

May 14, 2025

BSE Limited

Sir Phiroze Jeejeebhoy Towers
Dalal Street, Fort,
Mumbai – 400001
Security Code: 532628

National Stock Exchange of India Limited

Exchange Plaza, 5th Floor, Plot No. C-1,
Block G, Bandra Kurla Complex,
Mumbai – 400051
Scrip code: 3IINFOLTD

Dear Sir/ Madam,

Sub: Outcome of the Board Meeting held on May 14, 2025

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR"), we hereby inform you that the Board of Directors (the "Board") of the Company at its meeting held today i.e. May 14, 2025, has *inter-alia* transacted and approved the following:

1. Approval of Audited Financial Results for financial year 2024-25

The Board has approved the Statements of Audited Financial Results (Standalone and Consolidated) of the Company for the quarter and financial year ended March 31, 2025, prepared pursuant to Regulation 33 of SEBI LODR.

Pursuant to Regulation 33 of the SEBI LODR, the Statutory Auditors of the Company, M/s. CKSP & Co LLP, Chartered Accountants, have issued an Audit Report with an unmodified opinion on the Standalone Audited Financial Results and a modified opinion on the Consolidated Audited Financial results of the Company for the financial year ended March 31, 2025.

Accordingly, we are enclosing herewith the Statements of Audited Financial Results (Standalone and Consolidated) along with the respective Audit Reports as Annexure 1. In addition, we are submitting the Declaration with respect to the Audit Report having an unmodified opinion with respect to Standalone Audited Financial Results and the Statement of Impact of Audit Qualifications with respect to Consolidated Audited Financial Results as Annexures 1A and 1B, respectively.

2. Approval for raising of funds by way of Rights Issue

The Board has approved fund raising of an amount not exceeding INR 100 Crores (Rupees Hundred Crores only), through issuing equity shares by way of Rights issue to the eligible equity shareholders of the Company as on Record date (to be notified subsequently within due course), in accordance with applicable laws, including the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended,

SEBI LODR, along with relevant circulars issued by the SEBI and the Companies Act, 2013. ("Rights Issue").

The Board approved the constitution of a Rights Issue Committee to proceed with the Rights Issue. The Committee shall be empowered, inter alia, to determine and approve various terms and conditions of the Rights Issue, including but not limited to the approval of the Draft Letter of Offer (DLOF), fixation of the record date, determination of the rights issue price and the rights entitlement ratio, finalization of the timing and terms of payment, and appointment of intermediaries, agencies, bankers, and other entities necessary to facilitate the Rights Issue process and handle all related matters.

Details as required under Regulation 30 of SEBI LODR read with SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024, are enclosed as Annexure 2.

3. Approval for appointment of Mr. Vinod Pahlawat as Senior Management Personnel

Based on the recommendation of Nomination and Remuneration Committee, the Board has approved appointment of Mr. Vinod Pahlawat, Chief Growth Officer as Senior Management Personnel of the Company with immediate effect.

Details as required under Regulation 30 of SEBI LODR read with SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024, are enclosed as Annexure 3.

4. Re-appointment of Secretarial Auditor

Based on the recommendation of the Audit Committee, the Board has approved re-appointment of M/s. SAP & Associates, Practising Company Secretaries, as the Secretarial Auditor of the Company for a period of five consecutive years commencing from F.Y. 2025-26 till F.Y. 2029-30, subject to approval of the shareholders of the Company at the ensuing Annual General Meeting.

Details as required under Regulation 30 of SEBI LODR read with SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024, are enclosed as Annexure 4.

5. Constitution of High-Powered Committee

The Company has earlier intimated to the stock exchanges vide letter dated January 29, 2025, that the Board of the Company is in the process of evaluation of further action including legal actions to be considered against third parties (including the former management, employees and Board of Directors of the Company), as the outcome of the forensic audit report.



3i Infotech

Based on the recommendation of the Audit Committee and legal opinion, the Board of the Company has constituted a High-Powered Committee comprising three members (two retired judges and one retired SEBI official), to review the legal opinion and to guide on the next course of action.

The Board meeting commenced at 3:40 p.m. and concluded at 8:00 p.m.

You are requested to take the aforesaid information on record.

Thanking you.

Yours faithfully,

For **3i Infotech Limited**

Varika Rastogi

Company Secretary & Compliance Officer

Encl: As Above

3i Infotech Ltd. (CIN: L67120MH1993PLC074411)

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C K S P AND CO LLP

Chartered Accountants

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Independent Auditor's Report on the Consolidated Financial Results of 3i Infotech Limited for the Year ended 31/03/2025, pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended

INDEPENDENT AUDITOR'S REPORT

To the Board of Directors of 3i Infotech Limited

Report on the Audit of the Consolidated Financial Results

1) **Qualified Opinion**

We have audited the accompanying consolidated financial results of 3i Infotech Limited (hereinafter referred to as the 'Holding Company') and its subsidiaries (Holding Company and its subsidiaries together referred to as 'the Group'), and a joint venture, for the year ended 31.03.2025 ('the consolidated financial results') attached herewith, being submitted by the Holding Company pursuant to the requirements of Regulation 33 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ('Listing Regulations'). We have initialled the consolidated financial results for identification purpose.

The consolidated financial results includes the annual financial results of the entities given in Annexure – I to this report.

In our opinion and to the best of our information and according to the explanations given to us, and based on the consideration of reports of other auditors on separate audited financial statements / financial information and management certified unaudited financial statements / financial information of subsidiaries, and a joint venture, except for the effect of the matter described in the 'Basis for Qualified Opinion' in para 2 below, the aforesaid consolidated financial results:

- a) are presented in accordance with the requirements of Regulation 33 of the Listing Regulations in this regard; and
- b) give a true and fair view in conformity with the recognition and measurement principles laid down in the applicable Indian Accounting Standards (Ind AS) and other accounting principles generally accepted in India, of the consolidated net profit and consolidated other comprehensive income and other financial information of the Group and its joint ventures for the quarter and year ended 31.03.2025.

2) **Basis for Qualified Opinion**

- a) The Statutory Auditors of 3i Infotech Holdings Private Limited (Mauritius) have drawn Qualified Opinion in their audit report dated 13/05/2025 on the standalone financial statements for the year ended 31/03/2025, which is reproduced as under:

"The Company's functional currency is Indian National Rupee while its presentation currency is US Dollar. The foreign exchange gains / losses arising on translation from functional to presentation currency, for current and previous years, have been recognized in the Statement of Profit or Loss and in Retained Earnings rather than in Other Comprehensive Income ("OCI") and Foreign Currency Translation Reserves ("FCTR"). This constitutes a departure from IAS 21. We were unable to obtain sufficient appropriate audit evidence about

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the carrying amount of FCTR and the amount that should have been recorded in OCI because management did not provide us with the relevant workings. Consequently, we were unable to determine the adjustments needed to these items.”

b) The Statutory Auditors of Nure FutureTech Private Limited have drawn Adverse Opinion in their audit report dated 13/05/2025 on the financial statements for the year ended 31/03/2025, which is reproduced as under:

- The Company's financial statements are prepared on a going concern basis, which contemplates the realization of assets and the satisfaction of obligations in the normal course of business. However, the Company is not a revenue generating entity
- The Company has made losses of Rs. 48,938.26 thousand in the current period, it's net worth is negative of Rs.87,941.72 thousand and its current liabilities exceeds its current assets as at the balance sheet date by Rs. 87,560.98 thousand. These events or conditions indicate that a material uncertainty exists that may cast significant doubt on the Company's ability to continue as a going concern.
- We are unable to obtain sufficient appropriate audit evidence regarding the recoverability of these receivables, accordingly, we are unable to determine whether any adjustments to these amounts were necessary

c) The Statutory Auditors of Nure Bharat Network Limited have drawn Adverse Opinion in their audit report dated 13/05/2025 on the financial statements for the year ended 31/03/2025, which is reproduced as under:

- The Company's financial statements are prepared on a going concern basis, which contemplates the realization of assets and the satisfaction of obligations in the normal course of business. However, the Company is not a revenue generating entity
- The Company has made losses of Rs. 23,581.14 thousand in the current period, it's net worth is negative of Rs.60,687.12 thousand and its current liabilities exceeds its current assets as at the balance sheet date by Rs. 1,902.116 thousand. These events or conditions indicate that a material uncertainty exists that may cast significant doubt on the Company's ability to continue as a going concern.
- We are unable to obtain sufficient appropriate audit evidence regarding the recoverability of these receivables, accordingly, we are unable to determine whether any adjustments to these amounts were necessary

d) The Statutory Auditors of 3i Infotech (Middle East) FZ LLC, Dubai have drawn Adverse Opinion in their audit report dated 13/05/2025 on the financial statements for the year ended 31/03/2025, which is reproduced as below:

Attention is invited to the following notes to the financial statements:

- Note 8 of the financial statement regarding dues from related parties aggregating to AED 459,767,200. We are unable to obtain sufficient appropriate audit evidence regarding the recoverability of these receivables, accordingly, we are unable to determine whether any adjustments to these amounts were necessary.
- The Company has incurred loss after tax of AED 12,757,796 for the year ended 31st March 2025 (2024: loss 10,719,730), has a negative net worth of AED 11,398,815 as on 31 March 2025 (2024: positive 1,359,343) without giving impact of dues from related parties referred in above para. Had the Company provided impact of point referred above, the net worth of the Company would have been further eroded to AED 472,524,996. These situations indicates that a material uncertainty exists that may cast significant doubt on the Company's ability to continue as a going concern.

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However, the financial statements of the Company were prepared by the management on a going concern basis of accounting. We are unable to comment on the ability of the Company to continue as a going concern.

- e) The Statutory Auditors of 3i Infotech Saudi Arabia LLC have drawn Qualified Opinion in their audit report on the financial statements for the year ended 31/03/2024, which is reproduced as below:
- The balance provision for finalised income tax assessments for 2008 to 2010 amounting to S.R. 1,002,329, withholding tax provision for 2023/24 amounting to S.R. 105,840 and withholding tax payment of S.R. 28,061 have been charged to an expense account, thereby understating the net profit before tax by S.R. 1,136,231. The mentioned income tax provision of S.R. 1,002,329 has been credited to accrued expenses instead of income tax liability, thereby overstating accrued expenses and understating income tax liability by the same value.
 - Trade receivables include unallocated/unreconciled credit balances amounting to S.R. 5,051,313.
 - We were not provided with a balance confirmation from the party mentioned in the Emphasis of Matter paragraph.
 - Accounts payable include unreconciled credit balances amounting to S.R. 762,573
- f) The Statutory Auditors of 3i Infotech Asia Pacific Pte Limited have drawn Qualified Opinion in their audit report dated 23/12/2024 on the financial statements for the year ended 31/03/2024, which is reproduced as below:
- **Loan to Related Company:** We were unable to satisfy ourselves as to recoverability of the amount included in loan to related company by the application of audit procedures. The amount stated had not been impaired. Had the amount been impaired, the amount would be written off to the profit or loss. The expenses for the year would be increased by S\$ 6,650,649 resulting in a loss of S\$ 6,650,649 for the year.
 - **Amount Due from a Subsidiary:** We draw attention to Note 13 to the financial statements. The Company has a receivable balance of S\$ 675,727 from a subsidiary named 3i Infotech (Thailand) Limited. The subsidiary has a capital deficit amounting to S\$ 2,144,430 (approximately THB 53.54 million) and current liabilities exceeded its current assets by S\$ 2,058,453 (approximately THB 57.86 million) for the year ended 31 March 2024.

We were unable to satisfy ourselves as to the recoverability of the amount by the application of audit procedures. The amount stated had not been impaired. Had the amount been impaired, the amount would be written off to the profit or loss. The expenses for the year would be increased by S\$ 675,727 resulting in a loss of S\$ 675,727 for the year.

3) Material Uncertainty Regarding Going Concern

There are certain subsidiaries wherein the component auditors have opined on material uncertainty regarding going concern. However, the financial statements of the respective subsidiaries are prepared on a going concern basis:

- a) **3i Infotech (Thailand) Limited:** I draw attention to Note 10 to the financial statements which describes the entity's deficit for the year ended 31 March 2025, amounting to Baht 46,633,469.04 and the entity's excess of the total liabilities over the total assets as at year ended amounting to Baht 36,633,469.04. Such matters or circumstances as well as other matters described on such note to financial statements express the

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significant uncertainty on the entity's ability to continue as a going concern. Our opinion is not qualified in respect of this matter.

- b) **3i Infotech (UK) Limited:** As per the audited financial statements for FY 2022-23, the current and future reduced trading has had an adverse effect on the Company's operations and cash flows. As stated in the notes 1 to the financial statements of the subsidiary, these events or conditions, along with other matters set forth in the note indicate that a material uncertainty exists that may cast significant doubt on the Company's ability to continue as a going concern.

Our report is not modified in respect of the above matters.

Emphasis of Matter

We draw attention to Note 7 to the consolidated financial results regarding all long outstanding matters. As represented by the Holding Company's management, the independent consultant has concluded the investigation and there are no further implications or adverse financial impact on the consolidated financial results. Our opinion on the consolidated financial results is not modified in respect of this matter.

Responsibilities of Management and Those Charged with Governance for the Consolidated Financial Results

These consolidated financial results have been prepared on the basis of the consolidated annual financial statements. The Holding Company's Management and Board of Directors are responsible for the preparation and presentation of these consolidated financial results that give a true and fair view of the consolidated net profit and other comprehensive income, consolidated changes in equity, consolidated cash flows and other financial information of the Group including its joint venture in accordance with the recognition and measurement principles laid down in Ind AS notified under Section 133 of the Act read with relevant rules issued thereunder and other accounting principles generally accepted in India and in compliance with Regulation 33 of the Listing Regulations. The respective Management and Board of Directors of the companies included in the Group and of its joint venture are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Group and its joint venture 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 respective financial results that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated financial results by the Management and Directors of the Holding Company, as aforesaid.

In preparing the consolidated financial results, the respective Management and Board of Directors of the companies included in the Group and of its joint venture, are responsible for assessing the ability of the respective entities to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the respective Board of Directors either intends to liquidate the respective entities included in the Group and of its joint venture or to cease operations, or has no realistic alternative but to do so.

The respective Board of Directors of the companies included in the Group and of its joint venture are responsible for overseeing the financial reporting process of the Group and of its joint venture.

Auditor's Responsibilities for the Audit of the Consolidated Financial Results

Our objectives are to obtain reasonable assurance about whether the consolidated financial results as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in

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accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated financial results.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the consolidated financial results, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control;
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the Act, we are also responsible for expressing our opinion through a separate report on the complete set of consolidated financial statements on whether the companies forming part of the Group, and its joint ventures, incorporated in India have adequate internal financial controls with reference to consolidated financial statements in place and the operating effectiveness of such controls;
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Management and the Board of Directors;
- Conclude on the appropriateness of the Management and Board of Directors' 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 ability of the Group and its joint venture to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' report to the related disclosures in the consolidated financial results 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 Group and its joint venture to cease to continue as a going concern;
- Evaluate the overall presentation, structure and content of the consolidated financial results, including the disclosures, and whether the consolidated financial results represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the consolidated financial results / financial information of the entities within the Group, and its joint venture to express an opinion on the consolidated financial results. We are responsible for the direction, supervision and performance of the audit of the financial information of such entities included in the consolidated financial results of which we are the independent auditors. For the other entities included in the consolidated financial results, which have been audited by the other auditors, such other auditors remain responsible for the direction, supervision, and performance of the audits carried out by them. We remain solely responsible for our opinion.

We communicate with those charged with governance of the Holding Company and the entities included in the consolidated financial results of which we are the independent auditors, 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.

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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.

We also performed procedures in accordance with the circular issued by the Securities and Exchange Board of India under Regulation 33(8) of the Listing Regulations, as amended, to the extent applicable.

Other Matters

(a) We have audited the financial results of 2 subsidiaries included in the consolidated financial results, whose financial results which reflects total assets of Rs. 12,361.86 lakhs as at 31.03.2025, total revenue of Rs. 5,332.45 lakhs and Rs. 16,950.46 and total net profit after tax of Rs. (20.53) lakhs and Rs. 416.99 lakhs and total comprehensive income of Rs.(70.79) lakhs and Rs. 443.34 lakhs for the quarter and year ended 31.03.2025 respectively and net cash inflow amounting to Rs. 206.99 lakhs for the year ended 31.03.2025, as considered in the audited consolidated financial results.

(b) The consolidated financial results include the financial results of 8 subsidiaries, whose financial statements / financial results / financial information reflect total assets of Rs. 2,17,756.53 lakhs as at 31.03.2025, total revenue of Rs. 10,493.99 lakhs and Rs. 39,798.98 lakhs and total net profit after tax of Rs. (1,234.85) and Rs. (8,510.73) lakhs and total comprehensive income of Rs. (2,947.69) lakhs and Rs. (10,224.53) lakhs for the quarter and year ended 31.03.2025 respectively, and net cash inflow amounting to Rs. (801.65) lakhs for the year ended 31.03.2025, as considered in the audited consolidated financial results. these entities are audited by their respective auditors. The independent auditors' reports on financial statements / financial results / financial information of these entities have been furnished to us by the Holding Company's Management and our opinion on the consolidated financial results, in so far as it relates to the amounts and disclosures included in respect of these entities, is based solely on the report of such auditors and the procedures performed by us are as stated in paragraph above.

Of the entities referred to above, in respect of 5 subsidiaries, their financial statements have been prepared in accordance with accounting principles generally accepted in the respective countries of incorporation and the Holding Company's Management has converted these financial statements from accounting principles generally accepted in the respective countries to accounting principles generally accepted in India. These financial results are prepared from Ind AS converted financial statements certified by independent chartered accountants.

(c) The consolidated financial results include the financial results of 20 subsidiaries, whose financial statements / financial results / financial information reflect total assets of Rs. 9,467.74 lakhs as at 31.03.2025, total revenue of Rs. 322.75 lakhs and Rs. 4,016.04 lakhs and total net profit after tax of Rs. 183.49 lakhs and Rs. 574.44 lakhs and total comprehensive income of Rs. 109.23 lakhs and Rs. 496.29 lakhs for the quarter and year ended 31.03.2025 respectively, and net cash inflow amounting to Rs. 45.33 lakhs for the year ended 31.03.2025, as considered in the consolidated financial results. The consolidated financial results also include net profit/(loss) after tax of Rs.Nil and Rs.Nil, total comprehensive income of Rs.Nil and Rs.Nil for quarter and year ended 31.03.2025, in respect of a joint venture. The financial statements of these entities have neither been audited by us nor by their auditors. These unaudited financial statements/ financial results/ financial information have been approved and furnished to us by the Holding Company's Management and our opinion on the consolidated financial results, in so far it relates to the amounts and disclosures included in respect of these subsidiaries, and a joint venture is based solely on such unaudited financial statements / financial results / financial information.

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Of the entities referred to above, in respect of ____ subsidiaries and a joint venture, their financial results have been prepared in accordance with accounting principles generally accepted in the respective countries of incorporation and the Holding Company's Management has converted these financial results from accounting principles generally accepted in the respective countries to accounting principles generally accepted in India. In our opinion and according to the information and explanations given to us by the Board of Directors, these financial statements / financial results / financial information are not material to the Group.

- (d) The consolidated financial results include the figures for the quarter ended 31.03.2025, being the balancing figures between the audited figures in respect of the full financial year and the published unaudited year to date figures upto the third quarter of the current financial year which were subject to limited review.
- (e) The consolidated financial results include figures for the quarter and year ended 31.03.2024, which were audited by the then statutory auditors and their audit report dated 30.05.2024 expressed disclaimer of opinion.

Our opinion is not modified in respect of above matters.

For C K S P AND CO LLP

Chartered Accountants

Firm Reg. No. 131228W/W100044

DHANANAJAY
PREMCHAND
JAISWAL

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JAISWAL
Date: 2025.05.14 21:03:56
+05'30'

Dhananajay Jaiswal

Partner

M. No. 187686

UDIN - 25187686BMJGPJ7481

Place: Navi Mumbai

Date: 14/05/2025

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Annexure – I to the Independent Auditor's Report

Audited Consolidated Financial Results for the year ended 31.03.2025 includes results of the following entities:

	Holding Company
	3i Infotech Limited
Sr. No.	Subsidiaries
1.	3i Infotech Services Consultancy Limited, India
2.	3i Infotech Digital BPS Limited, India
3.	Professional Access Software Development Private Limited, India
4.	3i Infotech Inc, USA
5.	3i Infotech Holdings Private Limited, Mauritius
6.	3i Infotech (Middle East) FZ LLC, UAE
7.	3i Infotech Software Solutions LLC, UAE
8.	3i Infotech (Thailand) Limited, Thailand
9.	Versares Digital Technology Service Private Limited (formerly known as Versares BPS Private Limited) India
10.	NuRe EdgeTech Private Limited, India
11.	NuRe FutureTech Private Limited, India
12.	NuRe CampusLabs Private Limited, India
13.	3i Infotech Asia Pacific Pte Limited, Singapore
14.	3i Infotech SDN BHD, Malaysia
15.	3i Infotech Saudi Arabia LLC, Saudi Arabia
16.	3i Infotech (UK) Limited, UK
17.	3i Infotech (Africa) Limited, Kenya
18.	3i Infotech (South Africa) (Pty) Limited, South Africa
19.	3i Infotech Nigeria Limited, Nigeria
20.	3i Infotech Netherlands B.V., Netherlands
21.	3i Infotech (Canada) INC, Canada
22.	3i Infotech (Cyprus) Limited (formerly known as Black-Barret Holdings Limited), Cyprus
23.	3i Infotech (Western Europe) Group Limited, UK (dissolved w.e.f. April 1, 2025)
24.	3i Infotech (Western Europe) Holdings Limited, UK (dissolved w.e.f. April 1, 2025)
25.	Rhyme Systems Limited, UK (dissolved w.e.f. April 1, 2025)
26.	NuRe Digital SDN BHD, Malaysia
27.	NuRe MediaTech Limited, India

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28.	NuRe Bharat Network Limited, India
29.	NuRe EdgeTech INC, USA (dissolved w.e.f. December 18, 2024)
30.	NuRe Infotech Solutions Pte. Limited, Singapore
	Joint Venture
31.	Process Central Limited, Nigeria

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Independent Auditor's Report on the Standalone Financial Results of 3i Infotech Limited for the Year ended 31/03/2025, pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended

INDEPENDENT AUDITOR'S REPORT

To the Board of Directors of 3i Infotech Limited

Report on the Audit of the Standalone Financial Results

Opinion

We have audited the accompanying standalone financial results of 3i Infotech Limited ('the Company'), for the year ended 31.03.2025 ('the standalone financial results'), attached herewith, being submitted by the Company pursuant to the requirement of Regulation 33 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ('Listing Regulation'). We have initialled the standalone financial results for identification purpose.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial results:

- a) are presented in accordance with the requirements of Regulation 33 of the Listing Regulations in this regard; and
- b) give true and fair view in conformity with the recognition and measurement principles laid down in the applicable Indian Accounting Standards (Ind AS) and other accounting principles generally accepted in India, of net profit and other comprehensive income and other financial information of the Company for the year ended 31.03.2025.

Basis for Opinion

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

C K S P AND CO LLP

Chartered Accountants

(A Member Firm of 'C K S P & AFFILIATES')

Regd. Off. A-312, 3rd Floor, Royal Sands CHS Ltd, Shashtri Nagar, Andheri (West),
Mumbai – 400 053, Maharashtra, India. Email: debmalaya@ckspllp.com / kalpen@ckspllp.com

Emphasis of Matter

We draw attention to Note 8 to the standalone financial results regarding all long outstanding matters. As represented by the Company's management, the independent consultant has concluded the investigation and there are no further implications or adverse financial impact on the Company. Our opinion on the standalone financial results is not modified in respect of this matter.

Responsibilities of Management and Those Charged with Governance for the Standalone Financial Results

These standalone financial results have been prepared on the basis of the standalone annual financial statements. The Company's Management and Board of Directors are responsible for the preparation and presentation of these standalone financial results that give a true and fair view of the net profit and other comprehensive income, changes in equity, cash flows and other financial information of the Company for the year ended 31.03.2025 in accordance with the recognition and measurement principles laid down in Ind AS prescribed under Section 133 of the Act read with relevant rules issued thereunder and other accounting principles generally accepted in India and in compliance with Regulation 33 of the Listing Regulations. This responsibility also includes 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 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 that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the standalone financial results by the Board of Directors of the Company, as aforesaid.

In preparing the standalone financial results, the Management and the Board of Directors are responsible for assessing the ability of the Company to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

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

Auditor's Responsibilities for the Audit of the Standalone Financial Results

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

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

- Identify and assess the risks of material misstatement of the standalone financial results, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain

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audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the Act, we are also responsible for expressing our opinion through a separate report on the complete set of standalone financial statements on whether the company has adequate internal financial controls with reference to standalone financial statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Management and the Board of Directors.
- Conclude on the appropriateness of the Management and Board of Directors' 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 ability of the Company to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' report to the related disclosures in the standalone financial results 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 standalone financial results, including the disclosures, and whether the standalone financial results represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance of the Company 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.

Other Matters

- (a) The standalone financial results include the figures for the quarter ended 31.03.2025, being the balancing figures between the audited figures in respect of the full financial year and the published unaudited year to date figures upto the third quarter of the current financial year which were subjected to limited review.

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- (b) The standalone financial results include figures for the quarter and year ended 31.03.2024, which were audited by the then statutory auditors and they had expressed disclaimer of opinion vide their audit report dated 30.05.2024.

Our opinion is not modified in respect of above matters.

For C K S P AND CO LLP

Chartered Accountants

Firm Reg. No. 131228W/W100044

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Dhananajay Jaiswal

Partner

M. No. 187686

UDIN: 25187686BMJGPG9519

Place: Navi Mumbai

Date: 14.05.2025

CONSOLIDATED



3i Infotech

3i Infotech Limited (CIN: L67120MH1993PLC074411)

Regd. office: Tower # 5, International Infotech Park, Vashi Station Complex, Navi Mumbai 400703, Maharashtra, India.
Email: investors@3i-infotech.com Website: www.3i-infotech.com Tel No.: 022-7123 8000

Statement of Audited Consolidated Financial Results for the quarter and year ended March 31, 2025

(Rupees in Lakhs)

	Particulars	Quarter Ended			Year Ended	
		31-03-2025	31-12-2024	31-03-2024	31-03-2025	31-03-2024
		(Audited)	(Unaudited) Restated	(Audited) Restated	(Audited)	(Audited) Restated
I	Revenue from Operations					
II	Other Income	18,700	18,141	19,704	72,576	81,388
III	Total Income (I+II)	583	408	78	1,575	332
IV	Expenses	19,283	18,549	19,782	74,151	81,720
(a)	Employee benefits expense					
(b)	Cost of third party products and services	12,118	13,597	14,752	53,241	57,754
(c)	Finance costs (excluding unwinding of discount under Ind AS 109 on fair valuation of preference shares)	3,916	2,896	3,833	11,515	17,761
(d)	Depreciation and amortization expense	154	161	236	759	1,009
(e)	Other expenses	635	708	767	2,778	2,715
(f)	Loss allowance	1,652	888	2,889	5,726	9,970
	Total Expenses (IV)	-	-	2,193	-	2,193
V	Profit / (Loss) before Forex loss / (gain) and Tax (III-IV)	18,475	18,250	24,670	74,019	91,402
VI	Foreign exchange gain/(loss) (net)	808	299	(4,888)	132	(9,682)
VII	Profit / (Loss) before Tax (V+VI)	(179)	1,552	176	1,029	3,419
VIII	Exceptional Item - Expense / (Income)	629	1,851	(4,712)	1,161	(6,263)
IX	Profit / (Loss) before Tax (VII-VIII)	-	-	5,184	-	23,663
X	Tax expense	629	1,851	(9,896)	1,161	(29,926)
XI	Profit / (Loss) for the period (XI-XII)	(2,061)	125	97	(1,374)	1,431
XII	Profit/(loss) for the year from Discontinued Operations	2,690	1,726	(9,993)	2,535	(31,357)
XIII	Other Comprehensive Income	-	-	-	-	-
	A. (i) Other Comprehensive income not to be reclassified to profit and loss	(268)	92	(18)	4	(17)
	(ii) Income tax relating to items that will not be reclassified to profit and loss.	23	(9)	(34)	(4)	(36)
	B. (i) Other Comprehensive income will be reclassified to profit and loss	5	(1,705)	(163)	(1,335)	(3,537)
	(ii) Income tax relating to items that will be reclassified to profit and loss.	-	-	-	-	-
XIV	Total Comprehensive income for the period (XIII+XIV+XV)	2,450	104	(10,208)	1,200	(34,947)
	Profit for the year attributable to:					
	Equity holders of the parent	2,690	1,726	(9,993)	2,535	(31,357)
	Non-controlling interests	-	-	-	-	-
	Other comprehensive income for the year attributable to:					
	Equity holders of the parent	(240)	(1,622)	(215)	(1,335)	(3,590)
	Non-controlling interests	-	-	-	-	-
	Total comprehensive income for the year attributable to:					
	Equity holders of the parent	2,450	104	(10,208)	1,200	(34,947)
	Non-controlling interests	-	-	-	-	-
XV	Paid-up equity share capital (Face value of Rs.10 per share)	16,963	16,955	16,923	16,963	16,923
XVI	Earnings per equity share (Rs.)					
	Basic EPS	1.59	1.02	(5.92)	1.50	(18.59)
	Diluted EPS	1.58	1.01	(5.92)	1.49	(18.59)



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Email: investors@3i-infotech.com Website: www.3i-infotech.com Tel No.: 022-7123 8000

Audited Consolidated Statement of Assets and Liabilities as at March 31, 2025

		(Rupees in Lakhs)		
	Particulars	As at 31-03-2025	As at 31-03-2024 (Restated)	As at 01-04-2023 (Restated)
	ASSETS			
A	Non-current assets			
a	Property, plant and equipment			436
b	Right-to-use assets	198	312	17,038
c	Goodwill arising on consolidation	13,198	14,986	30,406
d	Other Intangible assets	7,139	7,139	-
e	Intangible Assets Under Development	2,002	2,053	4,181
f	Financial assets	96	628	221
i	Investments			
ii	Other financial assets	229	224	1,670
g	Deferred tax assets (net)	1,125	1,000	174
h	Income tax asset (net)	1,782	56	4,048
i	Other non-current assets	3,899	4,061	1,722
	Total non-current assets	1,391	1,283	59,896
B	Current assets	31,059	31,742	35,918
a	Financial assets			
i	Trade receivables			
ii	Cash and cash equivalents	10,234	15,683	13,476
iii	Other balances with banks	5,506	4,953	6,060
iv	Other financial assets	459	499	613
b	Income tax asset (net)	6,253	7,241	9,413
c	Other current assets	1,703	911	-
	Total current assets	2,068	4,174	6,356
	TOTAL ASSETS	26,223	33,461	95,814
		57,282	65,203	95,814
	EQUITY AND LIABILITIES			
A	Equity			
a	Equity Share capital			
b	Other equity	16,963	16,923	16,847
	Equity attributable to shareholders of the Company	13,725	12,421	47,435
	Non-controlling interests	30,688	29,344	64,282
	Total equity	1	-	-
		30,689	29,344	64,282
2	Liabilities			
	Non-current liabilities			
a	Financial liabilities			
i	Borrowings	700	-	19
ii	Lease Liabilities			
b	Provisions	1,567	2,756	4,610
	Total non-current liabilities	2,128	2,453	2,004
		4,395	5,209	6,633
	Current liabilities			
a	Financial liabilities			
i	Borrowings			
ii	Lease Liabilities	3,233	4,185	3,790
iii	Trade and other payables	851	1,507	1,505
	- Trade payables to Micro Enterprises and Small Enterprises			
	- Trade payables to others	301	1,080	158
iv	Other financial liabilities	6,633	8,207	6,963
b	Provisions	7,039	10,191	7,309
c	Other current liabilities	599	623	579
	Total current liabilities	3,542	4,857	4,595
	TOTAL EQUITY AND LIABILITIES	22,198	30,650	24,899
		57,282	65,203	95,814



CONSOLIDATED

Notes:

- The consolidated financial results for the quarter and year ended March 31, 2025 have been extracted from the audited consolidated financial statements prepared in accordance with the Indian Accounting Standards (Ind-AS) as prescribed under Section 133 of the Companies Act, 2013 read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 and relevant amendment rules issued thereafter and other accounting principles generally accepted in India. These consolidated financial results have been reviewed by the Audit Committee and thereafter approved by the Board of Directors at their respective meetings held on May 14, 2025.
- The figures of the fourth quarter are the balancing figures between audited figures for the year and unaudited figures published for nine months ended of the financial year.
- During the year ended March 31, 2025 upon exercise of stock options under Employee Stock Option Scheme 2018, the Company has allotted in aggregate 3,96,400 (Three Lakhs Ninety Six Thousand Four Hundred) equity shares to its eligible employees.
- The Company has consolidated financial results of all its subsidiaries and a joint venture as per Indian Accounting Standard 110 "Consolidated Financial Statements".
- As required under Ind AS 115 "Revenue from Contracts with Customers", unbilled revenue is accounted on estimate basis in respect of contracts where the contractual right to consideration is based on completion of contractual milestones as confirmed by the technical team.
- During the quarter ended March 31, 2025, there has been a change in the shareholding structure of Nure Mediatech Ltd. Previously a wholly-owned subsidiary of 3i Infotech limited, Nure Mediatech Ltd. is now a subsidiary after issuing Forty Nine percentage of its equity shares to the Investor Group. In furtherance of the above, Nure Mediatech Limited has issued 9608 Equity shares to the Investor Group.
- Post the sale of product business carve-out from the Company in 2021, the new management had appointed various consultants and advisers to evaluate all long outstanding matters. Thereafter, based on the recommendations of new management, in September 2022, the Board had set up a Legacy Committee as a Sub - Committee of the Audit Committee, to evaluate and address all long outstanding matters. In the absence of sufficient supporting documents, the Company tried reaching across its former directors/Key Managerial Personnel (KMP). Due to unavailability of information, the necessary provision is recognized in the financial statements. Further, in its Board meeting held on January 31, 2024, the Board of the Company decided to initiate Forensic Audit with respect to the aforesaid legacy matters and the Board of the Company has engaged external consultants, who has submitted the final report, which has been reviewed, approved, and accepted by the Board in their meeting held on January 29, 2025. As per the findings and observations in the final report, there are no further implications or adverse financial impact on the Company.
- During the year ended March 31, 2025, receivable outstanding in the books of 3i Infotech (Middle East) FZ-LLC from Holding Company pertaining to sale of IPR for INR 1,066.39 Crs was reinstated at prevailing exchange rates and accordingly the impact of resultant foreign exchange loss of INR 2.43 Crores up to April 01, 2023, INR 15.31 crores for year ended March 31, 2024 and INR 27.16 crores for year ended March 31, 2025 was given in the Consolidated Financial Results for the year ended March 31, 2025.
- During the quarter ended March 31, 2025, 3i Infotech (Western Europe) Holdings Limited, 3i Infotech (Western Europe) Group Limited and Rhyme Systems Limited, three subsidiaries of 3i Infotech (UK) Limited.
- During the year ended March 31, 2025, NuRe EdgeTech Inc USA shareholders' resolution for liquidation has been filed with the Delaware Division of Corporation and has been dissolved with effect from 18th December 2024.
- The Statutory Auditors of the Company have audited the consolidated financial results for the quarter and year ended March 31, 2025 pursuant to the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 and have issued qualified conclusion in their review report.
- Figures for the previous period have been regrouped/rearranged wherever necessary to make them comparable with those current period.
- The results for the quarter and year ended March 31, 2025 are available on BSE Limited's website (www.bseindia.com), National Stock Exchange of India Limited's website (www.nseindia.com) and on the Company's website (www.3i-infotech.com).
- The disclosure in respect of standalone financials are as under:

Particulars	Quarter Ended			(Rupees in Lakhs)
	(Audited)	(Unaudited)	(Audited)	Year Ended
	31-03-2025	Restated	Restated	(Audited)
		31-12-2024	31-03-2024	Restated
Net Sales/Income from Operations	9,970	8,575	9,183	36,462
Profit/(Loss) before unwinding of discount under IndAS109 & Tax	2,231	633	(5,255)	1,895
Profit / (Loss) Before Tax	2,909	1,364	(4,564)	4,725
Profit (Loss) for the period	4,449	1,364	(4,564)	6,265
Total comprehensive income for the period	4,254	1,422	(4,732)	6,244

By order of the Board
for 3i Infotech Limited

UTTAM PRAKASH
AGARWAL

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CA. Uttam Prakash Agarwal
Chairman & Independent Director

Navl Mumbai
May 14, 2025



CONSOLIDATED



3i Infotech

3i Infotech Limited (CIN: L67120MH1993PLC074411)

Regd. office: Tower # 5, International Infotech Park, Vashi Station Complex, Navi Mumbai 400703, Maharashtra, India.

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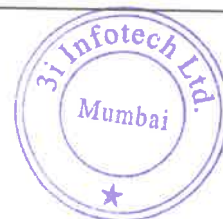
Audited Consolidated Segment Information for the quarter and year ended March 31, 2025

(Rupees in Lakhs)

	Particulars	Quarter Ended			Year Ended	
		31-03-2025 (Audited)	31-12-2024 (Unaudited)	31-03-2024 (Audited)	31-03-2025 (Audited)	31-03-2024 (Audited)
1	Segment Revenue					
	AAA	13,105	12,316	12,028	48,298	51,328
	IS	3,613	3,743	5,043	15,068	18,787
	BPS	1,967	2,071	2,670	9,150	10,690
	OTHERS	15	11	(37)	60	583
	Total Net Sales/Income From Operations (a+b)	18,700	18,141	19,704	72,576	81,388
2	Segment Results (Gross Profit)					
	AAA	1,869	1,458	123	6,365	3,492
	IS	659	383	875	1,563	1,455
	BPS	299	353	459	1,589	1,444
	OTHERS	(824)	(502)	(596)	(2,467)	(2,260)
	Total	2,003	1,692	861	7,050	4,131
Less:						
(i)	Finance cost	154	161	236	759	1,009
(ii)	Unallocable expenditure net of unallocable income	1,220	(321)	5,337	5,130	9,385
(iii)	Exceptional items	-	-	5,184	-	23,663
	Total Profit Before Tax	629	1,851	(9,896)	1,161	(29,926)

The 3i Infotech group executive management examines the group performance on basis of its business units and has identified Application, Automation, Analytics (AAA), Infrastructure Services (IS), Business Process Services (BPS) as primary segments, OTHERS include Digital Media. The segment results have been arrived at before allocating certain expenses which are un-allocable in nature and are disclosed separately.

"Unallocable expenditure net of unallocable income" includes unallocated overheads, foreign exchange loss/(gain) (net), Other income, Depreciation and amortization expense.



3i INFOTECH LIMITED
CONSOLIDATED CASH FLOW STATEMENT

Annexure A

(Rupees in Lakhs)

Particulars	Year Ended 31-03-2025	Year Ended 31-03-2024
CASH FLOWS FROM OPERATING ACTIVITIES:		
Profit/(Loss) before income tax from:		
Continuing operations	1,161	(29,927)
Profit before income tax including discontinued operations	1,161	(29,927)
Adjustments for:		
Depreciation and amortisation charge	2,778	2,715
Finance costs	686	910
Accrual of employee share-based payment expense	115	262
Allowance for doubtful debts	(317)	772
Interest income classified as investing cash flows	(117)	(164)
(Gain)/Loss on disposal of property, plant and equipment	(352)	(236)
Unrealised exchange (Gain)/Loss	307	118
Provision for intangible assets impairment	-	2,192
Goodwill write off	-	23,266
Change in operating assets and liabilities:		
(Increase)/decrease in trade receivables	5,419	(4,071)
(Increase)/decrease in other financial assets	905	2,555
(Increase)/decrease in other non-current assets	(107)	438
(Increase)/decrease in other current assets	2,106	2,182
Increase/(decrease) in trade payables	(2,352)	2,167
Increase/(decrease) in other financial liability	(3,153)	2,880
Increase/(decrease) in provisions	(345)	440
Increase/(decrease) in other current liabilities	(1,328)	263
Cash generated from operations	5,406	6,762
Less: Income taxes paid / (Refund) (Net)	(986)	(978)
Net cash inflow from operating activities	4,420	5,784
CASH FLOWS FROM INVESTING ACTIVITIES:		
Payments for intangible assets / software development	(428)	(1,277)
Proceeds from property, plant and equipment	352	237
Payments for property, plant and equipment	(18)	(70)
Proceeds from investments	35	111
Interest received	118	164
Net cash inflow/(outflow) from investing activities	59	(835)
CASH FLOWS FROM FINANCING ACTIVITIES:		
Installment of Lease Liabilities	(2,105)	(2,288)
Proceeds from / (Repayment of) borrowings	(253)	376
Interest paid	(273)	(355)
Proceeds from issue of shares	39	88
Others	1	(340)
Net cash inflow/ (outflow) from financing activities	(2,591)	(2,519)
Net increase (decrease) in cash and cash equivalents	1,888	2,430
Effect due to the changes in foreign currency	(1,335)	(3,537)
Cash and Cash Equivalents at the beginning of the financial year	4,953	6,060
Cash and Cash Equivalents at end of the year	5,506	4,953
Reconciliation of cash and cash equivalents as per the cash flow statement:		
Cash and cash equivalents as per above comprise of the following:		
Balances with banks:		
-On current accounts	3,321	2,578
-On deposit accounts	2,181	2,372
Cash on hand	4	3
Balances as per statement of cash flows	5,506	4,953



STANDALONE



3i Infotech

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Tel No.: 022-7123 8000

Statement of Standalone Audited Financial Results for the quarter and year ended March 31, 2025

	Particulars	Quarter Ended			Year Ended	
		31-03-2025	31-12-2024	31-03-2024	31-03-2025	31-03-2024
		(Audited)	(Unaudited)	(Audited)	(Audited)	(Audited)
I	Revenue from Operations	9,970	8,575	9,183	36,462	35,733
II	Other Income (excluding unwinding of discount under Ind AS 109 on Fair Valuation of Investment in Preference Shares)	224	453	355	1,034	846
III	Total Income (I+II)	10,194	9,028	9,538	37,496	36,579
IV	Expenses					
(a)	Employee benefits expense	4,417	4,824	5,229	19,570	18,722
(b)	Cost of third party products and services	2,657	3,218	3,239	12,650	15,816
(c)	Finance costs (excluding unwinding of discount under Ind AS 109 on fair valuation of preference shares)	74	184	204	667	872
(d)	Depreciation and amortization expense	569	613	698	2,439	2,482
(e)	Other expenses	854	760	1,538	3,354	6,025
(f)	Loss allowance	-	-	3,617	-	37,337
IV	Total Expenses (IV)	8,571	9,599	14,525	38,680	81,254
V	Profit / (Loss) before Forex loss / (gain) and Tax (III-IV)	1,623	(571)	(4,987)	(1,184)	(44,675)
VI	Foreign exchange gain/(loss) (net)	608	1,204	(268)	3,079	2,541
VII	Profit / (Loss) before Tax (V+VI)	2,231	633	(5,255)	1,895	(42,134)
VIII	Unwinding of discount under Ind AS 109 on fair valuation of preference shares	678	731	691	2,830	2,731
IX	Profit / (Loss) before Exceptional Items and Tax (VII+VIII)	2,909	1,364	(4,564)	4,725	(39,403)
X	Exceptional Item - Expense / (Income)	-	-	-	-	42,460
XI	Profit / (Loss) before Tax (IX-X)	2,909	1,364	(4,564)	4,725	(81,863)
XII	Tax expense	(1,540)	-	-	(1,540)	-
XIII	Profit / (Loss) for the period (XI-XII)	4,449	1,364	(4,564)	6,265	(81,863)
XIV	Profit/(loss) for the year from Discontinued Operations	-	-	-	-	-
XV	Other Comprehensive Income					
	A. (i) Other Comprehensive income not to be reclassified to profit and loss	(195)	58	(168)	(21)	(174)
	(ii) Income tax relating to items that will not be reclassified to profit and loss.	-	-	-	-	-
	B.(i) Other Comprehensive Income will be reclassified to profit and loss	-	-	-	-	-
	(ii) Income tax relating to items that will be reclassified to profit and loss.	-	-	-	-	-
XVI	Total Comprehensive income for the period (XIII+XIV+XV)	4,254	1,422	(4,732)	6,244	(82,037)
XVII	Paid-up equity share capital (Face value of Rs.10 per share)	16,963	16,955	16,923	16,963	16,923
XVIII	Earnings per equity share (Rs.)					
	Basic EPS	2.62	0.80	(2.70)	3.70	(48.52)
	Diluted EPS	2.62	0.80	(2.70)	3.68	(48.52)



STANDALONE



3i Infotech

3i Infotech Limited (CIN: L67120MH1993PLC074411)

Regd. office: Tower # 5, International Infotech Park, Vashi Station Complex, Navi Mumbai 400703, Maharashtra, India.

Email: investors@3i-infotech.com

Website: www.3i-infotech.com

Tel No.: 022-7123 8000

Audited Standalone Statement of Assets and Liabilities as at March 31, 2025

		(Rupees in Lakhs)	
	Particulars	As at 31-03-2025	As at 31-03-2024
	ASSETS		
A	Non-current assets		
a	Property, plant and equipment	118	219
b	Right-to-use assets	12,794	14,012
c	Other Intangible assets	2,002	2,052
d	Intangible Assets Under Development	96	628
e	Financial assets		
i)	Investments	10,793	10,793
ii)	Loans	896	190
iii)	Other financial assets	364	608
f	Deferred tax assets (net)	1,540	-
g	Income tax asset (net)	6,871	6,966
h	Other non-current assets	382	278
	Total non-current assets	35,856	35,746
B	Current assets		
a	Financial assets		
i)	Trade receivables	4,642	7,254
ii)	Cash and cash equivalents	2,879	2,875
iii)	Other balances with banks	-	-
iv)	Loans	-	-
v)	Other financial assets	4,161	3,300
b	Income Tax Assets (Net)	-	-
c	Other current assets	552	570
	Total current assets	12,234	13,999
	TOTAL ASSETS	48,090	49,745
	EQUITY AND LIABILITIES		
A	Equity		
a	Equity Share capital	16,963	16,923
b	Other equity	(1,850)	(8,197)
	Equity attributable to shareholders of the Company	15,113	8,726
	Total equity	15,113	8,726
B	Liabilities		
	Non-current liabilities		
a	Financial liabilities		
i)	Borrowings	4,602	3,879
ii)	Lease Liabilities	1,319	1,924
iii)	Other financial liabilities	621	500
b	Other Non Current Liabilities	-	-
c	Provisions	1,452	1,404
	Total non-current liabilities	7,994	7,707
C	Current liabilities		
a	Financial liabilities		
i)	Borrowings	-	-
ii)	Lease Liabilities	627	1,276
iii)	Trade and other payables		
-	Trade payables to Micro Enterprises and Small Enterprises	247	967
-	Trade payables to others	8,796	8,292
iv)	Other financial liabilities	2,141	2,325
v)	Legacy related liabilities & assets	12,351	19,184
b	Provisions	428	392
c	Other current liabilities	393	876
	Total current liabilities	24,983	33,312
	TOTAL EQUITY AND LIABILITIES	48,090	49,745



STANDALONE

Notes:

- 1 The standalone financial results for the quarter and year ended March 31, 2025 have been extracted from the audited standalone financial statements prepared in accordance with the Indian Accounting Standards (Ind-AS) as prescribed under Section 133 of the Companies Act, 2013 read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 and relevant amendment rules issued thereafter. These standalone financial results have been reviewed and recommended by the Audit Committee and thereafter approved by the Board of Directors at their respective meetings held on May 14, 2025.
- 2 Other Income includes interest on fixed deposits, interest on loans/Investment to related parties, gain on modification of leased assets and Foreign exchange fluctuation gain
- 3 As required under Ind AS 115 "Revenue from Contracts with Customers", unbilled revenue is accounted on estimate basis in respect of contracts where the contractual right to consideration is based on completion of contractual milestones as confirmed by the technical team.
- 4 The segment information, pursuant to the requirement of Ind AS 108 "Operating Segments", is given as part of the consolidated financial results.
- 5 The figures of the fourth quarter are the balancing figures between audited figures for the year and unaudited figures published for nine months ended of the financial year.
- 6 During the year ended March 31, 2025 upon exercise of stock options under Employee Stock Option Scheme 2018, the Company has allotted in aggregate 3,96,400 (Three Lakhs Ninety Six Thousand Four Hundred) equity shares to its eligible employees.
- 7 During the Quarter ended 31st March 2025, interest rates on Loan taken/Given from/to Subsidiaries were revised as per benchmark and this revised interest rates were applied retrospectively wef 01st April 2024 with full reversal impact for interest income and expense taken in Q4 to the tune of Rs.85.29 Lakhs.
- 8 Post the sale of product business carve-out from the Company in 2021, the new management had appointed various consultants and advisers to evaluate all long outstanding matters. Thereafter, based on the recommendations of new management, in September 2022, the Board had set up a Legacy Committee as a Sub - Committee of the Audit Committee, to evaluate and address all long outstanding matters. In the absence of sufficient supporting documents, the Company tried reaching across its former directors/Key Managerial Personnel (KMP). Due to unavailability of Information, the necessary provision is recognized in the financial statements.

These inter-company issues, their current status and its accounting impact is explained below:

A. The Company has an outstanding liability payable towards purchase of Intellectual Property Rights (IPR), since 2012 to its foreign branch in Dubai/3i Infotech (Middle East) FZ LLC amounting to INR 1,06,638.84 Lakhs. The liability towards purchase of IPR was not settled by the Company within the time limit prescribed under FEMA Regulations and the Company had approached Reserve Bank of India (RBI) in 2013 through authorized dealer to extend the timeline for repayment of the aforesaid liability till March 31, 2017. Not being able to settle the liability even by 2017, the Company had thereafter made an application to the Reserve Bank of India (RBI), through its authorized dealer vide letter dated March 05, 2019 and subsequently on October 23, 2020, for set - off of the liability/ payables to foreign branch in Dubai/ 3i Infotech (Middle East) FZ LLC of INR 1,06,638.84 Lakhs against its trade receivables then due from 3i Infotech Inc, 3i Saudi Arabia and 3i Africa of INR 39,233.00 Lakhs, INR 11,347.00 Lakhs and INR 3,046.00 Lakhs respectively. The Company has not received the RBI approval as at the balance sheet date.

B. The Company is also carrying certain long outstanding receivables from various foreign subsidiaries amounting to INR 45,120.62 Lakhs as at March 31, 2025. During the quarter ended March 31, 2025 considering the current market scenario and low operations in many of the subsidiaries, and even though the Company has a net payable position with respect to the receivables and payables balances of its subsidiaries, the Company recognized a loss allowance amounting to INR 33,569.50 Lakhs in the previous financial year on a conservative and prudent basis. The net balance outstanding from subsidiaries (net off provisions) is INR 11,551.12 Lakhs.

C. The Company had made investments in Equity and Redeemable Convertible Preference Shares of 3i Infotech Holdings Private Limited in Mauritius between 2006-07 to 2011-12. The gross carrying value of the Company's investments in this foreign subsidiary as at March 31, 2025 is INR 1,28,349.15 Lakhs. During the previous F.Y. 2023-2024, the Company recognized a provision for diminution in value of investments of INR 42,170.13 Lakhs. The net outstanding balance of investment in this subsidiary is INR 86,179.02 Lakhs.

The Company had not been able to meet its obligation of payment of INR 1,06,638.84 Lakhs to its foreign branch in Dubai/3i Infotech (Middle East) FZ LLC, consequently leading to a cascading effect of 3i Infotech FZ LLC not being able to payback amount due to 3i Infotech Inc. and 3i Infotech Holdings Pvt Ltd in Mauritius. Further, it has had a cascading effect of 3i Infotech Inc. not being able to redeem the preference shares issued by it to 3i Infotech Holdings Pvt Ltd. In view of the non-realization of the preference shares in 3i Infotech Inc and the loan to 3i Infotech (Middle East) FZ LLC, 3i Infotech Holdings Pvt Ltd has not been able to redeem the preference shares of 3i Infotech Limited. Thus, effectively non-payment of the obligation of INR 1,06,638.84 Lakhs by the Company to its foreign branch in Dubai/3i Infotech (Middle East) FZ LLC has led to the non-realization of the preference shares invested in by the Company.

Further, in its board meeting held on January 31, 2024, the Board of the Company decided to initiate Forensic Audit with respect to the aforesaid legacy matters and the Board of the Company has engaged external consultants, who has submitted the final report, which has been reviewed, approved, and accepted by the Board in their meeting held on January 29, 2025.

As per the findings and observations in the final report, there are no further implications or adverse financial impact on the Company.

There is no major change in the quantum of investments/receivables and payables from/to these subsidiaries since 2012. It has always been the intention to settle the receivables and payables on a net basis, subject to the legal and the regulatory approvals. During the previous F.Y. 2023-2024, impairment provisions have been made against receivables and investments on a prudent and conservative basis in view of the delay in obtaining the legal and regulatory approvals. As and when such approvals are received in future, the estimate of the recoverable amounts will be suitably revised.

- 9 The Statutory Auditors of the Company have audited the standalone financial results for the quarter and year ended March 31, 2025 pursuant to the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 and have issued unmodified opinion in their audit report.
- 10 Figures for the previous period have been regrouped/rearranged wherever necessary to make them comparable with those current period.
- 11 The results for the quarter and year ended March 31, 2025 are available on BSE Limited's website (www.bseindia.com), National Stock Exchange of India Limited's website (www.nseindia.com) and on the Company's website (www.3i-Infotech.com).



Navi Mumbai
May 14, 2025



By order of the Board
for 3i Infotech Limited

UTTAM PRAKASH
AGARWAL

Digitally signed by UTTAM
PRAKASH AGARWAL
Date: 2025.05.14 20:47:25
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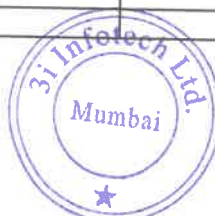
CA. Uttam Prakash Agarwal
Chairman & Independent Director

3i INFOTECH LIMITED
STANDALONE CASH FLOW STATEMENT

Annexure B

(Rupees in Lakhs)

Particulars	Year Ended 31-03-2025	Year Ended 31-03-2024
CASH FLOWS FROM OPERATING ACTIVITIES:		
Profit/(Loss) before income tax from:		
Continuing operations	4,725	(81,863)
Profit before income tax including discontinued operations	4,725	(81,863)
Adjustments for:		
Depreciation and amortisation expense	2,439	2,482
Employee share-based payment expense	115	262
Allowance for doubtful debts	(120)	34,027
(Gain)/Loss on modification of leased assets (IndAS116)	(294)	(232)
Interest Income-Security deposit IND AS	(22)	-
Provision for Impairment of Investment	-	43,594
Provision for intangible assets impairment	(1,800)	2,193
Net Gain/loss on disposal of property, plant and equipment	(3)	(6)
Interest Income on Financial Assets at Amortised Cost	(2,830)	(2,731)
Interest income classified as investing cash flows	(450)	(582)
Interest on income tax refund	(77)	-
Finance costs	617	872
Net foreign exchange differences	(2,947)	(2,541)
Change in operating assets and liabilities:		
(Increase)/Decrease in trade receivables	2,198	1,470
Increase/(Decrease) in trade payables	(180)	1,208
(Increase)/Decrease in other financial assets	(726)	1,417
(Increase)/Decrease in other non-current assets	(104)	446
(Increase)/Decrease in other current assets	17	782
Increase/(Decrease) in provisions	63	232
Increase/(Decrease) in other current liabilities	(545)	1,508
(Increase)/decrease in other non current Liabilities	-	-
Cash generated from operations	76	2,538
Less: Income taxes paid / (Refund) (Net)	(172)	1,074
Net cash inflow from operating activities	248	1,464
CASH FLOWS FROM INVESTING ACTIVITIES:		
Proceed to Investment	-	(1)
Payment for Intangible Assets	-	-
Payments for property, plant and equipment and intangible assets	(7)	(24)
Intangible asset under development	1,371	(1,278)
Interest received	(412)	263
Proceeds from sale of property, plant and equipment	11	6
Net cash inflow (outflow) from investing activities	963	(1,034)
CASH FLOWS FROM FINANCING ACTIVITIES:		
Payment of Lease Liabilities	(1,264)	(1,834)
Proceeds from / (Repayment of) borrowings	-	(725)
Loan from Related party	723	1,165
Loan to Related party	(706)	(190)
Interest paid	-	(110)
Proceeds from issue of shares	40	88
Net cash inflow (outflow) from financing activities	(1,207)	(1,606)
Net increase (decrease) in cash and cash equivalents	4	(1,176)
Cash and Cash Equivalents at the beginning of the financial year	2,875	4,051
Cash and Cash Equivalents at end of the year	2,879	2,875
Cash and cash equivalents as per above comprise of the following:		
Cash and cash equivalents		
Balances with banks:		
- On current accounts	700	503
- On deposit accounts	2,179	2,372
Cash on hand	-	-
Balances per statement of cash flows	2,879	2,875





3i Infotech

May 14, 2025

Annexure 1 A

BSE Limited

Sir Phiroze Jeejeebhoy Towers
Dalal Street, Fort,
Mumbai – 400001
Security Code: 532628

National Stock Exchange of India Limited

Exchange Plaza, 5th Floor, Plot No. C-1,
Block G, Bandra Kurla Complex,
Mumbai – 400051
Scrip code: 3IINFOLTD

Dear Sir/ Madam,

Sub: Declaration of unmodified opinion on Standalone Audited Financial Results of the Company for financial year ended March 31, 2025

Pursuant to Regulation 33(3)(d) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time, we hereby declare that the Statutory Auditors of 3i Infotech Limited, M/s. CKSP and Co. LLP (Firm's Registration No: 131228W/W100044), have issued their Report with an unmodified opinion on the Standalone Audited Financial Results of the Company for the financial year ended March 31, 2025.

You are requested to acknowledge and take the same on record.

Thanking you

Yours faithfully,

For 3i Infotech Limited

Vaibhav Somani

Acting Chief Financial Officer



3i Infotech Ltd. (CIN: L67120MH1993PLC074411)

Tower # 5, 3rd Floors, Tower # 6, 6th Floors, International Infotech Park,
Vashi, Navi Mumbai 400 703

Email : marketing@3i-infotech.com | 022-71789600

www.3i-infotech.com

ANNEXURE I**Statement on Impact of Audit Qualifications (for audit report with modified opinion) submitted along-with Annual Audited Financial Results - (Consolidated)****Statement on Impact of Audit Qualifications for the Financial Year ended March 31, 2025**

[See Regulation 33 / 52 of the SEBI (LODR) (Amendment) Regulations, 2016]

I.

Sl. No.	Particulars	Audited Figures (as reported before adjusting for qualifications) (INR in lakhs)	Adjusted Figures (audited figures after adjusting for qualifications) (INR in lakhs)
1.	Turnover / Total income	74,151	N/A
2.	Total Expenditure	74,019	N/A
3.	Net Profit/(Loss)	2,535	N/A
4.	Earnings Per Share	Rs. 1.50	N/A
5.	Total Assets	57,282	N/A
6.	Total Liabilities	26,593	N/A
7.	Net Worth	30,689	N/A
8.	Any other financial item(s) (as felt appropriate by the management)	-	-

II. Audit Qualification:

Sl No.	Particulars	Remarks
a.	Details of Audit Qualification:	<p>Following qualified opinion has been given by the Auditors in the audit report on Consolidated Financial Statements of the Company:</p> <p>The Statutory Auditors of 3i Infotech Holdings Private Limited (Mauritius) have drawn Qualified Opinion in their audit report dated 13/05/2025 on the standalone financial statements for the year ended 31/03/2025 which is reproduced as under:</p> <p>“The Company’s functional currency is Indian National Rupee while its presentation currency is US dollar. The foreign exchange gains / losses arising on translation from functional to presentation currency, for current and previous years, have been recognized in the Statement of Profit or Loss and in Retained Earnings rather than in Other Comprehensive Income (“OCI”) and Foreign Currency Translation Reserves (“FCTR”). This constitutes a departure from IAS 21. We were unable to obtain sufficient appropriate audit evidence about the carrying amount of FCTR and the amount that should have been recorded in OCI because management did not provide us with the relevant workings. Consequently, we were unable to determine the adjustments needed to these items”.</p>
b.	Type of Audit Qualification: Qualified Opinion / Disclaimer of Opinion / Adverse Opinion	Qualified Opinion
c.	Frequency of qualification: Whether appeared first time / repetitive / since how long continuing	Repetitive
d.	For Audit Qualification(s) where the impact is quantified by the auditor, Management's Views:	Not quantified by auditors and hence no management view.

e.	For Audit Qualification(s) where the impact is not quantified by the auditor: (i) Management's estimation on the impact of audit qualification:	Not quantified by auditors and hence no management view.
	(ii) If management is unable to estimate the impact, reasons for the same:	We do not envisage any material changes in the management certified financials and as same have been prepared in INR as functional currency.
	(iii) Auditors' Comments on (i) or (ii) above:	No further comments.

Sl No.	Particulars	Remarks
a.	Details of Audit Qualification:	<p>Following Adverse opinion has been given by the Auditors in the audit report on Consolidated Financial Statements of the Company:</p> <p>The Statutory Auditors of Nure FutureTech Private Limited have drawn Adverse Opinion in their audit report dated 13/05/2025 on the financial statements for the year ended 31/03/2025, which is reproduced as under:</p> <ul style="list-style-type: none"> The Company's financial statements are prepared on a going concern basis, which contemplates the realization of assets and the satisfaction of obligations in the normal course of business. However, the Company is not a revenue generating entity. The Company has made losses of Rs. 48,938.26 thousand in the current period, it's net worth is negative of Rs.87,941.72 thousand and its current liabilities exceeds its current assets as at the balance sheet date by Rs. 87,560.98 thousand. These events or conditions indicate that a material uncertainty exists that may cast significant doubt on the Company's ability to continue as a going concern. We are unable to obtain sufficient appropriate audit evidence regarding the recoverability of these receivables, accordingly, we are unable to determine whether any adjustments to these amounts were necessary.
b.	Type of Audit Qualification: Qualified Opinion / Disclaimer of Opinion / Adverse Opinion	Adverse Opinion
c.	Frequency of qualification: Whether appeared first time / repetitive / since how long continuing	First time
d.	For Audit Qualification(s) where the impact is quantified by the auditor, Management's Views:	Not quantified by auditors and hence no management view.
e.	For Audit Qualification(s) where the impact is not quantified by the auditor:	Not quantified by auditors and hence no management view.

	(i) Management's estimation on the impact of audit qualification:	
	(ii) If management is unable to estimate the impact, reasons for the same:	Management will take initiatives to recover from its current financial situation and return to a path of stability and growth.
	(iii) Auditors' Comments on (i) or (ii) above:	No further comments.

Sl No.	Particulars	Remarks
a.	Details of Audit Qualification:	<p>Following Adverse opinion has been given by the Auditors in the audit report on Consolidated Financial Statements of the Company:</p> <p>The Statutory Auditors of Nure Bharat Network Limited have drawn Adverse Opinion in their audit report dated 13/05/2025 on the financial statements for the year ended 31/03/2025, which is reproduced as under:</p> <ul style="list-style-type: none"> The Company's financial statements are prepared on a going concern basis, which contemplates the realization of assets and the satisfaction of obligations in the normal course of business. However, the Company is not a revenue generating entity The Company has made losses of Rs. 23,581.14 thousand in the current period, it's net worth is negative of Rs.60,687.12 thousand and its current liabilities exceeds its current assets as at the balance sheet date by Rs. 1,194.05 thousand. These events or conditions indicate that a material uncertainty exists that may cast significant doubt on the Company's ability to continue as a going concern. We are unable to obtain sufficient appropriate audit evidence regarding the recoverability of these receivables, accordingly, we are unable to determine whether any adjustments to these amounts were necessary
b.	Type of Audit Qualification: Qualified Opinion / Disclaimer of Opinion / Adverse Opinion	Adverse Opinion
c.	Frequency of qualification: Whether appeared first time / repetitive / since how long continuing	First time
d.	For Audit Qualification(s) where the impact is quantified by the auditor, Management's Views:	Not quantified by auditors and hence no management view.
e.	For Audit Qualification(s) where the impact is not quantified by the auditor: (i) Management's estimation on the impact of audit qualification:	Not quantified by auditors and hence no management view.

	(ii) If management is unable to estimate the impact, reasons for the same:	Management will take initiatives to recover from its current financial situation and return to a path of stability and growth. Also management has initiated various cost reduction and operational restructuring measures to improve profitability.
	(iii) Auditors' Comments on (i) or (ii) above:	No further comments.

Sl No.	Particulars	Remarks
a.	Details of Audit Qualification:	<p>Following Adverse opinion has been given by the Auditors in the audit report on Consolidated Financial Statements of the Company:</p> <p>The Statutory Auditors of 3i Infotech (Middle East) FZ LLC, Dubai have drawn Adverse Opinion in their audit report dated 13/05/2025 on the financial statements for the year ended 31/03/2025, which is reproduced as below:</p> <p>Attention is invited to the following notes to the financial statements:</p> <ul style="list-style-type: none"> Note 8 of the financial statement regarding dues from related parties aggregating to AED 457,672,835. We are unable to obtain sufficient appropriate audit evidence regarding the recoverability of these receivables, accordingly, we are unable to determine whether any adjustments to these amounts were necessary. The Company has incurred loss after tax of AED 12,229,600 for the year ended 31st March 2025 (2024: loss 10,741,696), has a negative net worth of AED 13,493,181 as on 31 March 2025 (2024: positive 1,263,219) without giving impact of dues from related parties referred in above para. Had the Company provided impact of point referred above, the net worth of the Company would have been further eroded to AED 471,166,016. These situations indicates that a material uncertainty exists that may cast significant doubt on the Company's ability to continue as a going concern. However, the financial statements of the Company were prepared by the management on a going concern basis of accounting. We are unable to comment on the ability of the Company to continue as a going concern.
b.	Type of Audit Qualification: Qualified Opinion / Disclaimer of Opinion / Adverse Opinion	Adverse Opinion
c.	Frequency of qualification: Whether appeared first time / repetitive / since how long continuing	First time
d.	For Audit Qualification(s) where the impact is quantified by the auditor, Management's Views:	Not quantified by auditors and hence no management view.
e.	For Audit Qualification(s) where the impact is not quantified by the auditor: (i) Management's estimation on the impact of audit qualification:	Not quantified by auditors and hence no management view.

	(ii) If management is unable to estimate the impact, reasons for the same:	Management has undertaken a detailed review of these receivables and, based on the business relationships and the expected future cash flows of the counterparties, is of the view that these amounts are recoverable over time.
	(iii) Auditors' Comments on (i) or (ii) above:	No further comments.

SI No.	Particulars	Remarks
a.	Details of Audit Qualification:	<p>Following qualified opinion has been given by the Auditors in the audit report on Consolidated Financial Statements of the Company:</p> <p>The Statutory Auditors of 3i Infotech Saudi Arabia LLC have drawn Qualified Opinion in their audit report on the financial statements for the year ended 31/03/2024, which is reproduced as below:</p> <ul style="list-style-type: none"> • The balance provision for finalised income tax assessments for 2008 to 2010 amounting to S.R. 1,002,329, withholding tax provision for 2023/24 amounting to S.R. 105,840 and withholding tax payment of S.R. 28,061 have been charged to an expense account, thereby understating the net profit before tax by S.R. 1,136,231. The mentioned income tax provision of S.R. 1,002,329 has been credited to accrued expenses instead of income tax liability, thereby overstating accrued expenses and understating income tax liability by the same value. • Trade receivables include unallocated/unreconciled credit balances amounting to S.R. 5,051,313. • We were not provided with a balance confirmation from the party mentioned in the Emphasis of Matter paragraph. • Accounts payable include unreconciled credit balances amounting to S.R. 762,573
b.	Type of Audit Qualification: Qualified Opinion / Disclaimer of Opinion / Adverse Opinion	Qualified Opinion
c.	Frequency of qualification: Whether appeared first time / repetitive / since how long continuing	First Time
d.	For Audit Qualification(s) where the impact is quantified by the auditor, Management's Views:	Not quantified by auditors and hence no management view.
e.	For Audit Qualification(s) where the impact is not quantified by the auditor: (i) Management's estimation on the impact of audit qualification:	Not quantified by auditors and hence no management view.
	(ii) If management is unable to estimate the impact, reasons	Management has decided to initiate the process of liquidation of the unoperational subsidiary, which is no longer contributing to the Company's core business objectives.

	for the same:	
	(iii) Auditors' Comments on (i) or (ii) above:	No further comments.

Sl No.	Particulars	Remarks
a.	Details of Audit Qualification:	<p>Following qualified opinion has been given by the Auditors in the audit report on Consolidated Financial Statements of the Company:</p> <p>The Statutory Auditors of 3i Infotech Asia Pacific Pte Limited have drawn Qualified Opinion in their audit report dated 23/12/2024 on the financial statements for the year ended 31/03/2024, which is reproduced as below:</p> <ul style="list-style-type: none"> • Loan to Related Company: We were unable to satisfy ourselves as to recoverability of the amount included in loan to related company by the application of audit procedures. The amount stated had not been impaired. Had the amount been impaired, the amount would be written off to the profit or loss. The expenses for the year would be increased by S\$ 6,650,649 resulting in a loss of S\$ 6,650,649 for the year. • Amount Due from a Subsidiary: We draw attention to Note 13 to the financial statements. The Company has a receivable balance of S\$ 675,727 from a subsidiary named 3i Infotech (Thailand) Limited. The subsidiary has a capital deficit amounting to S\$ 2,144,430 (approximately THB 53.54 million) and current liabilities exceeded its current assets by S\$ 2,058,453 (approximately THB 57.86 million) for the year ended 31 March 2024. <p>We were unable to satisfy ourselves as to the recoverability of the amount by the application of audit procedures. The amount stated had not been impaired. Had the amount been impaired, the amount would be written off to the profit or loss. The expenses for the year would be increased by S\$ 675,727 resulting in a loss of S\$ 675,727 for the year.</p>
b.	Type of Audit Qualification: Qualified Opinion / Disclaimer of Opinion / Adverse Opinion	Qualified Opinion
c.	Frequency of qualification: Whether appeared first time / repetitive / since how long continuing	First Time
d.	For Audit Qualification(s) where the impact is quantified by the auditor, Management's Views:	Not quantified by auditors and hence no management view.
e.	For Audit Qualification(s) where the impact is not quantified by the auditor: (i) Management's estimation on the impact of audit qualification:	Not quantified by auditors and hence no management view.

	(ii) If management is unable to estimate the impact, reasons for the same:	Management continues to monitor to ensure structured and phased settlement of Intercompany balances aligned with each entity's operational cash flows and funding availability.
	(iii) Auditors' Comments on (i) or (ii) above:	No further comments.

III. Signatories

For 3i Infotech Limited

VAIBHAV SOMANI

Vaibhav Somani
Acting CFO
Place: Mumbai
Date: May 14, 2025

UTTAM PRAKASH AGARWAL

CA Uttam Prakash Agarwal
Chairman & Independent Director
Place: Mumbai
Date: May 14, 2025

DHANANAJAY PREMCHAND JAISWAL

Dhananajay Jaiswal
Partner
Place: Mumbai
Date: May 14, 2025

RAJ KUMAR AHUJA

Raj Ahuja
CEO
Place: Mumbai
Date: May 14, 2025

For C K S P AND CO LLP
Chartered Accountants
Firm Reg. No. 131228W/W100044

Annexure 2

Details as required under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and SEBI Master Circular No SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024

Sr. No.	Particular	Details
1.	Type of securities proposed to be issued (viz. equity shares, convertibles etc.)	Fully paid-up equity shares bearing face value of Rs. 10/- each
2.	Type of issuance (Further public offering, rights issue, depository receipts (ADR/GDR), qualified institutions placement, preferential allotment etc.)	Rights Issue of fully paid-up equity shares
3.	Total number of securities proposed to be issued or the total amount for which the securities will be issued (approximately)	Number of securities and price – It will be decided by the Rights Issue Committee at later stage. Issue size- up to an aggregate amount of Rs. 100 Crore (inclusive of premium, if any)

The detailed terms of right issue including the procedure for applying in the right issue will be specified in the letter of offer which will be sent by the Company to the eligible shareholders holding equity shares of the Company as on the record date in due course.

Annexure 3

Details as required under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and SEBI Master Circular No SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024

Particulars	Details
Reason for appointment	Appointment of Mr. Vinod Pahlawat, Chief Growth Officer, as Senior Managerial Personnel of the Company.
Date of appointment	May 14, 2025
Brief profile (in case of appointment)	Mr. Pahlawat holds an MBA degree in Marketing and International Business Management from Amity University besides Electronics & Electrical Communication

	<p>Engineering from DBTE. His certifications include Six sigma black belt and certified blockchain expert. He is a seasoned CXO-level leader with over 34 years of experience in driving business growth, managing P&L, building strategic alliances, expanding markets, and leading digital transformation. His expertise spans across Telecom, BFSI, Manufacturing, Automotive, E-commerce, and IT Services, with deep domain knowledge in Cybersecurity, Managed Services, BPO/BPM, Cloud, and Automation.</p> <p>In his most recent role as Chief Growth Officer at CMS IT Services, he played a pivotal role in revitalizing the business while laying the foundation for expansion into the Middle East. His impressive career also includes top-leadership roles at marquee organisations like Motherson Technologies, Mphasis Ltd, HCL Technologies, Bharti Airtel, and Xerox etc. earning strong credibility in Global markets like APAC, Middle East (UAE) & Africa & EU, Singapore, Hong Kong, Malaysia, Australia & New Zealand. Mr. Vinod is an exemplary people leader, has always been a synonym for customer centricity, business excellence and delivering corporate objectives including aggressive organic & inorganic business growth.</p>
Disclosure of relationships between directors (in case of appointment of a director)	Not Applicable

Annexure 4

Details as required under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and SEBI Master Circular No SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024

Sr. No.	Particulars	Details
1.	Reason for appointment/re-appointment	Re-appointment of M/s. SAP & Associates (Company Secretary in Practice) (peer reviewed firm) as the Secretarial Auditor of the Company, subject to the approval of the shareholders.
2.	Date of re-appointment & term of re-appointment;	The Board of Directors at its meeting held on May 14, 2025, approved re-appointment of M/s. SAP & Associates as the Secretarial Auditor of the Company for audit period of five consecutive financial years i.e. from FY



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		2025-26 till FY 2029-30, subject to approval of shareholders of the Company.
3.	Brief profile (in case of appointment);	<p>SAP & Associates, is a full services Company Secretaries firm in Mumbai which has created a niche in Corporate Law practice with expertise in diverse domains akin to a full-service Law firm. We have served clients across various sectors.</p> <p>The partners and the team have set an excellent track record in the Field of Corporate Laws, Securities Laws, Foreign Exchange Management Laws, Insolvency and Bankruptcy law. The firm undertakes Board Process Audits, Corporate Governance Audits, Secretarial Audits, Corporate Actions / Transactions based Due Diligence Audits. The Firm is acclaimed for its expertise in mergers and acquisitions – both Regulatory Compliance's and Legal aspects as well as conceptualisation strategies.</p>
4.	Disclosure of relationships between directors (in case of appointment of a director).	Not Applicable

3i Infotech Ltd. (CIN: L67120MH1993PLC074411)

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