-	2.40	-	-
Expenses	-	-	-	-	380.08	-

Name and volume of the transaction of the Company during the year, with the above Related Party, are as follows:

Related Party Transactions (F.Y. 2024-25)

PARTICULARS	HOLDING COMPANY	SUBSIDIARY	FELLOW SUBSIDIARY	ASSOCIATES	KMP	RELATIVES OF KMP
Purchase of Goods	-	-	-	5,222.14	-	-
Sale of Goods	-	-	-	9,561.35	-	-
Incomes	-	-	-	2.40	-	-
Expenses	-	-	-	-	302.86	-

NOTES TO FINANCIAL STATEMENTS (CONTINUED)

Note 2.27.1: Names of Related Parties and Description of Relationship:

1. Holding Company	NA
2. Subsidiary	NA
3. Fellow Subsidiary	NA
4. Associates (Group Company)	1. Himadri Dealcom Pvt Ltd, 2. Logica System & Peripherals Pvt Ltd, 3. Nirwan Logica Pvt Ltd, 4.. Kalpaturu Tradevin Pvt Ltd, 5. Sonartari Tradelink Pvt Ltd, 6. Super Soul Foundation 7. Emaavy Retail Pvt Ltd.
5. KMP's	1. Gaurav Goel 2. Shweta Goel 3. Kshitij Goel 4. Rakesh Kumar Goel 5. Deepak Kumar Jha 6. Priyanka Gera 7. Sundeep Mishra 8. Dinesh Kumar Arya 9. Nilkamal Samanta 10. Vinita Saraf 11. Ankur Bhutani (Resigning Date: 01-02-2026).
6. Relatives of KMP	NA

Note 2.27.2: Figures of Sales & Purchases are Exclusive of GST.

2.28 SEGMENT REPORTING :

The company is engaged primarily in the business of trading in Computers, Laptops, Mobiles, Computer Parts & Accessories etc and accordingly there are no separate reportable segments as per Accounting Standards (AS) 17 'Segment Reporting'.

2.29 RATIOS :

RATIOS	NUMERATOR	DENOMINATOR	CURRENT PERIOD	PREVIOUS PERIOD	% VARIANCE	REASON FOR VARIANCE
Current Ratio (in times)	Current Assets	Current Liabilities	1.33	1.40	-5.21%	N.A.
Debt- Equity Ratio (in times)	Total Debt	Shareholder's Equity	1.83	1.35	35.88%	Note 2.29.1
Debt Service Coverage Ratio (in times)	Earning for Debt Service	Debt Service	0.17	0.20	-16.74%	N.A.
Return on Equity Ratio (%)	Profit after Tax	Average Shareholder's Equity	14.93%	14.03%	6.40%	N.A.
Inventory Turnover Ratio (in times)	Sales (Revenue from Operations)	Average Inventory	11.25	11.57	-2.80%	N.A.
Trade Receivables Turnover Ratio (in times)	Sales (Revenue from Operations)	Average Trade Receivable	10.08	11.43	-11.79%	N.A.
Trade Payables Turnover Ratio (in times)	Net Credit Purchases	Average Trade Payables	23.35	23.11	1.02%	N.A.
Net Capital Turnover Ratio (in times)	Sales (Revenue from Operations)	Working Capital	15.88	16.02	-0.88%	N.A.
Net Profit Ratio (%)	Profit after Tax	Total Income	1.07%	0.94%	14.79%	N.A.
Return on Capital Employed (%)	Earning before Interest and Tax	Capital Employed	32.57%	29.37%	10.92%	N.A.

Note: 2.29.1: The Variance is due to an additional working capital loan taken from Bank of India & ICICI Bank, the reason why the Debt Equity Ratio has been increased in comparison to the previous year.

NOTES TO FINANCIAL STATEMENTS (CONTINUED)

2.30 RECONCILIATION OF QUARTERLY RETURN FILED BY COMPANY TO THE BANK AND BOOKS OF ACCOUNTS (₹ in Lakhs)

QUARTER	PARTICULARS	AMOUNT AS PER STATEMENT PROVIDED TO BANK (A)	AMOUNT AS PER BOOKS (B)	DIFFERENCE (A-B)	REASONS
Q1	Trade Receivables (Less than 90 days)	9,587.00	9,458.10	128.90	See Note 2.30.1 & Note 2.30.2
	Trade Receivables (More than 90 days)	1,972.00	848.72	1,123.28	
	Trade Payables	6,026.00	6,378.50	-352.50	
	Stock	10,870.00	13,384.04	-2,514.04	
	Total Revenue	25,849.00	24,994.41	854.59	
Q2	Trade Receivables (Less than 90 days)	9,954.00	10,236.04	-282.04	See Note 2.30.1 & Note 2.30.2
	Trade Receivables (More than 90 days)	323.00	306.98	16.02	
	Trade Payables	4,839.00	4,854.72	-15.72	
	Stock	11,605.00	11,769.44	-164.44	
	Total Revenue	64,890.00	58,766.73	6,123.27	
Q3	Trade Receivables (Less than 90 days)	9,943.00	10,007.13	-64.13	See Note 2.30.1 & Note 2.30.2
	Trade Receivables (More than 90 days)	302.00	322.21	-20.21	
	Trade Payables	5,527.00	5,704.18	-177.18	
	Stock	14,793.00	14,812.55	-19.55	
	Total Revenue	89,939.00	86,396.31	3,542.69	
Q4	Trade Receivables (Less than 90 days)	14,050.00	14,147.53	-97.53	See Note 2.30.1 & Note 2.30.2
	Trade Receivables (More than 90 days)	531.00	571.06	-40.06	
	Trade Payables	5,515.00	5,900.02	-385.02	
	Stock	13,379.00	13,467.60	-88.60	
	Total Revenue	1,31,956.00	1,31,955.69	0.31	

Note 2.30.1 Final data was not available with the Company regarding the business done through the E-Commerce business partner at the time of submitting the DP statement to the bank. The Revenue and trade receivables from the E-Commerce business and the stock supplied through them for the purpose of DP statement were calculated by the Company on the basis of data available at that time, however the final data received later on from the E-Commerce business partner on basis of which the books of accounts are reconciled and updated accordingly, because of which the actual figures as per books of accounts and as per the DP statements vary.

Note 2.30.2 During the year, new accounting software (SAP) has been adopted from April 1st, 2025, due to which several Re-Groupings & Changes in Trade Receivables & Stock had occurred, resulting in an incorrect DP Statement of Quarter-1 submitted to the bank. Further, while furnishing Revenue in DP Statement for Quarters 2 & 3, Branch Sales were mistakenly considered in the calculation, resulting in the Difference, which was further rectified.

Note 2.31 Previous Year's Figures have been regrouped/reclassified wherever necessary to correspond with the Current Year's Classification & Disclosures.

For R Rampuria & Company

Chartered Accountants
Firm Reg. No. 325211E

Sd/-
Rajendra Rampuria
Partner
M. No. 108771

Place: Kolkata
Date: 12/05/2026

For Logica Infoway Limited

Sd/-
Gaurav Goel
Managing Director
DIN- 00432340

Sd/-
Shweta Goel
Whole Time Director
DIN- 00434584

Sd/-
Priyanka Gera
Company Secretary
M. No. A63809

Sd/-
Deepak Kumar Jha
Chief Financial Officer

NOTICE OF THE 31ST ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT 31ST ANNUAL GENERAL MEETING (AGM) OF THE MEMBERS OF LOGICA INFOWAY LIMITED WILL BE HELD ON WEDNESDAY, SEPTEMBER 30, 2026 AT 12:30 P.M. THROUGH VIDEO CONFERENCING ("VC")/ OTHER AUDIO-VISUAL MEANS ("OAVM"), AND THE VENUE OF THE MEETING SHALL BE DEEMED TO BE THE REGISTERED OFFICE OF THE COMPANY SITUATED AT 2, SAKLAT PLACE, 1ST FLOOR, KOLKATA- 700072 TO TRANSACT THE FOLLOWING BUSINESSES:

ORDINARY BUSINESS

- To receive, consider and adopt the Audited Financial Statements including the Balance Sheet, Statement of Profit and Loss and Cash Flow Statement of the Company for the Financial Year ended March 31, 2026 together with the reports of the Board of Directors and Auditors thereon
- To re-appoint Mrs. Shweta Goel (DIN: 00434584), who retires by rotation and being eligible, offers herself for re-appointment.

SPECIAL BUSINESS

3. TO APPROVE RENEWAL OF MATERIAL RELATED PARTY TRANSACTION LIMITS WITH SPECIFIED RELATED PARTIES

To consider and, if thought fit, to pass with or without modification(s) the following resolution as an **ORDINARY RESOLUTION**

"RESOLVED THAT pursuant to the provisions of Section 188 and other applicable provisions, if any, of the Companies Act, 2013 read with the rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), Regulation 23 and other applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR Regulations"), the applicable SEBI circulars, and the Company's Policy on Related Party Transactions, the consent of the Members of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the "Board" which term shall include a Committee constituted or to be constituted by the Board) to enter into contracts/arrangements/agreements/transactions with the following Related Parties for sale/purchase of materials or services or any other transaction as may be required in the course of business, from time to time effective from the date of this Annual General Meeting ("AGM") until the conclusion of the next AGM, the aggregate value of such transactions for each such related party named below may exceed the threshold of materiality provided under Regulation 23 of the SEBI LODR Regulations of the Section 188 of the Act, whether individually and/or when aggregated with previous transactions during the relevant financial year i.e. the financial year 2026-27 and pro rata for the financial year beginning April 1, 2027, in the ordinary course of business and at an arm's length basis, on such terms and conditions as may be mutually agreed between the Board and the respective Related Party(ies), within the maximum limits specified below:

NAME OF RELATED PARTY	PROPOSED LIMIT (₹ IN CRORE)
Sonartari Tradelink Private Limited	300.00
Himadri Dealcom Private Limited	150.00
Logica Systems & Peripherals Private Limited	60.00

RESOLVED FURTHER THAT the Board of Directors of the Company (hereinafter referred to as the "Board", which term shall be deemed to include the Audit Committee of the Company and any duly constituted/to be constituted Committee of Directors thereof) be and is hereby authorised to do all such acts, deeds, matters and things as it may deem fit at its absolute discretion and to take all such steps as may be required in this connection, including finalising the terms and conditions the related party transactions and executing necessary contract(s), arrangement(s), agreement(s) and such other documents as may be required, seeking all necessary approvals, and settling all such issues, questions, difficulties or doubts whatsoever that may arise in this regard, for giving effect to this resolution, without being required to seek any further consent or approval of the Members of the Company.

RESOLVED FURTHER THAT all actions taken by the Board in connection with any matter referred to or contemplated in this resolution, be and are hereby approved, ratified and confirmed in all respects.

RESOLVED FURTHER THAT the Board be and is hereby authorised to delegate all or any of the powers herein conferred to any Director(s), Chief Financial Officer, Company Secretary or any other Officer(s)/Authorised Representative(s) of the Company, to do all such acts and take such steps as may be considered necessary or expedient to give effect to the aforesaid resolution."

4. TO APPROVE REVISION IN REMUNERATION OF MR. GAURAV GOEL, MANAGING DIRECTOR, AND MRS. SHWETA GOEL, WHOLE-TIME DIRECTOR OF THE COMPANY

To consider and, if thought fit, to pass with or without modification(s) the following resolution as an **SPECIAL RESOLUTION**:

"RESOLVED THAT pursuant to the provisions of Sections 196, 197, 198, 203 and other applicable provisions, if any, of the Companies Act, 2013 ("Act") read with Schedule V to the Act and the rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), Regulation 23 and other applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR Regulations"), the applicable provisions of the Company's Remuneration Policy as well as Policy on Related Party Transactions, and subject to such approvals, consents and permissions as may be necessary, the approval of the Members of the Company be and is hereby accorded for the **revision in remuneration of Mr. Gaurav Goel, Managing Director, and Mrs. Shweta Goel, Whole-time Director of the Company, and the Related**

AGM NOTICE (CONTINUED)

Party Transactions arising therefrom, on the terms and conditions recommended by the Nomination and Remuneration Committee and the Audit Committee and approved by the Board of Directors, as set out below:

- (a) **Mr. Gaurav Goel – Managing Director:** Basic Salary of ₹8,00,000/- per month, with annual increments as may be approved by the Board, subject to a maximum Basic Salary of ₹25,00,000/- per month;
- (b) **Mrs. Shweta Goel – Whole-time Director:** Basic Salary of ₹7,50,000/- per month, with annual increments as may be approved by the Board, subject to a maximum Basic Salary of ₹25,00,000/- per month;
- (c) Medical reimbursement, leave travel allowance, fuel for motor car and business travel expenses, as per the terms approved by the Board; and
- (d) such other benefits, facilities, allowances and expenses as may be permitted under the Company's rules and applicable law.
- (e) The aforesaid revised remuneration shall be applicable and remain valid for the remaining tenure of their respective appointments as Managing Director and Whole-time Director, respectively.

RESOLVED FURTHER THAT the aforesaid remuneration, including the Related Party Transactions arising therefrom, shall be effective from such date as may be determined by the Board of Directors, subject to obtaining all requisite approvals under applicable law.

RESOLVED FURTHER THAT the aforesaid remuneration shall be treated as **minimum remuneration** in the event of absence or inadequacy of profits in any financial year during the tenure of their respective appointments, subject to the applicable provisions of the Act and Schedule V thereto.

RESOLVED FURTHER THAT the Board of Directors of the Company (hereinafter referred to as the "Board", which term shall be deemed to include the Nomination and Remuneration Committee and Audit Committee thereof) be and is hereby authorised to do all such acts, deeds, matters and things as may be necessary or expedient to give effect to this resolution, including determining the effective date of the revised remuneration and making such modifications to the terms of remuneration as may be permitted under applicable law and within the limits approved by the Members.

RESOLVED FURTHER THAT the Board be and is hereby authorised to delegate all or any of the powers herein conferred to any Director(s), Chief Financial Officer, Company Secretary or any other Officer(s)/Authorised Representative(s) of the Company, to do all such acts and take such steps as may be considered necessary or expedient to give effect to the aforesaid resolution."

By Order of the Board
For LOGICA INFOWAY LIMITED

Sd/-
Priyanka Gera
(Mem No. - A63809)
Company Secretary & Compliance Officer

Place: Kolkata
Date: 08/09/2026

Registered Office: 2, Saklat Place, 1st Floor, Kolkata - 700072.

NOTES

1. An Explanatory statement pursuant to Section 102 of the Companies Act, 2013 (the "Act") setting out the material facts and reasons for the proposed Resolutions pertaining to Special Businesses, is annexed hereto.
2. Pursuant to the General Circular No. 09/2024 dated September 19, 2024, issued by the Ministry of Corporate Affairs (MCA) and circular issued by SEBI vide circular no. SEBI/ HO/ CFD/ CFDPoD-2/ P/ CIR/ 2024/ 133 dated October 3, 2024 ("SEBI Circular") and other applicable circulars and notifications issued (including any statutory modifications or re-enactment thereof for the time being in force and as amended from time to time, companies are allowed to hold AGM through Video Conferencing (VC) or other audio visual means (OAVM), without the physical presence of members at a common venue. In compliance with the said Circulars, AGM shall be conducted through VC / OAVM.
3. Pursuant to MCA Circular No. 14/2020 dated April 08, 2020, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. However, in pursuance of Section 112 and Section 113 of the Companies Act, 2013, representatives of the members such as the President of India or the Governor of a State or body corporate can attend the AGM through VC/OAVM and cast their votes through e-voting. Since the AGM is being held through VC/OAVM, the Route Map, Attendance Slip, and proxy form are not attached to this Notice.
4. The Notice of AGM and Annual Report will be sent to those Members / beneficial owners whose name appears in the Register of Members / list of beneficiaries received from the Depositories as on **Friday, September 4, 2026**.

AGM NOTICE (CONTINUED)

5. In accordance with Secretarial Standard - 2 on General Meetings issued by the Institute of Company Secretaries of India (ICSI) read with Guidance/Clarification dated April 15, 2020 issued by ICSI, the proceedings of the AGM shall be deemed to be conducted at the Registered Office of the Company 2, Saklat Place, 1st Floor, Kolkata – 700 072, which shall be the deemed venue of the AGM.
6. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available for 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.
7. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
8. In terms of the provisions of Section 152 of the Act, Mrs. Shweta Goel, Whole Time Director liable to retire by rotation at the Meeting, Nomination and Remuneration Committee and the Board of Directors of the Company recommend her re-appointment. Details as per regulation 36(3) of Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulation, 2015 and Secretarial Standard on General Meeting ("SS-2") as issued by the Institute of Company Secretaries of India related to Directors retiring by rotation /seeking appointment / re-appointment at this Meeting are provided in the **"Annexure I to the AGM Notice"**.
9. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) the Secretarial Standard on General Meetings (SS-2) issued by the ICSI and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs from time to time the Company is providing facility of remote e-Voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-Voting system as well as e-voting on the date of the AGM will be provided by NSDL.
10. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM has been uploaded on the website of the Company at www.logicainfoway.com. The Notice can also be accessed from the website of the Stock Exchange i.e., BSE Limited at www.bseindia.com and of NSDL (agency for providing the Remote e-Voting facility) i.e. www.evoting.nsdl.com.
11. AGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circulars and SEBI Circulars issued from time to time.
12. In the case of joint holders, the Member whose name appears as the first holder in the order of the names as per the Register of Members of the Company will be entitled to vote at the meeting.
13. As all the shares of the company are held in dematerialized form Book closure is not required. Members are requested to quote their client ID number and their DPID number in all the correspondence with the company.
14. The Company has designated an exclusive email address, investor.relations@logicainfoway.com to enable members to post their grievances and monitor their redressal. Any member having any grievance may post the same to the said email address for quick redressal.
15. In terms of circulars issued by the Securities and Exchange Board of India (SEBI), it is now mandatory to furnish a copy of the PAN Card to the Registrar and Share Transfer Agent in case of transfer of shares, deletion of name, transmission of shares, and transposition of shares. Shareholders are requested to furnish a copy of the PAN card for all the above-mentioned transactions.
16. The Board of Directors, in their meeting held on **Tuesday, September 1, 2026** have appointed **CS Altab Uddin Kazi (M. No.: FCS-12581 and CP No.: 27662), Proprietor, Altab Kazi and Associates, Company Secretaries** to act as Scrutinizer for conducting the voting and e-voting process in a fair and transparent manner. The Scrutinizer shall, after the conclusion of voting at the AGM, first count the votes cast at the meeting and thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and shall make, not later than two working days of the conclusion of the AGM, a consolidated scrutinizer report of the total votes cast in favor or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.
17. The results declared, along with the Scrutinizer's Report, shall be placed on the Company's website www.logicainfoway.com, the website of the Registrar & Transfer Agent, the website of NSDL www.evoting.nsdl.com, and simultaneously communicated to the Stock Exchange i.e., BSE Limited www.bseindia.com.

AGM NOTICE (CONTINUED)

18. In conformity with the Circulars issued by the Ministry of Corporate Affairs, Government of India, and the Securities and Exchange Board of India, the Notice of this AGM and the Annual Report for the Financial Year ended 2026 are being sent only through electronic mode to those Members who have registered their e-mail address with the Company or with the Depositories.
19. Any person who acquires shares of the Company and becomes a member of the Company after the dispatch of the notice and holds shares as of the cut-off date, i.e., **Wednesday, September 23, 2026**, may obtain the login ID and password by sending a request to the Issuer/RTA.
20. A person whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date only shall be entitled to attend the AGM.
21. A member may participate in the AGM even after exercising their right to vote through remote e-voting but shall not be allowed to vote again at the AGM.
22. The voting rights of Members shall be in proportion to their shares of the paid-up equity share capital of the Company as on the cut-off date, i.e., **Wednesday, September 23, 2026**.
23. The remote e-voting period will commence on **Sunday, September 27, 2026, at 9:00 A.M. and end on Tuesday, September 29, 2026, at 5:00 P.M.** Upon closure, the e-voting module shall be disabled by NSDL. Once a vote is cast, it cannot be changed subsequently.
24. The Register of Directors and Key Managerial Personnel and their shareholding under Section 170 of the Act, the Register of contracts with related party, and contracts and bodies etc. in which Directors are interested under Section 189 of the Act, will be available for inspection through electronic mode during the AGM, for which purpose Members are required to send a request to the Company Secretary at cs@logicainfoway.com
25. Special window: The Securities and Exchange Board of India (SEBI) has mandated that securities of listed company can be transferred only in dematerialized form w.e.f. April 1, 2019. Accordingly, the Company has stopped accepting any fresh lodgement of transfer of shares in physical form. In view of the above and to avail various benefits of dematerialization, members are requested to dematerialize shares held by them in physical form. Further, SEBI vide Circular No. SEBI/

HO/MIRSD/MIRSD-PoD/P/CIR/2025/97 dated July 02, 2025, decided to open a special window for a period of six months, from July 07, 2025 to January 06, 2026 only for re-lodgement of transfer deeds, which were lodged prior to April 01, 2019 and rejected/returned/not attended to due to deficiency in the documents/process/ or otherwise. Eligible shareholders are requested to contact the Company's Registrar and Transfer Agent ('RTA') i.e., M/s. KFin Technologies Limited at easternlogica.ipo@kfintech.com, Tel: +91 40 6716 2222 or the Company at cs@logicainfoway.com for further assistance.

26. The AGM proceedings will be available on BSE Limited www.bseindia.com and also be made available on the Company's website at www.logicainfoway.com

THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING AND JOINING ANNUAL GENERAL MEETING ARE AS UNDER

The remote e-voting period **begins on Sunday, September 27, 2026 (09:00 A.M. IST) and ends on Tuesday, September 29, 2026 (05:00 P.M. IST)**. The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the **record date (cut-off date) i.e. Wednesday, September 23, 2026**, may cast their vote electronically during remote e-voting period and during the AGM. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date being **Wednesday, September 23, 2026**.

How do I vote electronically using NSDL e-Voting system?

The way to vote electronically on NSDL e-Voting system consists of "Two Steps" which are mentioned below:

Step 1: Access to NSDL e-Voting system

A) Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode

In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Login method for Individual shareholders holding securities in demat mode is given below:

AGM NOTICE (CONTINUED)

TYPE OF SHAREHOLDERS	LOGIN METHOD
Individual Shareholders holding securities in demat mode with NSDL.	- For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID, 8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. - Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. - If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS Portal" or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp - Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. - Shareholders/Members can also download NSDL Mobile App "NSDL Speede" facility by scanning the QR code mentioned below for seamless voting experience.
Individual Shareholders holding securities in demat mode with CDSL	- Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi / Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then use your existing my easi username & password. - After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly. - If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option. - Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. NSDL and CDSL.

LOGIN TYPE	HELPDESK DETAILS
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.com or call at 022 - 4886 7000
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800-21-09911

AGM NOTICE (CONTINUED)

B) Login Method for e-Voting and joining virtual meeting for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

How to Log-in to NSDL e-Voting website?

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.

Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.

4. Your User ID details are given below :
5. Password details for shareholders other than Individual shareholders are given below:
 - a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
 - b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
 - c) How to retrieve your 'initial password'?
 - (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
 - (ii) If your email ID is not registered, please follow steps mentioned below in process for those shareholders whose email ids are not registered.
6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:
 - a) Click on "Forgot User Details/Password?" (If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.

- b) Physical User Reset Password?" (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
- c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.com mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
- d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
8. Now, you will have to click on "Login" button.
9. After you click on the "Login" button, Home page of e-Voting will open.

Step 2: Cast your vote electronically and join General Meeting on NSDL e-Voting system.

How to cast your vote electronically and join General Meeting on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle and General Meeting is in active status.
2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on "VC/OAVM" link placed under "Join Meeting".
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
5. Upon confirmation, the message "Vote cast successfully" will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote

AGM NOTICE (CONTINUED)

General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to fcsaltabkazi@gmail.com with a copy marked to evoting@nsdl.com. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "Upload Board Resolution / Authority Letter" displayed under "e-Voting" tab in their login.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on www.evoting.nsdl.com to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on.: 022 - 4886 7000 or send a request to Mr. Pritam Dutta, Senior Manager at pritamd@nsdl.com / evoting@nsdl.com

Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to cs@logicainfoway.com
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to cs@logicainfoway.com. If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A) i.e. Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.**
3. Alternatively shareholder/members may send a request to evoting@nsdl.com for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders

holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

THE INSTRUCTIONS FOR MEMBERS FOR E-VOTING ON THE DAY OF THE AGM ARE AS UNDER

1. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.
2. Only those Members/ shareholders, who will be present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the AGM.
3. Members who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.
4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the AGM shall be the same person mentioned for Remote e-voting.

INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE AGM THROUGH VC/OAVM ARE AS UNDER

1. Member will be provided with a facility to attend the AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for **Access to NSDL e-Voting system**. After successful login, you can see link of "VC/OAVM" placed under **"Join meeting"** menu against company name. You are requested to click on VC/OAVM link placed under Join Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.
2. Members are encouraged to join the Meeting through Laptops for better experience.
3. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.

AGM NOTICE (CONTINUED)

5. Shareholders who would like to express their views/have questions may send their questions in advance mentioning their name demat account number/folio number, email id, mobile number at (cs@logicainfoway.com). The same will be replied by the company suitably.
6. Members who would like to express their views or ask questions with respect to the businesses of the meeting may register themselves as a speaker by sending an e-mail to the Company Secretary at cs@logicainfoway.com from their registered e-mail address, mentioning their name, DP ID & Client ID / folio number and mobile number. Only those Members who have registered themselves as speaker by **5:30 p.m. (IST) on Friday, September 25, 2026** will be able to express their views / ask questions / seek clarifications at the meeting. The Company reserves the right to restrict the number of questions and / or number of speakers, depending upon availability of time, for smooth conduct of the AGM.

Further, Members who would like to have their questions / queries responded to during the AGM are requested to send such questions / queries in advance to the Company Secretary at cs@logicainfoway.com within the aforesaid time period.

By Order of the Board
For LOGICA INFOWAY LIMITED

Sd/-
Priyanka Gera
(Mem No. - A63809)
Company Secretary & Compliance Officer

Place: Kolkata
Date: 08/09/2026

Registered Office: 2, Saklat Place, 1st Floor, Kolkata - 700072.

AGM NOTICE (CONTINUED)

ANNEXURE I TO THE AGM NOTICE

Details of Directors seeking appointment / re-appointment at the Annual General Meeting

[In pursuance of Clause 36 (3) of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015 and Secretarial Standard-2 on General Meetings]

As required by Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and as required under Secretarial Standard - 2, the particulars of Directors who are proposed to be appointed/ reappointed and/or whose remuneration is proposed to be increased at the 31st Annual General Meeting, are given below:

Mrs. Shweta Goel

NAME OF DIRECTOR	SHWETA GOEL
Designation	Whole Time Director
Nationality	Indian
Date of Birth	July 23, 1974
Brief profile including expertise and experience	Mrs. Shweta Goel is the Whole-time Director and Promoter of the Company. She holds a B.A. (Honours) in English from Loreto College, Kolkata, obtained in 1995, and a postgraduate qualification in Guidance and Counselling. She has been associated with the Company since December 2, 2002, when she was appointed on to the Board, and was designated as Whole-time Director on April 1, 2017. She is actively involved in company's business and has been instrumental in diversification of the company into consumer durables business.
Date of Re-appointment	02/12/2002
No. of Equity Share held in the Company	21,18,492
Disclosure of relationships between directors inter-se	Spouse of Mr. Gaurav Goel (Managing Director) and Daughter in-law of Mr. Rakesh Kumar Goel (Non-Executive and Non-independent Director).
List of outside Directorship held in Public Company	Not Applicable (only Private Companies)
Chairman/Member of the Committee of the Board of Directors of the Company.	Member of Stake Holders Relationship Committee and Corporate Social Responsibility Committee of Logica Infoway Limited.

AGM NOTICE (CONTINUED)

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013 AND RULES RELATED THERETO:

Pursuant to Section 102 of the Companies Act, 2013 ("the Act"), the following Explanatory Statement sets out all material facts relating to the business mentioned in the Notice:

Item No. 3: TO APPROVE RENEWAL OF MATERIAL RELATED PARTY TRANSACTION LIMITS WITH SPECIFIED RELATED PARTIES

The Securities and Exchange Board of India ("SEBI"), vide the SEBI (Listing Obligations and Disclosure Requirements) (Amendment) Regulations, 2025 dated March 28, 2025, extended the applicability of the provisions relating to Related Party Transactions ("RPTs") under Regulation 23 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR Regulations") to SME-listed entities with effect from April 1, 2025. The materiality threshold applicable to SME-listed entities is ₹50 crore or 10% of the annual consolidated turnover of the listed entity, whichever is lower, based on the last audited financial statements of the listed entity.

Further, SEBI, vide Circular No. **SEBI/HO/CFD/CFD-PoD-2/P/CIR/2025/93 dated June 26, 2025**, prescribed the Industry Standards on "Minimum information to be provided to the Audit Committee and Shareholders for approval of Related Party Transactions". The requirements relating to the information to be provided to shareholders were subsequently modified by SEBI vide Circular No. **SEBI/HO/CFD/CFD-PoD-2/P/CIR/2025/135 dated October 13, 2025**. Accordingly, the requisite information in respect of the proposed Related Party Transactions is being provided to the Members as part of this Explanatory Statement in the **following table**.

The Company, in the ordinary course of its business, enters into transactions with certain Related Parties for the purchase and sale of mobiles, smartphones, tablets, IT products and related peripherals, as well as for rent and reimbursement of expenses, as applicable. The approval of the Members for such transactions was obtained previously at the **30th Annual General Meeting held on September 25, 2025**, and the Company now proposes to renew the existing limits for continuing such transactions with the Related Parties specified below. The proposed transactions are in the

ordinary course of business and shall be undertaken on an arm's length basis and on such terms and conditions as may be mutually agreed between the Company and the respective Related Parties.

The Audit Committee, at its meeting held on **September 1, 2026**, reviewed the proposed Related Party Transactions and recommended the same to the Board of Directors. The Board of Directors, having considered the recommendation of the Audit Committee, approved the proposal and recommended the same for approval of the Members, wherever required under applicable law.

Accordingly, approval of the Members is being sought for renewal of the material Related Party Transaction limits with the following Related Parties:

NAME OF RELATED PARTY	PROPOSED LIMIT (₹ IN CRORE)
Sonartari Tradelink Private Limited	300.00
Himadri Dealcom Private Limited	150.00
Logica Systems & Peripherals Private Limited	60.00

The proposed limits represent the maximum aggregate value of transactions proposed to be undertaken with the respective Related Parties during the period covered by the approval. The actual transactions may vary depending upon the business requirements of the Company and shall be undertaken within the approved limits and in compliance with the applicable provisions of the Companies Act, 2013, the SEBI LODR Regulations and the Company's Policy on Related Party Transactions.

The detailed disclosures and information prescribed under the applicable SEBI Industry Standards, including the nature of relationship, nature and material terms of the transactions, proposed value, tenure, percentage of the Company's annual consolidated turnover, justification for the transactions and other relevant particulars, are **set out in the following table**:

As per the Industry Standards on "Minimum information to be provided to the Audit Committee and Shareholders for approval of Related Party Transactions" dated June 26, 2025 & October 13, 2025, the information are produced hereunder:

A (1). Basic details of the related party

Sr. No.	PARTICULARS OF THE INFORMATION	INFORMATION PROVIDED BY THE MANAGEMENT		
1.	NAME OF THE RELATED PARTY	SONARTARI TRADELINK PRIVATE LIMITED	HIMADRI DEALCOM PRIVATE LIMITED	LOGICA SYSTEMS & PERIPHERALS PRIVATE LIMITED
2.	Country of incorporation of the related party	India	India	India
3.	Nature of business of the related party	Retail Business	Wholesale and Retail Business	Retail Business

AGM NOTICE (CONTINUED)

A (2). Relationship and ownership of the related party

SR. NO.	PARTICULARS OF THE INFORMATION	INFORMATION PROVIDED BY THE MANAGEMENT		
		SONARTARI TRADELINK PRIVATE LIMITED	HIMADRI DEALCOM PRIVATE LIMITED	LOGICA SYSTEMS & PERIPHERALS PRIVATE LIMITED
1.	Relationship between the listed entity and the related party – including nature of its concern (financial or otherwise) and the following:	Sonartari Tradelink Private Limited is a related party of the company. (The company has common Directors and Promoters)	The Company is the Associate of Himadri Dealcom Private Limited.	Logica Systems & Peripherals Private Limited is a related party of the company. (The company has common Directors and Promoters)
	• Shareholding of the listed entity, whether direct or indirect, in the related party.	Nil	Nil	Nil
	• Where the related party is a partnership firm or a sole proprietorship concern or a body corporate without share capital, then capital contribution, if any, made by the listed entity.	NA	NA	NA
	• Shareholding of the related party, whether direct or indirect, in the listed entity. Explanation: Indirect shareholding shall mean shareholding held through any person, over which the listed entity/Subsidiary/ related party has control. While calculating indirect shareholding, shareholding held by relatives shall also be considered.	3.14%	33%	5.05%

A (3). Details of previous transactions with the related party

SR. NO.	PARTICULARS OF THE INFORMATION	INFORMATION PROVIDED BY THE MANAGEMENT		
		SONARTARI TRADELINK PRIVATE LIMITED	HIMADRI DEALCOM PRIVATE LIMITED	LOGICA SYSTEMS & PERIPHERALS PRIVATE LIMITED
1.	Total amount of all the transactions undertaken by the listed entity with the related party during the last financial year.	The Company has entered into sale and purchase of transactions aggregating to ₹11539.09/- lakhs with the related party in the last year.	The Company has entered into sale and purchase of transactions aggregating to ₹795.05/- lakhs with the related party in the last year.	The Company has entered into sale and purchase of transactions aggregating to ₹1590.21/- lakhs with the related party in the last year.
2.	Total amount of all the transactions undertaken by the listed entity with the related party in the current financial year up to the quarter immediately preceding the quarter in which the approval is sought.	₹11539.09/- lakhs	₹795.05/- lakhs	₹1590.21/- lakhs
3.	Any default, if any, made by a related party concerning any obligation undertaken by it under a transaction or arrangement entered into with the listed entity during the last financial year.	No default has been made by the related party during the last financial year.	No default has been made by the related party during the last financial year.	No default has been made by the related party during the last financial year.

AGM NOTICE (CONTINUED)

A (4). Amount of the proposed transaction(s)

SR. NO.	PARTICULARS OF THE INFORMATION	INFORMATION PROVIDED BY THE MANAGEMENT		
		SONARTARI TRADELINK PRIVATE LIMITED	HIMADRI DEALCOM PRIVATE LIMITED	LOGICA SYSTEMS & PERIPHERALS PRIVATE LIMITED
1.	Amount of the proposed transactions being placed for approval in the meeting of the Audit Committee/ shareholders.	₹300 Crores	₹150 Crores	₹60 Crores
2.	Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year would render the proposed transaction a material RPT?	Yes	Yes	Yes
3.	Value of the proposed transactions as a percentage of the listed entity's annual consolidated turnover for the immediately preceding financial year	22.73%	11.36%	4.55%
4.	Value of the proposed transactions as a percentage of the related party's annual consolidated turnover (if consolidated turnover is not available, calculation to be made on standalone turnover of related party) for the immediately preceding financial year, if available.	233.09%	679.94%	447.13%
5.	Financial performance of the related party for the immediately preceding financial year i.e. 2024-25 Explanations: The above information is to be given on standalone basis. If standalone is not available, provide on consolidated basis			
	Turnover (Amount in Lakhs):	₹12,870.05/-	₹2206.07/-	₹1341.88/-
	Profit After tax (Amount in Lakhs):	₹27.82/-	₹6.70/-	₹5.01/-
	Net Worth (Amount in Lakhs):	₹92.44/-	₹679.42/-	₹50.22/-

A (5). Basic details of the proposed transaction

SR. NO.	PARTICULARS OF THE INFORMATION	INFORMATION PROVIDED BY THE MANAGEMENT		
		SONARTARI TRADELINK PRIVATE LIMITED	HIMADRI DEALCOM PRIVATE LIMITED	LOGICA SYSTEMS & PERIPHERALS PRIVATE LIMITED
1.	Specific type of the proposed transaction (e.g. sale of goods/services, purchase of goods/services, giving loan, borrowing etc.)	Sale & Purchase of Goods and Services, Rental Income & Reimbursement of Expenses	Sale & Purchase of Goods and Services, Rental Income & Reimbursement of Expenses	Sale & Purchase of Goods and Services, Rental Income & Reimbursement of Expenses
2.	Details of each type of the proposed transaction	Sale & Purchase of Goods and Services, Rental Income & Reimbursement of Expenses	Sale & Purchase of Goods and Services, Rental Income & Reimbursement of Expenses	Sale & Purchase of Mobile phones, Laptops etc
3.	Tenure of the proposed transaction (tenure in number of years or months to be specified)	Upto the conclusion of AGM to be held in FY 2027	Upto the conclusion of AGM to be held in FY 2027	Upto the conclusion of AGM to be held in FY 2027
4.	Whether omnibus approval is being sought?	Not applicable	Not applicable	Not applicable
5.	Value of the proposed transaction during a financial year. If the proposed transaction will be executed over more than one financial year, provide estimated break-up financial year-wise.	In aggregate not to exceed 300 Crores upto the conclusion of next AGM	In aggregate not to exceed 150 Crores upto the conclusion of next agm	In aggregate not to exceed 60 Crores upto the conclusion of next agm

AGM NOTICE (CONTINUED)

SR. NO.	PARTICULARS OF THE INFORMATION	INFORMATION PROVIDED BY THE MANAGEMENT		
		SONARTARI TRADELINK PRIVATE LIMITED	HIMADRI DEALCOM PRIVATE LIMITED	LOGICA SYSTEMS & PERIPHERALS PRIVATE LIMITED
6.	Justification as to why the RPTs proposed to be entered into are in the interest of the listed entity	- Procurement & trading of mobiles, smartphones, tablets & IT products for operations; - ensures timely supply at prevailing market prices. The Related Party has committed in writing to supply the goods/ materials/ services of the desired quality at competitive terms treating the Company as the most preferred customer.	- Purchase and sale of IT hardware, networking equipment, and related peripherals, required for Company's projects; - ensures cost efficiency and operational continuity The Related Party has committed in writing to supply the goods/ materials/ services of the desired quality at competitive terms treating the Company as the most preferred customer.	- Supports operational and infrastructure needs through purchase/sale of IT products at fair market value. - Rent and expense reimbursements on arm's length basis, as and when required (no fixed duration). The Related Party has committed in writing to supply the goods/ materials/ services of the desired quality at competitive terms treating the Company as the most preferred customer.
7.	Details of the promoter(s)/ director(s) / key managerial personnel of the listed entity who have interest in the transaction, whether directly or indirectly. Explanation: Indirect interest shall mean interest held through any person over which an individual has control.			
	a. Name of the director	Gaurav Goel Shweta Goel	Gaurav Goel Shweta Goel	Gaurav Goel Shweta Goel
	b. Shareholding of the director, whether direct or indirect, in the related party	Gaurav Goel - 5,530 (26.26%) Shweta Goel - 5,530 (26.26%)	Gaurav Goel - 2,000 (0.37%)	Gaurav Goel - 3,000 (98.81%) Shweta Goel - 36 (1.19%)
8.	A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee.	Not applicable as the transaction will be entered on an arm's-length basis and on the prevailing market price on competitive basis.	Not applicable as the transaction will be entered on	Not applicable as the transaction will be entered on
9.	Other information relevant for decision making.	NA	NA	NA

B (1): Sale, purchase or supply of goods or services or any other similar business transaction and trade advances

SR. NO.	PARTICULARS OF THE INFORMATION	INFORMATION PROVIDED BY THE MANAGEMENT		
		SONARTARI TRADELINK PRIVATE LIMITED	HIMADRI DEALCOM PRIVATE LIMITED	LOGICA SYSTEMS & PERIPHERALS PRIVATE LIMITED
1.	Bidding or other process, if any, applied for choosing a party for sale, purchase or supply of goods or services.	NA	NA	NA
2.	Basis of determination of price.	The pricing for the proposed transactions is determined on an arm's length basis and is aligned with prevailing market rates for similar transactions among unrelated parties.	The pricing for the proposed transactions is determined on an arm's length basis and is aligned with prevailing market rates for similar transactions among unrelated parties.	The pricing for the proposed transactions is determined on an arm's length basis and is aligned with prevailing market rates for similar transactions among unrelated parties.
3.	In case of Trade advance (of upto 365 days or such period for which such advances are extended as per normal trade practice), if any, proposed to be extended to the related party in relation to the transaction, specify the following:	There are no trade advances.	There are no trade advances.	There are no trade advances.
	a. Amount of Trade advance	NA	NA	NA
	b. Tenure	NA	NA	NA
	c. Whether same is self-liquidating?	NA	NA	NA

AGM NOTICE (CONTINUED)

The proposed transactions are considered necessary and in the interest of the Company as they facilitate the Company's regular business and operational requirements, including procurement and sale of IT products, mobiles, smartphones, tablets and related products and peripherals, as well as rent and reimbursement of expenses, wherever applicable. The transactions are proposed to be undertaken on an arm's length basis and in the ordinary course of business.

The Audit Committee will continue to review the Related Party Transactions in accordance with the applicable provisions of law and the Company's Policy on Related Party Transactions.

None of the Directors, Key Managerial Personnel or their relatives, except Mr. Gaurav Goel, Mrs. Shweta Goel (to the extent of their shareholding/interest in the entities concerned) and Mr. Rakesh Kumar Goel (related directly/indirectly) are deemed to be concerned or interested in this resolution.

The Board of Directors recommends the resolution set out at Item No. 3 for approval of the Members as an **Ordinary Resolution**.

Item No. 4: TO APPROVE REVISION IN REMUNERATION OF MR. GAURAV GOEL, MANAGING DIRECTOR, AND MRS. SHWETA GOEL, WHOLE-TIME DIRECTOR OF THE COMPANY

The Board of Directors of the Company, based on the recommendation of the **Nomination and Remuneration Committee** and the **Audit Committee**, has approved the proposal for revision in the remuneration of **Mr. Gaurav Goel, Managing Director**, and **Mrs. Shweta Goel, Whole-time Director** of the Company, subject to the approval of the Members of the Company and such other approvals as may be required under the applicable provisions of law.

The proposed revision in remuneration is intended to appropriately align the remuneration of the Managing Director and Whole-time Director with their respective roles, responsibilities, experience, contribution and the overall scale and performance of the Company. The revised remuneration structure is also proposed keeping in view the continuing responsibilities entrusted to them in relation to the management and operations of the Company and would facilitate appropriate motivation for achieving the growth plans contemplated by the Board towards realizing the mission and vision of the Company.

The **Nomination and Remuneration Committee**, at its meeting held on **September 1, 2026**, considered the proposed revision in remuneration of Mr. Gaurav Goel and Mrs. Shweta Goel and recommended the same to the Board, keeping in view their roles, responsibilities and the terms of their respective remuneration.

The **Audit Committee**, at its meeting held on the same day, considered the Related Party Transactions arising from the proposed revision in remuneration, in view of Mr. Gaurav Goel and Mrs. Shweta Goel being Promoters and Directors of the Company. The Committee, after reviewing the relevant particulars and terms, considered the transactions to be **fair, reasonable and in the interest of the Company** and recommended the same to the Board in accordance with the applicable provisions and the Company's Policy on Related Party Transactions.

The proposed remuneration shall comprise the following:

Remuneration:

a. Basic Salary:

Basic Salary of **₹8,00,000/- per month** in the case of Mr. Gaurav Goel and **₹7,50,000/- per month** in the case of Mrs. Shweta Goel, with a power to the Board to grant one or more annual increments, subject to a **maximum Basic Salary of ₹25,00,000/- per month** in each case.

b. Perquisites:

PARTICULARS	TERMS
i. Medical Reimbursement	Consolidated Medi-claim Policy as per actual payments.
ii. Leave Travel Allowance	For self and family, as per actual bills produced.
iii. Fuel for Motor Car	As per actual.
iv. Business Travel	All travelling and related expenses incurred while conducting the Company's business shall be borne by the Company.

c. Other Benefits:

Any other benefits, facilities, allowances and expenses as may be allowed under the Company's rules/schemes.

d. The aforesaid revised remuneration shall be applicable and remain valid for the remaining tenure of their respective appointments as Managing Director and Whole-time Director, respectively.

The above package of remuneration shall be treated as minimum remuneration in case of absence or inadequacy of profits, subject to the applicable provisions of the Companies Act, 2013 and Schedule V thereto.

The proposed remuneration shall be effective from **such date as may be determined by the Board of Directors**, subject to obtaining the requisite approvals under applicable law.

AGM NOTICE (CONTINUED)

The proposed revision in remuneration is within the applicable limits prescribed under the Companies Act, 2013 and Schedule V thereto, subject to the requisite approvals. The terms of remuneration may be modified from time to time by the Board, within the limits approved by the Members and subject to the applicable provisions of law.

The Company believes that the proposed remuneration is commensurate with the responsibilities and duties entrusted to Mr. Gaurav Goel and Mrs. Shweta Goel and is in the interest of the Company.

Disclosure of information pursuant to Section 102 of the Companies Act, 2013 read with Schedule V thereto

PARTICULARS	MR. GAURAV GOEL	MRS. SHWETA GOEL
Designation	Managing Director	Whole-time Director
Nature of appointment	Managing Director	Whole-time Director
Number of Shares held	31,34,394	21,18,492
Basic Salary	₹8,00,000/- per month	₹7,50,000/- per month
Maximum Basic Salary (Revised Cap)	₹25,00,000/- per month	₹25,00,000/- per month
Perquisites and other benefits	As specified above	As specified above
Minimum remuneration in case of absence/inadequacy of profits	As permitted under applicable provisions of the Companies Act, 2013 and Schedule V thereto	As permitted under applicable provisions of the Companies Act, 2013 and Schedule V thereto
Effective date	Such date as may be determined by the Board, subject to applicable approvals	Such date as may be determined by the Board, subject to applicable approvals

The proposed revision in remuneration is being placed before the Members for their approval pursuant to the applicable provisions of the Companies Act, 2013 and the SEBI LODR Regulations.

Except Mr. Gaurav Goel and Mrs. Shweta Goel, who are concerned/interested in the proposed resolution by virtue of their respective positions and proposed remuneration and their shareholding/interest in the entities concerned, and Mr. Rakesh Kumar Goel, who is related directly/indirectly to the concerned parties, none of the other Directors, Key Managerial Personnel of the Company or their respective relatives is, in any way, concerned or interested, financially or otherwise, in the proposed resolution.

The Board of Directors recommends the resolution set out at Item No. 4 for approval of the Members as a **Special Resolution**.

By Order of the Board
For LOGICA INFOWAY LIMITED

Sd/-
Priyanka Gera
(Mem No. - A63809)
Company Secretary & Compliance Officer

Place: Kolkata
Date: 08/09/2026

Registered Office: 2, Saklat Place, 1st Floor, Kolkata - 700072.



LOGICA INFOWAY LIMITED

CIN: L30007WB1995PLC073218

REGISTERED OFFICE

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Kolkata 700072, West Bengal, India

INVESTOR CONTACT

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