

ANNUAL REPORT

2024-2025



MANAPPURAM COMPTECH & CONSULTANTS LIMITED

Regd. Office: 3rd Floor, Manappuram House (Old Building), Valapad, Thrissur, Kerala 680567

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BOARD'S REPORT

To
The Members of
Manappuram Comptech and Consultants Limited

Your Directors have the pleasure of presenting the 25th Annual Report of the company together with the Audited Balance Sheet, Statement of Profit and Loss, Cash Flow Statement and the Report of the Auditors for the financial year ended March 31, 2025.

1. FINANCIAL RESULTS

(In Lakhs)

Sl. No	Description	As on March 31, 2025	As on March 31, 2024
1	Income from Operations	6,123	5,316
2	Other Income	41	41
3	Total Revenue	6,165	5,357
4	Total Expenditure	5,377	4,219
5	Profit before Depreciation & Finance	1,436	1,710
6	Depreciation & finance charges	648	572
7	Profit/Loss Before Tax	(1,383)	1,138
8	Provision for taxation (including deferred	(340)	280
9	Profit/Loss After Tax	(1,043)	858
10	Profit b/f from previous year	1,841	983
11	Balance carried forward to Balance Sheet	797	1,841

2. BUSINESS OUTLOOK/OPERATIONS

The company experienced a challenging fiscal year ended March 31, 2025, compared to the previous year. Income from operations grew by 15.18%, rising from ₹5,316 lakhs to ₹6,123 lakhs, indicating continued top-line momentum. However, despite this growth in revenue, the company reported a loss for the year of ₹1,043 lakhs, compared to a profit of ₹858 lakhs in the previous year. This shift in profitability was primarily driven by a significant increase in total expenses, which rose by 27.45%, from ₹4,219 lakhs to ₹5,377 lakhs. Consequently, the company reported a loss before tax of ₹1,383 lakhs, a reversal from the previous year's profit before tax of ₹1,138 lakhs.

The decline in profitability during the year reflects the operational challenges the company faced despite achieving revenue growth. Increased input costs and a rise in overall expenditure placed pressure on margins, resulting in a loss for the year. Nonetheless, the company remains committed to its core strengths—customer focus, quality delivery, and operational discipline. Going forward, we will continue to streamline processes, optimize resources, and reinforce cost control measures to restore profitability and drive sustainable growth.

KEY DEVELOPMENTS FY 2024-25:

➤ Modernization of Core Applications

Successfully rebuilt 14 critical applications—including the Gold Loan modules—to enhance functionality, performance, and cloud readiness.

➤ Strategic Database Migration

Completed the migration of all deposit applications of a leading Nidhi Company from Oracle to the open-source PostgreSQL database. This transition provides greater flexibility, lowers costs, and reduces dependency on proprietary technologies.

➤ Cloud Adoption for Scalability and Performance

All deposit applications of a leading Nidhi Company have been seamlessly migrated to the Google Cloud Platform (GCP), enabling enhanced scalability, resilience, and performance to support future growth.

➤ Optimized Resource Utilization

Containerized all workloads of a leading Nidhi Company on GCP, enabling efficient resource usage, simplified deployment, and cost optimization.

➤ Enhanced Data Management

Migrated unstructured data from relational databases to GCP Cloud Storage, improving overall database performance and storage efficiency.

➤ Adoption of Modern Cloud Technologies

Implemented advanced cloud-native tools and services including:

- **Pub/Sub** for asynchronous communication
- **AlloyDB** for enhanced database capabilities
- **Google Kubernetes Engine (GKE)** for automated container orchestration
- **Vault** for secure secrets and credentials management

➤ Accelerated Developer Onboarding

Adopted a low-code platform to streamline development processes, reducing the time and cost of onboarding new developers.

➤ AI-Driven Cost Reduction and Customer Reach

Launched a new product line of AI-powered bots and automation tools for customer service and data extraction. These solutions have:

- Reduced transaction and operational costs
- Enabled 24x7 service availability
- Enhanced customer outreach through multilingual interfaces

3. STATE OF THE COMPANY'S AFFAIRS

The company wishes to expand its Information Technology on a national base and contribute to the profits of the parent company.

4. THE BOARDS PERCEPTION OF FUTURE OF THE COMPANY CONSIDERING MARKET COMPETITION.

As a wholly owned subsidiary of Manappuram Finance Limited, and with a strengthened capital base, the Company is well-positioned for its next phase of growth. The Board envisions expanding the Company's presence as a leading provider of cutting-edge loan management software solutions, catering to the evolving needs of financial institutions, including multinational clients. In line with this vision, the Company has already commenced offering cloud-based support services, which now contribute significantly to its revenue stream. The focus remains on delivering scalable, secure, and innovative financial software products that support digital transformation across the lending ecosystem.

5. CHANGE IN THE NATURE OF BUSINESS

There was no change in the nature of business of company

6. MAJOR EVENTS OF THE YEAR

There are no major events for the year except for routine business nature activities.

7. MATERIAL CHANGES AND COMMITMENT IF ANY AFFECTING THE FINANCIAL POSITION OF THE COMPANY OCCURRED BETWEEN THE END OF THE FINANCIAL YEAR TO WHICH THIS FINANCIAL STATEMENTS RELATE AND THE DATE OF THE REPORT

There are no significant material changes and commitments affecting the financial position of the company between 31st March 2025 and the date of the Board's Report.

8. DIVIDEND

In view of the losses incurred during the financial year 2024-2025, the Board does not recommend any dividend for the year.

9. CHANGES IN SHARE CAPITAL

During the Financial Year 2024-2025 there has been no change in the share capital of the company.

Disclosure regarding Issue of Equity Shares with Differential Rights:

The company has not issued any shares with differential rights during the year.

Disclosure regarding Issue of Employee Stock Options:

The company has not issued any shares under an Employee Stock Option scheme during the year.

Disclosure regarding Issue of Sweat Equity Shares:

The company has not issued any sweat equity shares during the year.

10. DIRECTORS AND KEY MANAGERIAL PERSONNEL

There were 6 directors on the Board of the Company having diverse experience and expertise in their respective areas.

Composition of the Board:

Sl. No	Name of the Director	DIN	Designation	Date of Appointment	Date of Cessation
1.	Vazhappully Padmanabhan Nandakumar	00044512	Non-Executive Director and Chairman	01/06/2000	NA
2.	Deepkumar K R	05348065	Managing Director	12/12/2012	NA
3.	Sushama Nandakumar	02270130	Non-Executive Director	06/06/2012	NA
4.	Sreedharan Radhakrishnan Nair	00024736	Independent Director	23/11/2012	NA
5.	Arakkal Kunjandy Mohanan	06440548	Independent Director	09/05/2019	NA
6.	Thotanchath Balakrishnan	00052922	Independent Director	18/05/2024	NA

During the year, Mr. Deepkumar K R (DIN: 05348065) Managing Director and Chief Executive Officer (CEO) of the Company was re-appointed in the Extra-Ordinary General Meeting held on December 09th 2024.

DIRECTORS LIABLE FOR ROTATION: -

In accordance with the provisions of Companies Act and Articles of Association of the Company, Mrs. Sushama Nandakumar [DIN 02270130] Director is liable to retire by rotation at the forthcoming Annual General Meeting and being eligible offers for re-appointment.

Details of Key Managerial Personnel:

Sl. No	Name of KMP	Designation	Date of Appointment	Date of Cessation
1.	Mr. Bhavin Venugopal	Chief Financial Officer	03/09/2018	31/05/2024
2.	Mr. Shanto Paul	Chief Financial Officer	01/06/2024	NA
3.	Mr. Nithin Mohan	Company Secretary and Compliance Officer	13/12/2018	NA

CHANGE IN KEY MANGERIAL PERSONNEL: -

During the year, Mr. Bhavin Venugopal resigned from the position of Chief Financial Officer of the Company with effect from May 31, 2024. Subsequently, Mr. Shanto Paul, a qualified Chartered Accountant, was appointed as the Chief Financial Officer with effect from June 1, 2024.

11. MEETING OF THE BOARD/COMMITTEE

The Board has been actively participating in the affairs of the Company and met 7 times during the year to review the operations of the Company. Leave of Absence were duly granted by the Board of Directors for absentees if any. The dates on which the Board Meetings, Audit Committee and Nomination and Remuneration Committee were held are as follows:

BOARD MEETING ATTENDANCE DETAILS: -

Sl. No	Date	Board Strength	No. of Directors Present	Name of Absentee.
1	18-05-2024	5	5	-
2	01-08-2024	6	5	Mr. A K Mohanan
3	08-08-2024	6	6	-
4	23-09-2024	6	6	-
5	01-11-2024	6	5	Mrs. Sushma Nandakumar
6	07-02-2025	6	6	-
7	10-03-2025	6	6	-

AUDIT COMMITTEE MEETING ATTENDANCE DETAILS: -

Sl. No	Date	Committee Strength	No. of Members Present	Name of Absentee.
1	18-05-2024	3	3	NA
2	08-08-2024	3	3	NA
3	01-11-2024	3	3	NA
4	07-02-2025	3	3	NA
5	10-03-2025	3	3	NA

NOMINATION AND REMUNERATION COMMITTEE MEETING ATTENDANCE DETAILS: -

Sl. No	Date	Nomination and Remuneration Committee Meeting Strength.	No. of Directors Present	Name of Absentee.
1	18-05-2024	3	3	NA
2	01-11-2024	3	3	NA

CORPORATE SOCIAL RESPONSIBILITY COMMITTEE MEETING ATTENDANCE DETAILS:-

Sl. No	Date	Nomination and Remuneration Committee Meeting Strength.	No. of Directors Present	Name of Absentee.
1	01-11-2024	3	3	NA

12. PARTICULARS OF EMPLOYEES

In terms of the provisions of Rules 5(2) and 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, no employee was drawing remuneration in excess of the limits set out in the said rules.

The Highest Remuneration receiving 10 employees during the Financial 2024-25 is as follows:-

Name of the Employee	Age	Total Experience and Qualification	Date of commencement of employment in MACOM.*	Last employment held	Designation /Post	Annual CTC	% of share holding if any	Whether employee relative of Director
DEEPAKUMAR K.R	46	23y, M.Tech	01-08-2012	Manappuram Finance Limited.	Managing Director and CEO.	66,91,688	Nil	No
SAI PRASAD SIVADASAN**	50	27y ,B.Tech	15-01-2013	Target India Private Limited.	Senior Vice-President	52,19,982	Nil	No
RAJU.O.M	46	23y, B.Tech.	15-09-2012	Manappuram Jewellers Limited	Joint. General Manager	30,81,457	Nil	No
SHANTO PAUL ***	45	20y, CA	01-06-2024	Manappuram Insurance Brokers Limited	Chief Financial Officer.	23,96,021	Nil	No
SUSHIL P K	47	23y, M.Tech	15-09-2012	Manappuram Finance Limited.	Senior Deputy General Manager	25,17,901	Nil	No
NANDAKUMAR P B	54	31y, M.B.A (Finance)	01-12-2012	Manappuram Finance Limited.	Chief Operating Officer	19,93,088	Nil	No
ARUN.M.R	40	18y B.Tech	15-09-2012	Manappuram Jewellers Limited.	Senior Assistant General Manager	21,40,437	Nil	No

NITHIN MOHAN	36	11y, B.com ACS MBA.	14-12-2017	Manappuram Health Care Limited.	Company Secretary and Compliance Officer.	23,24,513	Nil	No
HARIPRASAD V S	51	27y, B.Com, HDISM	24-03-2021	Manappuram Finance Limited.	Assistant General Manager.	20,49,791	Nil	No
SACHIN GAVANKAR****	45	27y,B.Tech	22-07-2024	Maharail(MRI DC)	General Manager/Chi ef Data Analyst	21,85,562	Nil	No

*MACOM – Manappuram Comptech and Consultants Limited.

** Resigned from the company with effect from 11th April 2025

*** Joined the company with effect from 01-06-2024

**** Joined the company with effect from 01-07-2024

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

The Company is primarily engaged in IT and consultancy services and therefore conservation of energy, technology absorption etc. have a limited application only. However, the Company follows a practice of purchasing and using energy efficient electrical and electronic equipment and gadgets in its operation.

The details of conservation of energy, technology absorption, foreign exchange earning and outgo are as follows:

Conservation Of Energy

(i)	the steps taken or impact on conservation of energy	Company's operation does not consume significant amount of energy.
(ii)	the steps taken by the company for utilizing alternate sources of energy.	Not applicable, in view of comments in clause (i)
(iii)	the capital investment on energy conservation equipment's	Not applicable, in view of comments in clause (i)

Technology Absorption

(i)	the effort made towards technology absorption	The Company has adopted BRP system for smooth running of its business and better completion. Implementation of Online based work allocation, time sheet management and tracking for implementation of various projects handled by the company.
(ii)	the benefits derived like product improvement cost reduction product	This technology brings more business to the Company with lesser man

	development or import substitution	power inception and will be cost-effective
(iii)	in case of imported technology (important during the last three years reckoned from the beginning of the financial year)	Nil
	(a) the details of technology imported	Nil
	(b) the year of import;	Nil
	(c) whether the technology been fully absorbed	Nil
	(d) if not fully absorbed, areas where absorption has not taken place, and the reasons thereof	Nil
(iv)	the expenditure incurred on Research and Development	Nil

Following are the details of foreign exchange earnings and outgo during the period covered by this report:

Foreign Exchange Earnings: NIL

Foreign Exchange Outgo USD \$69,236/- towards License Fees.

14. PROVISION FOR SAFEGUARD OF WOMEN EMPLOYEES

The Company has framed a Policy as required under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act 2013 and an Internal Complaints Committee (ICC) has been constituted in accordance with the said Act. There are no unresolved complaints before the Committee during the year 2024 - 2025.

- Complaints received during year-1
- Number of complaints disposed off in the year – 1
- Number of complaints pending for more than 90 days- NIL

15. MATERNITY BENEFIT DISCLOSURE

The Company has complied with the provisions of the **Maternity benefit act, 1961**, including the provisions relating to maternity leave, maternity benefits, nursing breaks, and other related facilities. The Company has instituted appropriate policies and procedures to ensure a compliant and conducive working environment for women employees.

16. DIRECTORS' RESPONSIBILITY STATEMENT:

Your Directors state that:

- a) in the preparation of the annual accounts for the year ended March 31, 2025, the applicable accounting standards read with requirements set out under Schedule III to the Act, have been followed and there are no material departures from the same;
- b) the Directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at March 31, 2025, and of the loss of the Company for the year ended on that date;
- c) the Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities.
- d) the Directors have prepared the annual accounts on a 'going concern' basis;
- e) the Directors have laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and are operating effectively; and
- f) the Directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems are adequate and operating effectively

17. INFORMATION ABOUT THE FINANCIAL PERFORMANCE / FINANCIAL POSITION OF THE SUBSIDIARIES / ASSOCIATES/ JV

The Company does not have any Joint venture or Associate Company or Subsidiary Company. The company is a subsidiary company to Manappuram Finance Limited.

18. EXTRACT OF ANNUAL RETURN

The extract of Annual Return as per Rule 12 of the Companies (Management & Administration) Rules, 2014 is placed at Annexure 1.

19. AUDITORS

The Statutory Auditors, M/s. Venugopal & Associates, Chartered Accountants (Firm Registration No. 0010739S), were appointed to fill a casual vacancy following the resignation of M/s. Walker Chandiook & Co LLP (Firm Registration No. 001076N/N500013). Their appointment was ratified by the members at the

Extraordinary General Meeting held on 27th September 2024, to hold office until the conclusion of the next Annual General Meeting.

The Board of Directors proposes the appointment of M/s. Venugopal & Associates, Chartered Accountants, having their office at Aiswariya Kottil, Valappil Lane, Adjacent to CPI Office, Kottappuram Road, Thrissur – 680004, as the Statutory Auditors of the Company for a term of five consecutive years, commencing from the conclusion of the upcoming Annual General Meeting (AGM) until the conclusion of the 30th AGM of the Company.

The appointment is subject to the approval of the members at the ensuing AGM.

The statutory auditors, M/s Venugopal & Associates have issued their audit report dated 02nd May 2025. The Auditor's Report for the financial year ended March 31, 2025 is included in this Annual Report. The Report does not contain any qualification, reservation or adverse remark.

20. DISCLOSURE U/S 143 (12)

During the period under review, the Auditors of the company have reported fraud pursuant to section 143(12) of the Companies Act, 2013 (Companies (Amendment) Act, 2013).

Brief note of the fraud;

In July 2024, the Company identified a fraudulent incident involving unauthorized manipulation of customer IDs and bank account details in Digital Personal Loan (DPL) software maintained for Manappuram Finance Limited (MAFIL) holding company. The fraud was perpetrated by a former employee who misused legitimate software access rights granted for maintenance and support functions.

The fraudulent activities resulted in unauthorized disbursements amounting to ₹19.78 crores through MAFIL's system. Upon discovery, the Company took immediate action including filing a police complaint (FIR No 693/2024), engaging KPMG for forensic investigation, and implementing enhanced security measures. The accused employee was arrested, subsequently terminated from service, and criminal proceedings are ongoing.

The matter was reported by the Statutory Auditors to the Ministry of Corporate Affairs (MCA) on 13th November 2024. Pursuant to this, the Company received a notice dated 13th November 2024 under Section 206(1) of the Companies Act, 2013 from the Registrar of Companies, Kerala & Lakshadweep, directing the Company to furnish detailed information and explanations pertaining to the fraud reported. In compliance with the said notice, the Company submitted a comprehensive report to the Registrar of Companies, Kerala & Lakshadweep on 25th November 2024.

Based on legal opinions obtained from M/s Cyril Amarchand Mangaldas and Senior Advocate Mr. K.R. Poulse, and after considering the contractual obligations and findings from the internal investigation, the Company has recognized a provision of ₹19.78 crores in its financial statements for the quarter ended June 30, 2024, in respect of the claim raised by Manappuram Finance Limited (MAFIL). Subsequently, the Company executed a Settlement Agreement on November 5, 2024, to amicably resolve and settle the said claims.

As part of its corrective actions, the Company has implemented strengthened access controls, multi-factor authentication, a robust maker-checker system, and real-time monitoring mechanisms to mitigate the risk of recurrence. Efforts are also underway to pursue legal recovery from the accused individual.

The Company remains fully committed to maintaining the highest standards of internal control, corporate governance, and regulatory compliance.

21. COST AUDITORS:

The company is not required to appoint a Cost Auditor pursuant to the provisions of the Companies Act, 2013.

22. SECRETARIAL AUDIT:

The provisions of section 204 and Rule 9 of the companies (Appointment and Remuneration personnel) Rules, 2014 are not applicable to the company.

23. INTERNAL AUDIT

The Company has appointed M/s Deloitte as Internal Auditors of the Company from financial year 2022-2023. The internal audit function is regularly carried out in the Company and the reports are submitted to the Audit Committee and also forwarded to the Board of Directors of the Company. The Company has the internal financial control system commensurate with the size of the company.

24. REPORT ON CORPORATE GOVERNANCE

Your Company has been practicing principle of good Corporate Governance right from its inception. The endeavor of the Company is not only to comply with the regulatory requirements but also practice good Corporate Governance that lays strong emphasis on integrity, transparency and overall accountability.

As per the Companies Act, 2013 the Company is not required to constitute Audit Committee, Nomination & Remuneration Committee, Stakeholders Relationship Committee and Corporate Social Responsibility Committee. However, as part of best practice, the company has voluntarily formed Audit Committee and Nomination and Remuneration Committee.

The Composition of Audit Committee is as follows:-

Name	Designation
CA A K Mohanan	Chairman
V P Nandakumar	Member
Sreedharan Radhakrishnan Nair	Member

The Composition of Nomination and Remuneration Committee is as follows:-

Name	Designation
Sreedharan Radhakrishnan Nair	Chairman
V P Nandakumar	Member
CA A K Mohanan	Member

Disclosure required under Schedule V of the Companies Act, 2013

i. Mr. Deepkumar K R, Managing Director of the Company, has been paid an annual CTC of Rs. 70,00,000/- as per the rules of the Company and within the limits set out in the provisions of Section II of Part II of Schedule V to the Companies Act, 2013. He is also eligible for a commission upto INR 30 Lakhs subject to approvals from the Nomination and Remuneration Committee

ii. Details of Remuneration of Mr. Deepkumar K R, Managing Director:

- a. Annual CTC – INR 70 Lakhs
- b. The re-appointment was made w.e.f December 12, 2024, for a period of 3 years.
- c. The Company has not introduced any stock option plan

The Company has not paid remuneration to any other director during the year except for sitting fees.

iii. During the year 2024 – 2025, the Nomination and Remuneration Committee has recommended a commission of INR 15,00,000/- to the Managing Director.

iv. During the year 2024 – 2025, the Nomination and Remuneration Committee has recommended a commission of INR 38,00,000/- to the Independent Directors of the Company. The details are as follows:-

No	Name of the Director	Amount (INR)
1	A K Mohanan	Rs. 16,00,000/-
2	Sreedharan Radhakrishnan Nair	Rs. 12,00,000/-
3	T Balakrishnan	Rs. 10,00,000/-

25. DEPOSITS:

The Company has not invited/ accepted any deposits from the public during the year ended March 31, 2025. There were no unclaimed or unpaid deposits as on March 31, 2025.

The details of deposits accepted/renewed during the year under review are furnished hereunder

I. Deposits Accepted during the year	NIL
II. Remained unpaid or unclaimed as at the end of the year;	NIL
III. Whether there has been any default in repayment of deposits or payment of interest thereon during the year and if so, number of such cases and the total amount involved.	N.A
a. At the beginning of the year;	N.A
b. Maximum during the year;	N.A
c. At the end of the year;	N.A
IV. The details of deposits which are not in compliance with the requirements of Chapter.	N.A

26. DETAILS OF ADEQUACY OF INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO FINANCIAL STATEMENTS

The Board has adopted the procedures for ensuring the orderly and efficient conduct of its business, including adherence to the company's policies, the safeguarding of its assets, prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparations of reliable financial disclosures.

27. CONTRACTS AND ARRANGEMENTS WITH RELATED PARTIES

All contracts/arrangements/transactions entered by the company during the financial year with related parties were in the ordinary course of business and on an arm's length basis. The particulars of contracts or arrangements with related parties in the specified format are placed at Annexure 2.

Your Directors also draw the attention of the members to Note 34 to the financial statement which sets out related party disclosures.

The related party policy can be accessed at:

<https://macomsolutions.com/Public/RelatedPartyPolicy>

28. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS MADE UNDER SECTION 186 OF THE COMPANIES ACT, 2013:

During the year under review, the Company has not advanced any loans/ given guarantees.

29. CORPORATE SOCIAL RESPONSIBILITY POLICY:

The Company undertook Corporate Social Responsibility (CSR) activities in accordance with the Companies Act, 2013 read with the Companies (Corporate Social Responsibility Policy) Rules, 2014 (CSR Rules).

1. Brief outline of the company's CSR Policy

The CSR Policy of the Company has been formulated and adopted in terms of Section 135 of the Companies Act, 2013 and the Rules made thereunder. The Company undertook CSR activities as specified in Schedule VII to the Companies Act, 2013. The Company decided to give prominence to CSR efforts such as promotion of quality education and rural development projects etc. or such activities specified in Schedule VII of the Companies Act, 2013.

The CSR policy can be accessed at -

<https://macomsolutions.com/Public/CSRPolicy>

2. The Composition of the CSR Committee

The Board had voluntarily constituted a CSR Committee with Mr. T Balakrishnan (Independent Director) as Chairman, Mr. S R Nair (Independent Director) and CA A K Mohanan (Independent Director) as members.

3. CSR obligation – FY 2024-25

(in lakhs)

a) Average net profit of the company u/s 135(5)	554.39/-
(b) Two percent of average net profit of the company u/s 135(5)	11.08/-
c) Surplus arising out of the CSR Projects or programmes or activities of the previous financial years	Nil
d) Amount required to be set-off for the financial year, if any	Nil
e) Total CSR obligation for the Financial Year 2024 - 25 [(b)+(c)-(d)]	11.08/-

4. Amount spent on CSR: FY 2024-25

(in lakhs)

(a) Amount spent on CSR Projects (Ongoing Project & other than Ongoing Project) - Promotion of quality education and rural development projects	11.08/-
(b) Amount spent in administrative overheads	Nil
(c) Amount spent on Impact Assessment, if applicable	Nil
(d) Total amount spent for the Financial Year [(a)+(b)+(c)]	11.08/-
(e) Details of Unspent CSR amount during the Financial Year, if any	Nil
(f) Details of Unspent CSR amount for the preceding three Financial Years	Nil

5. Details of CSR amount spent on projects for the financial year:

Sl. No	Description	Segment under Schedule VII	Budget	Actual Spent	Balance if any
1.	Supporting various educational institutions and students etc	Promotion of Quality education	4,50,000/-	4,50,000/-	Nil
2.	Community developments programs/Housing projects support etc	Rural development projects	6,58,000/-	6,58,000/-	Nil
	Total		11,08,800/-	11,08,800	Nil

30. DETAILS OF SIGNIFICANT AND MATERIAL ORDERS PASSED BY REGULATORS OR COURTS OR TRIBUNAL:

There are no significant and material orders passed by the regulators or courts or tribunals impacting the going concern status and company's operation in future.

31. DISCLOSURE IN RESPECT OF VOTING RIGHTS NOT EXERCISED DIRECTLY BY THE EMPLOYEES IN RESPECT OF SHARES TO WHICH THE SCHEME RELATES:

There was no purchase by Company or giving of loans by it for purchase of its shares during the period under review.

32. STATEMENT INDICATING THE MANNER IN WHICH FORMAL ANNUAL EVALUATION HAS BEEN MADE BY THE BOARD OF ITS OWN PERFORMANCE, ITS DIRECTORS AND THAT OF ITS COMMITTEES:

The board of directors has carried out an annual evaluation of its own performance, board committees and individual directors pursuant to the provisions of the Companies Act, 2013.

The board reviewed the performance of the individual director on the basis of the criteria various factors such as attendance, level of participation, contribution to the meetings and its decision making, continuity on the board.

The performance of the board was evaluated by the board after seeking inputs from all the directors on the basis of the criteria such as the board composition and structure, effectiveness of board processes, information and functioning, etc. The performance of the committees was evaluated by the board after seeking

inputs from the committee members on the basis of the criteria such as the composition of committees, effectiveness of committee meetings, etc.

33. DISCLOSURE ON ESTABLISHMENT OF A VIGIL MECHANISM

The Company is not required to statutorily maintain a whistle blower policy but has voluntarily adopted an Internal mechanism of Whistle Blower pursuant to which employees of the Company can raise their concerns relating to fraud, malpractice or any other activity or event which is against the interest of the Company.

34. COMPLIANCE WITH SECRETARIAL STANDARD:

The Directors have devised proper systems to ensure compliance with the provisions of all applicable Secretarial Standards and that such systems are adequate and operating effectively.

35. DECLARATION BY INDEPENDENT DIRECTOR UNDER SECTION 149 (6)

The provisions of Section 149(4) relating to the appointment of Independent Directors are not applicable to the Company. However, as a part of good corporate governance Company has appointed 3 Independent Directors under Section 149(4) and Rule 4 of the Companies (Appointment and Qualification of Directors) Rules, 2014 and declaration have been obtained at the beginning of F.Y. 2024-25.

36. ACKNOWLEDGEMENT

Your Directors acknowledge the dedicated service rendered by the Employees of the Company at all levels. The Directors also acknowledge the support and co-operation received especially from Shareholders, Investors, Customers, Well-wishers and all Authorities and Institutions.

For and on behalf of the Board of Directors



V P Nandakumar

**Chairman
(DIN: 00044512)**

Thrissur
May 02, 2025

ANNEXURE - I

Form No. MGT-9

EXTRACT OF ANNUAL RETURN

As on the financial year ended on **March 31, 2025**

[Pursuant to section 92(3) of the Companies Act, 2013 and Rule 12(1) of the Companies (Management and Administration) Rules, 2014]

I. REGISTRATION AND OTHER DETAILS:

- i) CIN: U72200KL2000PLC013966
- ii) Registration Date: June 01, 2000
- iii) Name of the Company: Manappuram Comptech & Consultants Limited
- iv) Category / Sub-Category of the Company: Public Company having share capital
- v) Address of the registered office and contact details:
4/647, 3rd Floor, Manappuram
House(Old Building), Valapad, Thrissur,
Kerala 680567
- vi) Whether listed company : No
- vii) Name, Address and Contact details of Registrar and Transfer Agent, if any:

MUFG Intime India Private Limited
"Surya" 35, Mayflower Avenue
Behind Senthil Nagar
Sowripalayam Road
Coimbatore 641028
Phone: 0422 4958995, 2539835/ 36
(For demat segment)

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY.

All the business activities contributing 10% or more of the total turnover of the Company shall be stated:-

Sl. No.	Name and Description of main Products/ Services	NIC Code of the Product/ Service	% total turnover of the Company
1.	Computer Programming, Consultancy and Related Activities	620	98
2.	Accounting, bookkeeping and auditing activities; tax consultancy	692	2

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

S. NO	NAME AND ADDRESS OF THE COMPANY	CIN/GLN	HOLDING/ SUBSIDIARY/AS SOCIATE	% of shares held	Applicable Section
1.	Manappuram Finance Limited, W-4/638A(new) MANAPPURAM HOUSE VALAPAD Thrissur KL 680567 IN	L65910KL1992 PLC006623	HOLDING COMPANY	99.81%	2 (46)

IV. SHAREHOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)

i) Category-wise Share Holding

[illegible]

nominal share capital in excess of Rs. 1 lakh.									
c) Others (specify)	-	-	-	-	-	-	-	-	-
Directors & their Relatives	-	-	-	-	-	-	-	-	-
Non Resident Indians	-	-	-	-	-	-	-	-	-
Sub-Total (B)(2)	-	1000	1000	0.19%	-	1000	1000	0.19%	-
Total Public									
Shareholding (B)= (B)(1)+(B)(2)	-	1000	1000	0.19%	-	1000	1000	0.19%	-
C. Shares held by Custodian for GDRs & ADRs									
GRAND TOTAL (A)+(B)+(C)	526000	1000	527000	100	526000	1000	527000	100	-

(ii) Shareholding of Promoters

Shareholders Name	No. of Shares held at the beginning of the year (01.04.2024)			No. of Shares held at the end of the year (31.03.2025)			% of change during the year
	No. of shares	% of total shares of the company	% of Shares pledged / encumbered to total shares	No. of shares	% of total shares of the company	% of Shares pledged / encumbered to total shares	
Manappuram Finance Limited	526000	99.81	-	526000	99.81	-	-
V P Nandakumar	-	-	-	-	-	-	-
Sushama Nandakumar	-	-	-			-	-
TOTAL	526000	99.81	-	526000	99.81	-	-

(iii) Change in Promoters' Shareholding

Sl. No.	Shareholders Name	Shareholding at the beginning of the year April 1, 2024		Date	Date wise Increase/ Decrease in Promoters Shareholding during the year	Reasons for increase /decrease	Cumulative Shareholding during the year. March 31, 2025	
		No. of shares	% of total shares of the Company				No. of shares	% of total shares of the company.
1	V P NANDAKUMAR	-	-	-	-	-	-	-
2	MANAPPURAM FINANCE LIMITED	526000	99.81	-	-	-	526000	99.81
3.	SUSHAMA NANDAKUMAR	-	-	-	-	-	-	-

(iv) Shareholding Pattern of Top Ten Shareholders

(Other than Directors, Promoters and Holders of GDRs and ADRs)

Sl. No.	Shareholders Name	Shareholding at the beginning of the year April 1, 2024		Date	Date wise Increase / Decrease in Shareholding during the year	Reasons for increase /decrease	Cumulative Shareholding during the year. March 31, 2025	
		No. of shares	% of total shares of the Company				No. of shares	% of total shares of the company.
1	Jayasankar S	1000	0.19	-	-		1000	0.19
2	V P Nandakumar*							
3	Sushama Nandakumar*							
4	B N Raveendra Babu*#							
5	Sumitha Nandan Jayasankar*							
6	Suhas Nandan*							
7	Nini Raj*							

*1 shares held in each of their name on behalf of Parent Company

Dated 30.05.2024 beneficial ownership of 1 share was transferred back to Manappuram Finance Ltd.

(v) Shareholding of Directors and Key Managerial Personnel:

Sl. No.	Name of Director/KMP	Shareholding at the beginning of the year April 1, 2024		Date	Date wise Increase/ Decrease in Promoters Shareholding during the year	Reasons for increase /decrease	Cumulative Shareholding during the year. March 31, 2025	
		No. of shares	% of total shares of the Company				No. of shares	% of total shares of the company.
1	V P NANDAKUMAR	-	-	-	-	-	-	-
2	SUSHAMA NANDAKUMAR	-	-	-	-	-	-	-
3	S R NAIR	-	-	-	-	-	-	-
4	DEEPKUMAR K R	-	-	-	-	-	-	-

5	CA AK MOHANAN	-	-	-	-	-	-	-
6	T BALAKRISHNAN	-	-	-	-	-	-	-
7	BHAVIN VENUGOPAL	-	-	-	-	-	-	-
8	NITHIN MOHAN	-	-	-	-	-	-	-
9	SHANTO PAUL	-	-	-	-	-	-	-

V.INDEBTEDNESS

Indebtedness of the Company including interest outstanding/accrued but not due for payment

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year:				
i)Principal Amount	-	-	-	-
ii)Interest due but not paid	-	-	-	-
iii)Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	-	-	-	-
Change in Indebtedness during the financial year	-	-	-	-
· Addition	-	-	-	-
· Reduction	-	-	-	-
Net Change	-	-	-	-
Indebtedness at the end of the financial year:	-	-	-	-
i)Principal Amount	-	-	-	-
ii)interest due but not paid	-	-	-	-
iii)interest accrued but not due	-	-	-	-
Total (i+ii+iii)	-	-	-	-

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

A. Remuneration to Managing Director, Whole-time Directors and/or Manager:

Sl. no.	Particulars of Remuneration*	Deepkumar K R
1	Gross salary (a)Salary as per provisions contained in section17(1) of the Income-tax Act, 1961 (b)Value of perquisites u/s 17(2) Income-tax Act, 1961 (c)Profits in lieu of salary under section 17(3) Income- tax Act,1961	66,91,688/- Nil Nil
2	Stock Option	Nil
3	Sweat Equity	Nil

4	Commission - as % of profit - others, specify....	15,00,000/- Nil Nil
5	Others, please specify	Nil
	Total (A)	81,91,688/-
	Ceiling as per the Act: The remuneration paid to MD is within the limits prescribed by Schedule V of the Companies Act, 2013	

**The figures mentioned are CTC*

B. Remuneration to other directors:

Sl. no.	Name of Directors	Particulars of Remuneration			Total Amount
		Fee for attending board/ committee meetings	Commission	Others, please specify	
1	Independent Directors:				
	Mr. Sreedharan Radhakrishnan Nair	2,80,000/-	12,00,000/-	-	14,80,000/-
	CA A K Mohanan	2,55,000/-	16,00,000/-	-	18,55,000/-
	Mr. T Balakrishnan (Appointed w.e.f 18/05/2024)	1,60,000/-	10,00,000/-	-	11,60,000/-
	Total (1)	6,95,000/-	38,00,000/-		44,95,000/-
2	Other Non- Executive Directors:				
	Mr. V P Nandakumar	-	-	-	-
	Ms. Sushama Nandakumar	1,50,000/-	-	-	1,50,000/-
	Total (2)	1,50,000/-	-	-	1,50,000/-

C. REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/ MANAGER/ WTD

Sl. no.	Particulars of Remuneration*			
		CFO	Company Secretary	Total
1.	Gross salary (a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961 (b) Value of perquisites u/s 17(2) Income- Tax Act, 1961 (c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961	Mr. Bhavin Venugopal – 4,83,829/- Mr. Shanto Paul- 24,72,370/-	23,24,513/-	52,80,712/-

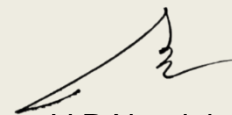
2.	Stock Option	NIL	NIL	NIL
3.	Sweat Equity	NIL	NIL	NIL
4.	Commission - as % of profit - others, specify...	NIL	NIL	NIL
5.	Others, please specify	NIL	NIL	NIL
	Total	29,56,199/-	23,24,513/-	52,80,712/-

*The figures mentioned are CTC

VII. PENALTIES / PUNISHMENT / COMPOUNDING OF OFFENCES:

Type	Section of the Companies Act	Brief Description	Details of Penalty / Punishment / Compounding fees imposed	Authority (RD/NCLT/ COURT)	Appeal made, if any (give Details)
A. COMPANY					
Penalty					
Punishment					
Compounding					
B. DIRECTORS					
Penalty					
Punishment					
Compounding					
C. OTHER OFFICERS IN DEFAULT					
Penalty					
Punishment					
Compounding					

For and on behalf of the Board of Directors



V P Nandakumar
Chairman
(DIN: 00044512)

Date: May 02, 2025

Note:-

- 1. For the purpose of filling this disclosure the shareholding of Manappuram Finance Limited is counted in full including nominee share holders.*
- 2. Mr V P Nandakumar, Mrs Sushama Nandakumar, Mrs Sumitha Nandan Jayasankar, Mr Suhas Nandan and Mrs Nini Raj holds 1 share on behalf of Manappuram Finance Limited.*
- 3. Mr B N Raveendra Babu transferred the share to Manappuram Finance Ltd on 30.05.2024.*

ANNEXURE - II

FORM NO. AOC -2

(Pursuant to clause (h) of sub-section (3) of Section 134 of the Companies Act, 2013 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 transactions not at Arm’s length basis.

SL. No.	Particulars	Details
(a)	Name (s) of the related party & nature of relationship	NA
(b)	Nature of contracts/arrangements/transaction	NA
(c)	Duration of the contracts/arrangements/transaction	NA
(d)	Salient terms of the contracts or arrangements or transaction including the value, if any	NA
(e)	Justification for entering into such contracts or arrangements or transactions’	NA
(f)	Date of approval by the Board	NA
(g)	Amount paid as advances, if any	NA
(h)	Date on which the special resolution was passed in General meeting as required under first proviso to section 188	NA

2. Details of contracts or arrangements or transactions at Arm’s length basis.**

NAME OF THE PARTY	NATURE OF RELATIONSHIP	NATURE OF CONTRACT	DURATION OF CONTRACTS	SALIENT TERMS/PURPOSE OF CONTRACT	DATE OF APPROVAL BY BOARD	AMOUNT PAID AS ADVANCE
ASIRVAD MICROFINANCE LIMITED	Sec 2(76)(v)	Software Sale Agreements	As per Table I	As per Table I	As per Table I	As per Table I
		Cloud Infrastructure Support	Upto 31st March 2025	Cloud Infrastructure Support Services.	30-10-20	NIL
		Tri -Partiate Software Escrow Arrangement	Perpetual Agreement which continue to be in force unless otherwise terminated	Agreement to transfer software source codes to Escrowtech India Private Limited.	08-08-24	NIL
MABEN NIDHI LIMITED	Sec 2(76)(v)	Master Service Agreement	Perpetual Agreement for an initial period of 5 years and continues unless otherwise terminated	Master Service Agreement for various IT Service/other consultancy services.	04-11-22	NIL
		Service Agreements	Perpetual Agreement valid unless otherwise terminated	Support Services for End Point Security Solution	04-11-23	NIL

MACARE DENTALCARE PRIVATE LIMITED	Sec 2(76)(v)	Master Service Agreement	Perpetual Agreement for an initial period of 5 years and continues unless otherwise terminated	Master Service Agreement for various IT Service/other consultancy services.	04-11-22	NIL
MANAPPURAM AGRO FARMS LIMITED	Sec 2(76)(v)	Master Service Agreement	Perpetual Agreement for an initial period of 5 years and continues unless otherwise terminated	Master Service Agreement for various IT Service/other consultancy services.	04-11-22	NIL
		Service Agreements	Perpetual Agreement valid unless otherwise terminated	Support Services for End Point Security Solution	04-08-23	NIL
MANPPURAM ASSET FINANCE LIMITED	Sec 2(76)(v)	Master Service Agreement	Perpetual Agreement for an initial period of 5 years and continues unless otherwise terminated	Master Service Agreement for various IT Service/other consultancy services.	04-11-22	NIL
		Service Agreements	Perpetual Agreement valid unless otherwise terminated	Support Services for End Point Security Solution	04-08-23	NIL
MANAPURAM CHITS (INDIA) LIMITED	Sec 2(76)(v)	Master Service Agreement	Perpetual Agreement for an initial period of 5 years and continues unless otherwise terminated	Master Service Agreement for various IT Service/other consultancy services.	04-11-22	NIL
MANAPPURAM CHITS KARNATAKA PRIVATE LIMITED	Sec 2(76)(v)	Master Service Agreement	Perpetual Agreement for an initial period of 5 years and continues unless otherwise terminated	Master Service Agreement for various IT Service/other consultancy services.	04-11-22	NIL
		Service Agreements	Perpetual Agreement valid unless otherwise terminated	Support Services for End Point Security Solution	04-08-23	NIL
MANAPPURAM CONSTRUCTION AND CONSULTANTS LIMITED	Sec 2(76)(v)	Software Sale Agreements	Agreement for an initial period of 3 years which continue to be in renewed for 1 year automatically unless otherwise terminated	Agreement to use Paperless Office Module - IT Software	10-05-22	NIL
		Service Agreements	Agreement for an initial period of 5 years which continue to be in renewed for 1 year automatically unless otherwise terminated	Agreement to support activation of Mail Services IT Software	13-05-20	NIL
		Taxation Service	Perpetual Agreement which continue to be in force unless otherwise terminated	Taxation Consultancy Support Services.	03-08-19	NIL
MANAPPURAM FINANCE LIMITED	Holding Company	Software Sale Agreements	As per Table II	As per Table II	As per Table II	As per Table II
		Cloud Infrastructure Support	Upto 31st May 2025	Cloud Infrastructure Support Services.	27-01-21	NIL
		Rental Premises	10 years from February 2022.	Lease agreement to avail office Kurishuppali	07-02-22	NIL

		Rental Premises	10years from August 2020	Lease agreement to avail office Head Office.	25-07-20	NIL
		Availing MADU digital learning platform	Perpetual Agreement which continue to be in force unless otherwise terminated	Digital Platform for providing training facilities to the employees.	25-07-20	NIL
		Software Escrow Arrangment	Perpetual Agreement which continue to be in force unless otherwise terminated	Agreement to transfer software source codes to Escrowtech India Private Limited.	08-08-24	NIL
		Settlement Agreement	Upto Q2 FY 2027-2028 and subject to terms aof the agreement.	Settlement Agreement entered for the reimbursement of INR 19.78 Crores.	07-02-25	NIL
MANAPPURAM FOUNDATION	Charitable Trust controlled by Director who is a trustee in the Trust	Software Sale Agreements	As per Table III	As per Table III	As per Table III	As per Table III
		Taxation Service	Perpetual Agreement which continue to be in force unless otherwise terminated	Taxation Consultancy Support Services.	18-05-18	NIL
		Vaccination of Employees	Not applicable.	Covid Vaccination to employees	29-07-21	NIL
MANAPPURAM HEALTHCARE LIMITED	Sec 2(76)(v)	Master Service Agreement	Perpetual Agreement for an initial period of 5 years and continues unless otherwise terminated	Master Service Agreement for various IT Service/other consultancy services.	04-11-22	NIL
		Vaccination of Employees	Not applicable.	Covid Vaccination to employees	29-07-21	NIL
		Service Agreements	Perpetual Agreement valid unless otherwise terminated	Support Services for End Point Security Solution	04-08-23	NIL
MANAPPURAM INSURANCE BROKERS LIMITED	Sec 2(76)(v)	Software as a Service agreement	Perpetual Agreement that continues unless otherwise terminated	Software support service.	27-08-12	Refundable Security Deposit of INR 1,00,000/-
		Service Agreements	Perpetual Agreement valid unless otherwise terminated	Support Services for End Point Security Solution	04-11-23	NIL
MANAPPURAM JEWELLERS LIMITED	Sec 2(76)(v)	Master Service Agreement	Perpetual Agreement for an initial period of 5 years and continues unless otherwise terminated	Master Service Agreement for various IT Service/other consultancy services.	04-11-22	NIL
Manappuram Travels (Proprietorship of Mr. V P Nandakumar)	Sec 2(76)(v)	Master Service Agreement	Perpetual Agreement for an initial period of 5 years and continues unless otherwise terminated	Master Service Agreement for various IT Service/other consultancy services.	04-11-22	NIL
Mukundapuram Educational Society	Enity controlled by Charitable Trust controlled by Director who is a trustee in the Trust	Taxation Service	Effective from 01.04.2017 unless otherwise terminated	Taxation Consultancy Support Services.	27-05-17	NIL

MANAPPURAM HOME FINANCE LIMITED	Sec 2(76)(v)	Master Service Agreement	Perpetual Agreement for an initial period of 3 years and continues unless otherwise terminated	Master Service Agreement for various IT Service/other support services	18-05-24	NIL
		Tri -Partiate Software Escrow Arrangment	Perpetual Agreement which continue to be in force unless otherwise terminated	Agreement to transfer software source codes to Escrowtech India Private Limited.	08-08-24	NIL
MAFIN Enterprises (Proprietorship of Mr. V P Nandakumar)	Sec 2(76)(v)	Master Service Agreement	Perpetual Agreement for an initial period of 5 years and continues unless otherwise terminated	Master Service Agreement for various IT Service/other consultancy services.	04-11-22	NIL

TABLE - I Details of Agreement with Asirvad Microfinance Limited					
No	Nature of Agreement	Duration of Contract	Purpose of Contract	Date of Approval by Board	Amount Paid as advance.
1	Software Sale Agreement	Perpetual Agreement valid unless otherwise terminated	Software Sale and support of IT Product 'JUS SUIT'.	03-08-19	NIL
2	Software Sale Agreement	Perpetual Agreement valid unless otherwise terminated	Software Sale and support of IT Product 'Paperless Module'.	13-05-20	NIL
3	Software Sale Agreement	Perpetual Agreement valid unless otherwise terminated	Software Sale and support of IT Product 'Microfinance, Insurance Management and Product Management Module'.	30-10-20	NIL
4	Software Sale Agreement	Perpetual Agreement valid unless otherwise terminated	Software Sale and support of IT Product 'Audit Module'.	29-07-21	NIL
5	Software Sale Agreement	Perpetual Agreement valid unless otherwise terminated	Software Sale and support of IT Product 'HRM Module'.	29-07-21	NIL
6	Software Sale Agreement	Perpetual Agreement valid unless otherwise terminated	Software Sale and support of IT Product 'Analytical Module'.	29-07-21	NIL
7	Software Sale Agreement	Perpetual Agreement valid unless otherwise terminated	Software Sale and support of IT Product 'Gold Loan Module'.	29-07-21	NIL
8	Software Sale Agreement	Perpetual Agreement valid unless otherwise terminated	MSME MODULE	29-07-21	NIL
9	Software Sale Agreement	Perpetual Agreement valid unless otherwise terminated	Software Sale and support of IT Product 'Treasury Management Module'.	07-02-22	NIL
10	Software Sale Agreement	Perpetual Agreement valid unless otherwise terminated	Software Sale and support of IT Product 'Rent Module'.	07-02-22	NIL
11	Software Sale Agreement	Perpetual Agreement valid unless otherwise terminated	Software Sale and support of IT Product 'Purchase Module'.	10-05-22	NIL
12	Software Sale Agreement	Perpetual Agreement valid unless otherwise terminated	Software Sale and support of IT Product 'Accounts Module'.	10-05-22	NIL
13	Service Agreement	Perpetual Agreement valid unless otherwise terminated	Master Agreement for SLA conditions	10-05-22	NIL
14	Agreement for Service Levels and Penalty Implementation for Breach of Service Levels	Perpetual Agreement valid unless otherwise terminated	Agreement for Service Level and Penalty Implementation.	08-08-24	NIL
15	Master Service Agreement	Agreement for a period of 5 year and shall be automatically renewed for further period of 1 year and shall continue unless otherwise terminated.	Master Service Agreement for consolidating all existing agreements.	02-05-25	NIL

TABLE - II Details of Agreement with Manappuram Finance Limited					
No	Nature of Agreement	Duration of Contract	Purpose of Contract	Date of Approval by Board	Amount Paid as advance.
1	Software Sale Agreement	Perpetual Agreement valid unless otherwise terminated	Software Sale and support of IT Product 'Accounts Module'.	27-05-17	NIL
2	Software Sale Agreement	Perpetual Agreement valid unless otherwise terminated	Software Sale and support of IT Product 'JUS SUIT'.	13-12-18	NIL
3	Software Sale Agreement	Perpetual Agreement valid unless otherwise terminated	Software Sale and support of IT Product 'OGL E Service Portal'.	29-10-19	NIL
4	Software Sale Agreement	Perpetual Agreement valid unless otherwise terminated	Software Sale and support of IT Product 'Vehicle Management Module'.	29-10-19	NIL
5	Software Sale Agreement	Perpetual Agreement valid unless otherwise terminated	Software Sale and support of IT Product 'Digital Personal Loan'.	29-10-19	NIL
6	Software Sale Agreement	Perpetual Agreement valid unless otherwise terminated	Software Sale and support of IT Product 'Trade Advance'.	29-10-19	NIL
7	Software Sale Agreement	Perpetual Agreement valid unless otherwise terminated	Software Sale and support of IT Product 'Auto Disbursement'.	29-10-19	NIL
8	Software Sale Agreement	Perpetual Agreement valid unless otherwise terminated	Software Sale and support of IT Product 'Corporate Loan'.	29-10-19	NIL
9	Software Sale Agreement	Perpetual Agreement valid unless otherwise terminated	Software Sale and support of IT Product ' Auction Module'.	25-01-20	NIL
10	Software Sale Agreement	Perpetual Agreement valid unless otherwise terminated	Software Sale and support of IT Product ' DSA Incentive'.	25-01-20	NIL
11	Software Sale Agreement	Perpetual Agreement valid unless otherwise terminated	Software Sale and support of IT Product 'EMI Collection App'.	13-05-20	NIL
12	Software Sale Agreement	Perpetual Agreement valid unless otherwise terminated	Software Sale and support of IT Product 'CKYC Upload'.	13-05-20	NIL
13	Software Sale Agreement	Perpetual Agreement valid unless otherwise terminated	Software Sale and support of IT Product 'Incentive Module for Two Wheeler'.	13-05-20	NIL
14	Software Sale Agreement	Perpetual Agreement valid unless otherwise terminated	Software Sale and support of IT Product 'Incentive Module for Four Wheeler'.	13-05-20	NIL
15	Software Sale Agreement	Perpetual Agreement valid unless otherwise terminated	Software Sale and support of IT Product 'LMS for Two Wheeler'.	13-05-20	NIL
16	Software Sale Agreement	Perpetual Agreement valid unless otherwise terminated	Software Sale and support of IT Product 'Customer Pay App'.	30-10-20	NIL
17	Software Sale Agreement	Perpetual Agreement valid unless otherwise terminated	Software Sale and support of IT Product 'File Movement System'.	30-10-20	NIL
18	Software Sale Agreement	Perpetual Agreement valid unless otherwise terminated	Software Sale and support of IT Product 'Internal Audit Managemet System' for CV Division.	29-07-21	NIL
19	Software Sale Agreement	Perpetual Agreement valid unless otherwise terminated	Software Sale and support of IT Product 'Incentive Automation System'.	04-08-23	NIL
20	Software Sale Agreement	Perpetual Agreement valid unless otherwise terminated	Software Sale and support of IT Product 'Dealer On-Boarding'.	04-08-23	NIL
21	Service Support Agreement	Perpetual Agreement valid unless otherwise terminated	Service support of 'Application Migration to OCI'.	04-08-23	NIL

22	SLA Agreement	Perpetual Agreement valid unless otherwise terminated	Agreement for implementing Penal Provisions for delayed customizations and Helpdesk tickets	02-02-24	NA
23	Service Support Agreement	Perpetual Agreement valid unless otherwise terminated	Service support of 'Credit Monitoring Solutions of Vehicle Finance Division.'.	08-08-24	NIL
24	Service Support Agreement	Agreement for a period of 1 year and shall be automatically renewed for further period of 1 year and shall continue unless otherwise terminated.	Service support of 'Release Management and Monitoring Services'	08-08-24	NIL

TABLE - III Details of Agreement with Manappuram Foundation					
No	Nature of Agreement	Duration of Contract	Purpose of Contract	Date of Approval by Board	Amount Paid as advance.
1	Service Agreement	Perpetual Agreement valid unless otherwise terminated	IT Support Agreement	27-01-17	Refundable Security Deposit of INR 6,00,000/-
2	Service Agreement	Perpetual Agreement valid unless otherwise terminated	Taxation Support Service	18-01-18	NIL
3	Software Sale Agreement	Perpetual Agreement valid unless otherwise terminated	Software Sale and support of Paperless Module '.	13-05-20	NIL
4	Software Sale Agreement	Perpetual Agreement valid unless otherwise terminated	Software Sale and support of Call Centre Solution '.	25-10-21	NIL
5	Software Sale Agreement	Perpetual Agreement valid unless otherwise terminated	Software Sale and support of Ambulance Management System '.	25-10-21	NIL
6	Software Sale Agreement	Perpetual Agreement valid unless otherwise terminated	Software Sale and support of Fee Collection Module '.	07-02-22	NIL
7	Software Sale Agreement	Perpetual Agreement valid unless otherwise terminated	Software Sale and support of IT Product 'Vigilance Module'.	28-01-23	NIL
8	Software Sale Agreement	Perpetual Agreement valid unless otherwise terminated	Software Sale and support of IT Product 'Aquatic Business Management Module'.	28-01-23	NIL
9	Software Sale Agreement	Perpetual Agreement valid unless otherwise terminated	Software Sale and support of IT Product 'CRF Tracker '.	05-05-23	NIL
10	Service Agreement	Perpetual Agreement valid unless otherwise terminated	Support Services for End Point Security Solution	04-08-23	NIL

Note**

- The date mentioned in this form is the date of the Board meeting at which the contract/arrangement was first approved. Dates of approval for subsequent additions or modifications to these arrangements have not been included.
- All transactions reported herein fall within the omnibus approval limits granted by the Audit Committee and/or the Board of Directors, as applicable.
- This form should be read in conjunction with other relevant disclosures in the Annual Report and financial statements

For and on behalf of the Board of Directors



V P Nandakumar
Chairman
(DIN: 00044512)