LAFFAN SOFTWARE LIMITED

41st ANNUAL REPORT 2025-26

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Corporate Information

BOARD OF DIRECTORS
Mr. Swapan Sarkar (Managing Director)
Mr. Sandip Kumar Singh (Independent Director)
Ms. Pooja Sarkar (Independent Director)
Ms. Neha Singhal (Independent Director)
Ms. Neeraj Bajaj (Independent Director)

CHIEF FINANCIAL OFFICER
Mr. Swapan Sarkar

COMPANY SECRETARY
Ms. Deepa Bansal

AUDITORS
Rajesh U Shah & Associates
Chartered Accountants

REGISTRAR & SHARE TRANSFER AGENT
ABS Consultant Pvt. Ltd
99, Stephen House
4, B. B. D. Bagh (E), Kolkata – 700 001
PH: +91 3322201043

BANKERS
HDFC Bank Ltd.
IDBI Bank Ltd.

REGISTERED OFFICE
21/7, Sahapur Colony
Ground Floor,
Kolkata – 700 053

E-MAIL ADDRESS
laffan@mail.com

WEBSITE
www.laffan.co.in

LAFFAN SOFTWARE LIMITED

CIN: L72200WB1985PLC282004
Regd. Office: 21/7, Sahapur Colony Ground Floor,
Kolkata, West Bengal – 700053
Website: www.laffan.co.in
Email Id: laffan@mail.com, **Phone:** +91 9163513015

NOTICE

Notice is hereby given that:

The 41st Annual General Meeting of the Members of Laffan Software Limited will be held at its registered office situated at 21/7, Sahapur Colony Ground Floor, Kolkata – 700053 on Friday, 25 September, 2026 at 04:00 P.M. of the Company to transact the following businesses: -

ORDINARY BUSINESS

1. **Adoption of Financial Statements for the financial year ended March 31, 2026:**

   To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended March 31, 2026, including the Audited Balance Sheet as at 31st March, 2026, the Statement of Profit & Loss and Cash Flow Statement for the year ended on that date and the reports of the Board of Directors and the Auditors thereon;

2. **Re-Appointment of Mr. Swapan Sarkar (DIN : 05149442) as a Director, liable to retire by rotation, who had offered himself for re-appointment:**

   To consider, and if thought fit, to pass the following resolution as an **Ordinary Resolution:**

   "**RESOLVED THAT** Shri Swapan Sarkar (DIN: 05149442), who retires by rotation in terms of Section 152 of Companies Act, 2013 and being eligible be and is hereby re-appointed as Director of the Company whose office shall be liable to retirement by rotation.

   RESOLVED FURTHER THAT for the purpose of giving effect to above resolution, any of the Directors or Key Managerial Personnel ("KMP") of the Company be and are hereby severally authorized to do all such acts, deeds, matters and things as may be deemed necessary, desirable or expedient and to file, sign, verify and execute all such forms (including e-forms), papers or documents, as may be required and do all such acts, deeds, matters and things as may be necessary and incidental for giving effect to the aforementioned resolution.**"**

   Note: Further disclosure as per Regulation 36 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 is provide in **Annexure A**

SPECIAL BUSINESS:

3. **Regularization of the Appointment of Ms. Pooja Sarkar (DIN:11189205) as Director in the Category of (Non- Executive Independent Director)**

   To consider and approve the appointment of an Independent Director of the Company, if thought fit, to pass the following resolution(s) as **Special Resolution**:

"**RESOLVED THAT** pursuant to the provisions of Section 149, 150, 152 and 160 read with schedule IV and Section 161(1) read with Companies (Appointment and Qualification of Directors) Rules, 2014, and other applicable provisions, of the Companies Act, 2013, Regulation 16 and 25 read with other applicable regulations, if any, of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, on the recommendation of the Nomination & Remuneration Committee and the Board of Directors of the Company appointed Ms. Pooja Sarkar (DIN:11189205) as an Additional Director (Non-Executive-Independent) in the Board meeting held on July 15, 2026 and who has submitted a declaration that he meets the criteria for independence as provided under the Act and the SEBI LODR, be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation and to hold office for a term up to 5 (Five) consecutive years with effect from July 15, 2026 to July 14, 2031."

RESOLVED FURTHER THAT for the purpose of giving effect to above resolution, any of the Directors or Key Managerial Personnel ("KMP") of the Company be and are hereby severally authorised to do all such acts, deeds, matters and things as may be deemed necessary, desirable or expedient and to file, sign, verify and execute all such forms (including e-forms), papers or documents, as may be required and do all such acts, deeds, matters and things as may be necessary and incidental for giving effect to the aforementioned resolution.**"**

4. **Regularization of the Appointment of Ms. Neha Singhal (DIN:11766064) as Director in the Category of (Non- Executive Independent Director)**

To consider and approve the appointment of an Independent Director of the Company, if thought fit, to pass the following resolution(s) as Special Resolution:

"**RESOLVED THAT** pursuant to the provisions of Section 149, 150, 152 and 160 read with schedule IV and Section 161(1) read with Companies (Appointment and Qualification of Directors) Rules, 2014, and other applicable provisions, of the Companies Act, 2013, Regulation 16 and 25 read with other applicable regulations, if any, of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, on the recommendation of the Nomination & Remuneration Committee and the Board of Directors of the Company appointed Ms. Neha Singhal (DIN:11766064) as an Additional Director (Non-Executive-Independent) in the Board meeting held on July 15, 2026 and who has submitted a declaration that he meets the criteria for independence as provided under the Act and the SEBI LODR, be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation and to hold office for a term up to 5 (Five) consecutive years with effect from July 15, 2026 to July 14, 2031."

RESOLVED FURTHER THAT for the purpose of giving effect to above resolution, any of the Directors or Key Managerial Personnel ("KMP") of the Company be and are hereby severally authorised to do all such acts, deeds, matters and things as may be deemed necessary, desirable or expedient and to file, sign, verify and execute all such forms (including e-forms), papers or documents, as may be required and do all such acts, deeds, matters and things as may be necessary and incidental for giving effect to the aforementioned resolution.**"**

5. **Regularization of the Appointment of Mr. Neeraj Bajaj (DIN:10674352) as Director in the Category of (Non- Executive Independent Director)**

To consider and approve the appointment of an Independent Director of the Company, if thought fit, to pass the following resolution(s) as Special Resolution:

"**RESOLVED THAT** pursuant to the provisions of Section 149, 150, 152 and 160 read with schedule IV and Section 161(1) read with Companies (Appointment and Qualification of Directors) Rules, 2014, and other applicable provisions, of the Companies Act, 2013, Regulation 16 and 25 read with other applicable regulations, if any, of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, on the recommendation of the Nomination & Remuneration Committee and the Board of Directors of the Company appointed Mr. Neeraj Bajaj (DIN:10674352) as an Additional Director (Non-Executive-Independent) in the Board meeting held on July 15, 2026 and who has submitted a declaration that he meets the criteria for independence as provided under the Act and the SEBI LODR, be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation and to hold office for a term up to 5 (Five) consecutive years with effect from July 15, 2026 to July 14, 2031."

RESOLVED FURTHER THAT for the purpose of giving effect to above resolution, any of the Directors or Key Managerial Personnel ("KMP") of the Company be and are hereby severally authorised to do all such acts, deeds, matters and things as may be deemed necessary, desirable or expedient and to file, sign, verify and execute all such forms (including e-forms), papers or documents, as may be required and do all such acts, deeds, matters and things as may be necessary and incidental for giving effect to the aforementioned resolution.**"**

By Order of the Board

Sd/-
Deepa Bansal
Company Secretary & Compliance Officer
M.no- A46317

Place: Kolkata
Dated: August 31, 2026

NOTES:

1. An Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 relating to the Special Business to be transacted at the Annual General Meeting is annexed hereto.

2. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND THE PROXY NEED NOT BE A MEMBER. Proxies, in order to be effective, must be deposited at the registered office of the company not less than 48 hours before the commencement of the meeting. A blank proxy form is attached herewith the annual report. Members are requested to note that a person can act as a proxy on behalf of Members not exceeding 50 (fifty) and holding in the aggregate not more than 10 % (ten) percent of the total share capital of the Company carrying voting rights. In case a proxy is proposed to be appointed by a member holding more than ten percent of the total share capital of the Company carrying voting rights, then such proxy shall not act as a proxy for any other person or shareholder.

3. Corporate Members intending to send their Authorized Representatives to attend the meeting are requested to send a Certified True Copy of the Board Resolution authorizing their Representative to attend and vote on their behalf at the Meeting.

4. Additional information, pursuant to Regulation 36 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, in respect of the Directors seeking appointment/ re-appointment/ regularization at the AGM as per Item No 2 of the aforesaid notice, is furnished as Annexure to the Notice. The Directors have furnished consent/declaration for their appointment/ re-appointment/ regularization as required under the Companies Act, 2013 and the Rules thereunder.

5. Members, Proxies and Authorized Representatives are requested to bring the duly completed Attendance Slip enclosed herewith to attend the AGM.

6. Any member desirous of getting any information on the accounts of the Company is required to forward his/her queries at least 7 days prior to the meeting so that the required information can be made available at the meeting.

7. As per Regulation 40 of SEBI Listing Regulations, as amended, securities of listed companies can be transferred only in dematerialized form with effect from January 24, 2022. In view of this and to eliminate all risks associated with physical shares and for ease of portfolio management, members holding shares in physical form are requested to consider converting their holdings to dematerialized form. Members can contact the Company or Company's Registrars and Transfer Agents for assistance in this regard.

8. As per the provisions of Section 72 of the Act, the facility for making nomination is available for the Members in respect of the shares held by them. Members who have not yet registered their nomination are requested to register the same by submitting Form No. SH-13. Members are requested to submit the said form to their DP in case the shares are held in electronic form and to RTA in case the shares are held in physical form.

9. The notice of AGM is being sent to those members/beneficial owners whose name will appear in the register of members/list of beneficiaries received from the depositories as on Friday, 28 August, 2026.

10. The copy of Annual Report, notice of 41st Annual General Meeting, notice of e-voting etc. are being sent to the members through e-mail who have registered their e-mail ids with the Company/ Depository Participant (DPs)/ Company's Registrar and Transfer Agent (RTA).

Members are requested to update their preferred e-mail ids with the Company/ Depository Participant (DPs)/ Company's Registrar and Transfer Agent (RTA), which will be used for the purpose of future communications.

11. Members whose e-mail ids are registered with the Company and who wish to receive printed copy of the Annual Report may send their request to the Company for the same at its registered office before the annual general meeting.

12. For members who have not registered their email address, physical copies of the Notice of the Annual General Meeting of the Company inter alia indicating the process and manner of e-voting along with Attendance Slip and Proxy Form is being sent in the permitted mode. Members may also note that Notice of Annual General Meeting and Annual Report for 2025-2026 will be available on Company's website www.laffan.co.in for their download.

13. All the documents referred in the Notice, Annual Report and Register of Director's Shareholding are open for inspection, during the business hours, at the registered office of the Company up to and including the date of Annual General Meeting.

14. The register of Members and Share Transfer books of the Company shall remain closed during the Book Closure period i.e. Saturday, 19 September, 2026 to Friday, 25 September, 2026 (both days inclusive).

15. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are therefore, requested to submit the PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to the Company.

16. The members holding shares in the same name of same order of names under different folios are requested to send the share certificates for consolidation of such shares to the Company.

17. Shareholder seeking any information with regard to the accounts is requested to write to the Company at an early date but not later than 10 days before the scheduled date of holding of Annual General Meeting.

18. In case of joint holders attending the meeting, only such joint holder who is higher in the order of names will be entitled to vote.

19. CS Aakash Goel Proprietor of M/s G Aakash & Associates, Practicing Company Secretary, (C.P No. 21629) appointed as the Scrutinizer to scrutinize the remote e-voting process and voting at the AGM in a fair and transparent manner. The Scrutinizer will submit, not later than 48 hours of conclusion of the AGM, a consolidated Scrutinizer's Report of the total votes cast in favor or against, if any, to the Chairman of the Company or a person authorized by him in writing, who shall counter sign the same and declare the result of the voting forthwith.

20. Since e-voting facility is provided to the Members pursuant to the provisions of Section 108 of the Companies Act, 2013, read with Companies (Management and Administration) Rules, 2014, voting by show of hands are not allowed.

21. To support the 'Green Initiative', Members who have not yet registered their email addresses are requested to register the same with their Depository Participants ("DPs") in case the shares are held by them in electronic form and with RTA in case the shares are held by them in physical form.

22. The notice of the 41st Annual General Meeting and Annual Report for the financial year 2025-2026 of the Company is also been uploaded on the website of the Company i.e www.laffan.co.in.

23. For any assistance or information about shares etc. members may contact the Company.

24. **E-voting**

In compliance with the provisions of section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014 as substituted by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is pleased to provide its members facility to exercise their right to vote on resolutions proposed to be passed in the meeting by electronic means. The members may cast their votes using an electronic voting system from a place other than the venue of the Meeting ("remote e-voting").

25. In terms of provisions of Section 107 of the Companies Act, 2013, since the Company is providing the facility of remote e-voting to the shareholders, there shall be no voting by show of hands at the AGM. The facility for ballot / polling paper shall be made available at the Meeting and the members attending the Meeting who have not cast their vote by remote e-voting shall be able to vote at the Meeting through ballot / polling paper.

26. The shareholders can opt for only one mode of voting i.e. remote e-voting or physical polling at the meeting. In case of voting by both the modes, vote casted through remote e-voting will be considered final and voting through physical ballot will not be considered. The members who have cast their vote by remote e-voting may also attend the Meeting.

THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING ARE AS UNDER:-

The remote e-voting period begins on Tuesday, 22 September, 2026 at 09:00 A.M. and ends on, Thursday, 24 September, 2026 at 05:00 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. Friday, 18 September, 2026, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being Friday, 18 September, 2026.

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

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

Step 1: Access to NSDL e-Voting system

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

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

Type of shareholders	Login Method

Individual Shareholders holding securities in demat mode with NSDL.	1. Existing **IDeAS** user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the "**Beneficial Owner"** icon under **"Login"** which is available under **'IDeAS'** section , this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on **"Access to e-Voting"** under e-Voting services and you will be able to see e-Voting page. Click on company name or **e-Voting service provider i.e. NSDL** and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select **"Register Online for IDeAS Portal"** or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 2. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or **e-Voting service provider i.e. NSDL** and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period. 3. Shareholders/Members can also download NSDL Mobile App "**NSDL Speede**" facility by scanning the QR code mentioned below for seamless voting experience. **NSDL Mobile App is available on** App Store Google Play  

Individual Shareholders holding securities in demat mode with CDSL	1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi /Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then user your existing my easi username & password. 2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly. 3) If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option. 4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.

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

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

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at 022 - 4886 7000 and 022 - 2499 7000
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33

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

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

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.
   Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at https://eservices.nsdl.com/ with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.
4. Your User ID details are given below :

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12****** then your user ID is IN300***12******.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12********** then your user ID is 12**********
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Password details for shareholders other than Individual shareholders are given below:

   a) If you are already registered for e-Voting, then you can user your existing password to login and cast your vote.

b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.

c) How to retrieve your 'initial password'?
   (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
   (ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered.**

6. If you are unable to retrieve or have not received the " Initial password" or have forgotten your password:

   a) Click on "Forgot User Details/Password?"(If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
   b) Physical User Reset Password?" (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
   c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.co.in mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
   d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.

7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
8. Now, you will have to click on "Login" button.
9. After you click on the "Login" button, Home page of e-Voting will open.

Step 2: Cast your vote electronically on NSDL e-Voting system.

How to cast your vote electronically on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle is in active status.
2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period.
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
5. Upon confirmation, the message "Vote cast successfully" will be displayed.

6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.

7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to cs.goelaakash@gmail.com with a copy marked to evoting@nsdl.co.in. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on **"Upload Board Resolution / Authority Letter"** displayed under **"e-Voting"** tab in their login.

2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on www.evoting.nsdl.com to reset the password.

3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on : 022 - 4886 7000 and 022 - 2499 7000 or send a request to Ms Pallavi Mhatre, Senior Manager at evoting@nsdl.co.in

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

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to laffan@mail.com.

2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to laffan@mail.com. If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A)** i.e. Login method for e-Voting for Individual shareholders holding securities in demat mode.

3. Alternatively shareholder/members may send a request to evoting@nsdl.co.in for procuring user id and password for e-voting by providing above mentioned documents.
In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility

Annexure A

Details of Directors seeking appointment at the Extra Ordinary General Meeting [Pursuant to Regulation 36(3) of the SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015 and Secretarial Standard 2 on General Meetings]

1. **Mr. Swapan Sarkar**

Name of the Director	Mr. Swapan Sarkar
DIN	05149442
Date of Birth	04/01/1966
Date of first appointment	May 21, 2012
Brief Resume, Qualification and Experience	Graduate Degree with 13 years of experience in Finance
Names of Listed entities in which the person also holds Directorship and the membership of Committees of board along with listed entities from which the person has resigned in the past three years	1. Jagadishwar Pharmaceutical Works Limited 2. N.E. Electronics Limited 3. Online Information Technologies Limited 4. Impala Industrial Enterprises Limited 5. Logic Infotech Limited
Terms and conditions of appointment	Re-appointment as Managing Director of the Company w.e.f. September 25, 2026
Number of shares held in the Company	Nil
Remuneration drawn, if any Relationships between Directors inter se	Nil
Directorships held in other companies (excluding Foreign Companies)	NIL
Memberships/ Chairpersonships of committees of other companies	NIL

By Order of the Board

Sd/-
Deepa Bansal
Company Secretary & Compliance Officer
M.no- A46317
Place: Kolkata
Dated: August 31, 2026

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

ITEM NO. 3

REGULARIZATION OF MS. POOJA SARKAR (DIN:11189205) BY APPOINTING HER AS INDEPENDENT DIRECTOR OF THE COMPANY

The Board of Directors in its meeting held on 15th July 2026, subject to the approval of the Shareholders, and upon the recommendation of Nomination and Remuneration committee appointed MS. Pooja Sarkar (DIN:11189205) as an Additional Director (Independent Category) of the Company, in accordance with applicable laws, including Sections 149 and 152 read with Schedule IV, Section 161 and other applicable provisions, if any, of the Companies Act, 2013 (including any amendments, modifications or re-enactment), along with the rules made thereunder, including the Companies (Appointment and Qualification of Directors) Rules, 2014, each as amended ("Companies Act") and the provisions of Regulation 17 of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") each as amended, and other applicable provisions thereof, if any, and pursuant to the provisions of the articles of association of the Company. In this connection, the board of directors of the Company (the "Board") is of the opinion that Ms. Pooja Sarkar fulfils the criteria for independent directors, as set out in the Companies Act, related rules framed thereunder and the SEBI Listing Regulations and that Ms. Pooja Sarkar is independent of the management of the Company.

The proposed Independent Directors have submitted a declaration that they meet the criteria for appointment as an independent director. Further, the Company has received the consent in writing from Ms. Pooja Sarkar to act as a Director in Form DIR-2, intimation to the effect that she is not disqualified to be appointed as a Director in other companies in Form DIR-8 and the certificate issued by the Indian Institute of Corporate Affairs, in compliance with Rule 6 of the Companies (Appointment and Qualifications of Directors) Rules, 2014.

The Board has recommended the appointment of such Director as an Independent Director for a term of five years subject to such Directors continuing to satisfy the criteria of independence in terms of the Companies Act, 2013, the rules made thereunder and the SEBI Listing Regulations, and shall not be liable to retire by rotation.

The Board recommends the Special Resolutions set out at Item No. 3 of the Notice for approval by the Members.

None of the Directors / Key Managerial Personnel of the Company / their relatives are, in any way, directly/ indirectly concerned or interested, financially or otherwise, in the resolution set out in the Notice.

Details of Directors seeking appointment at the Annual General Meeting [Pursuant to Regulation 36(3) of the SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015 and Secretarial Standard 2 on General Meetings]

Name of the Director	Ms. Pooja Sarkar
DIN	11189205
Date of Birth	May 02, 1995

Date of first appointment	July 15, 2026
Brief Resume, Qualification and Experience	Graduate
Terms and conditions of appointment	Appointment Non- Executive Independent Director as of the Company w.e.f. July 15, 2026
Number of shares held in the Company	Nil
Remuneration drawn, if any Relationships between Directors inter se	Nil
Directorships held in other companies (excluding Foreign Companies)	NIL
Memberships/ Chairpersonships of committees of other companies	NIL

ITEM NO. 4

REGULARIZATION OF MS. NEHA SINGHAL (DIN:11766064) BY APPOINTING HER AS INDEPENDENT DIRECTOR OF THE COMPANY

The Board of Directors in its meeting held on 15th July 2026, subject to the approval of the Shareholders, and upon the recommendation of Nomination and Remuneration committee appointed Ms. Neha Singhal (DIN:11766064) as an Additional Director (Independent Category) of the Company, in accordance with applicable laws, including Sections 149 and 152 read with Schedule IV, Section 161 and other applicable provisions, if any, of the Companies Act, 2013 (including any amendments, modifications or re-enactment), along with the rules made thereunder, including the Companies (Appointment and Qualification of Directors) Rules, 2014, each as amended ("Companies Act") and the provisions of Regulation 17 of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") each as amended, and other applicable provisions thereof, if any, and pursuant to the provisions of the articles of association of the Company. In this connection, the board of directors of the Company (the "Board") is of the opinion that Ms. Neha Singhal fulfils the criteria for independent directors, as set out in the Companies Act, related rules framed thereunder and the SEBI Listing Regulations and that Ms. Neha Singhal is independent of the management of the Company.

The proposed Independent Directors have submitted a declaration that they meet the criteria for appointment as an independent director. Further, the Company has received the consent in writing from Ms. Neha Singhal to act as a Director in Form DIR-2, intimation to the effect that she is not disqualified to be appointed as a Director in other companies in Form DIR-8 and the certificate issued by the Indian Institute of Corporate Affairs, in compliance with Rule 6 of the Companies (Appointment and Qualifications of Directors) Rules, 2014.

The Board has recommended the appointment of such Director as an Independent Director for a term of five years subject to such Directors continuing to satisfy the criteria of independence in terms of the Companies Act, 2013, the rules made thereunder and the SEBI Listing Regulations, and shall not be liable to retire by rotation.

The Board recommends the Special Resolutions set out at Item No. 4 of the Notice for approval by the Members.

None of the Directors / Key Managerial Personnel of the Company / their relatives are, in any way, directly/ indirectly concerned or interested, financially or otherwise, in the resolution set out in the Notice.

Details of Directors seeking appointment at the Annual General Meeting [Pursuant to Regulation 36(3) of the SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015 and Secretarial Standard 2 on General Meetings]

Name of the Director	Ms. Neha Singhal
DIN	11766064
Date of Birth	April 03, 1991
Date of first appointment	July 15, 2026
Brief Resume, Qualification and Experience	Graduate
Terms and conditions of appointment	Appointment as Non- Executive Independent Director of the Company w.e.f. July 15, 2026
Number of shares held in the Company	Nil
Remuneration drawn, if any Relationships between Directors inter se	Nil
Directorships held in other companies (excluding Foreign Companies)	NIL
Memberships/ Chairpersonships of committees of other companies	NIL

ITEM NO. 5

REGULARIZATION OF MR. NEERAJ BAJAJ (DIN:10674352) BY APPOINTING HIM AS INDEPENDENT DIRECTOR OF THE COMPANY

The Board of Directors in its meeting held on 15th July 2026, subject to the approval of the Shareholders, and upon the recommendation of Nomination and Remuneration committee appointed Mr. Neeraj Bajaj (DIN: 10674352) as an Additional Director (Independent Category) of the Company, in accordance with applicable laws, including Sections 149 and 152 read with Schedule IV, Section 161 and other applicable provisions, if any, of the Companies Act, 2013 (including any amendments, modifications or re-enactment), along with the rules made thereunder, including the Companies (Appointment and Qualification of Directors) Rules, 2014, each as amended ("Companies Act") and the provisions of Regulation 17 of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") each as amended, and other applicable provisions thereof, if any, and pursuant to the provisions of the articles of association of the Company. In this connection, the board of directors of the Company (the "Board") is of the opinion that Mr. Neeraj Bajaj fulfils the criteria for independent directors, as set out in the Companies Act, related rules framed thereunder and the SEBI Listing Regulations and that Mr. Neeraj Bajaj is independent of the management of the Company.

The proposed Independent Directors have submitted a declaration that they meet the criteria for appointment as an independent director. Further, the Company has received the consent in writing from Mr. Neeraj Bajaj to act as a Director in Form DIR-2, intimation to the effect that she is not disqualified to be appointed as a Director in other companies in Form DIR-8 and the certificate issued by the Indian Institute of Corporate Affairs, in compliance with Rule 6 of the Companies (Appointment and Qualifications of Directors) Rules, 2014.

The Board has recommended the appointment of such Director as an Independent Director for a term of five years subject to such Directors continuing to satisfy the criteria of independence in terms of the Companies Act, 2013, the rules made thereunder and the SEBI Listing Regulations, and shall not be liable to retire by rotation.

The Board recommends the Special Resolutions set out at Item No. 5 of the Notice for approval by the Members.

None of the Directors / Key Managerial Personnel of the Company / their relatives are, in any way, directly/ indirectly concerned or interested, financially or otherwise, in the resolution set out in the Notice.

Details of Directors seeking appointment at the Extra Ordinary General Meeting [Pursuant to Regulation 36(3) of the SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015 and Secretarial Standard 2 on General Meetings]

Name of the Director	Mr. Neeraj Bajaj
DIN	10674352
Date of Birth	August 19, 1984
Date of first appointment	July 15, 2026
Brief Resume, Qualification and Experience	Qualified Company Secretary having rich experience of more than 17 years in core secretarial work. Handled high profile clients and worked with various professionals. He is having a huge professional network with strong public relations and also help companies in fund arrangement and market making.
Terms and conditions of appointment	Appointment as Non- Executive Independent Director of the Company w.e.f. July 15, 2026
Number of shares held in the Company	Nil
Remuneration drawn, if any Relationships between Directors inter se	Nil
Directorships held in other companies (excluding Foreign Companies)	NIL
Memberships/ Chairpersonships of committees of other companies	NIL

By Order of the Board

Sd/-
Deepa Bansal
Company Secretary & Compliance Officer
M.no- A46317
Place: Kolkata
Dated: August 31, 2026

LAFFAN SOFTWARE LIMITED
CIN: L72200WB1985PLC282004
Regd. Office: 21/7, Sahapur Colony Ground Floor,
Kolkata – 700053
Website: www.laffan.co.in
Email Id: laffan@mail.com, Phone: +91 9163513015

ATTENDANCE SLIP

Date of Annual Genral Meeting: Friday, 25 September, 2026
Venue: 21/7, Sahapur Colony Ground Floor, Kolkata – 700053

PLEASE FILL ATTENDANCE SLIP AND HAND IT OVER AT THE ENTRANCE OF THE MEETING VENUE

Name	
Address	
DP-ID/CLIENT-ID*	
Regd. Folio No.#	
No. of shares held	
Whether the member is attending the meeting in person or by proxy or by authorized representative.	
Name of the proxy (to be filed in if proxy attends instead of the member).	

*Applicable for investors holding shares in Electronic form.
Applicable for investors holding shares in Electronic form.

I certify that I am a registered Shareholders/Proxy for the registered Shareholder of the Company. I/we hereby record my/our presence at the Annual General Meeting of the Company held on Friday, 25 September, 2026 at the registered office of the Company situated at 21/7, Sahapur Colony Ground Floor, Kolkata – 700053

Signature of the Member/Proxy
(To be signed at the time of handing over the slip)

LAFFAN SOFTWARE LIMITED

CIN: L72200WB1985PLC282004
Regd. Office: 21/7, Sahapur Colony Ground Floor, Kolkata – 700053
Website: www.laffan.co.in
Email Id: laffan@mail.com, **Phone:** +91 9163513015

Form No. MGT-11
PROXY FORM
[Pursuant to section 105(6) of the Companies Act, 2013 and Rule 19(3) of the Companies Management and Administration) Rules, 2014]

CIN: L72200WB1985PLC282004
Name of the Company: Laffan Software Limited
Registered office: 21/7, Sahapur Colony Ground Floor**,** Kolkata – 700053

Name of the member(s)	
Registered address:	
E-mail Id:	
Folio No. / Client Id	
DP ID:	

I/We, being the holder(s) of shares of the above named Company, hereby appoint

1. Name: _____

Address:_____
E-mail Id:_____
Signature: _____ or failing him/her

2. Name: _____

Address: _____
E-mail Id: _____
Signature: _____

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 41st Annual General Meeting of the Company, to be held on Friday, 25 September, 2026 at 04:00 P.M. at the Registered Office of the Company at, 21/7, Sahapur Colony Ground Floor**,** Kolkata – 700053 and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No.	Resolutions
Ordinary Business:	
1.	To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the financial year ended 31st March, 2026, including the Audited Balance Sheet as at 31st March, 2026, the Statement of Profit & Loss and Cash Flow Statement for the year ended on that date and the reports of Board of Directors and Auditors thereon.
2.	Re-Appointment of Mr. Swapan Sarkar (DIN : 05149442) as a Director, liable to retire by rotation, who had offered himself for re-appointment:
	Special Business
3.	Regularization of the Appointment of Ms. Pooja Sarkar (DIN:11189205) as Director in the Category of (Non- Executive Independent Director)
4.	Regularization of the Appointment of Ms. Neha Singhal (DIN:11766064) as Director in the Category of (Non- Executive Independent Director)
5.	Regularization of the Appointment of Mr. Neeraj Bajaj (DIN:10674352) as Director in the Category of (Non- Executive Independent Director)

Signed this …….. day of…… 2026

Affix Revenue Stamp

Signature of shareholder(s) Signature of Proxy holder(s) Notes:

1. This form of proxy in order to be effective -should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.

2. Any alteration or correction made to this Proxy form must be initialled by the signatory / signatories.

LAFFAN SOFTWARE LIMITED
CIN: L72200WB1985PLC282004
Regd. Office: 21/7, Sahapur Colony Ground Floor,
Kolkata – 700053
Website: www.laffan.co.in
Email Id: laffan@mail.com, **Phone**: +91 9163513015

Form No. MGT-12
Polling Paper
[Pursuant to section 109(5) of the Companies Act, 2013 and rule 21(1)(c) of the Companies (Management and Administration) Rules, 2014]

Name of the Company :	Laffan Software Limited
Registered office :	21/7, Sahapur Colony Ground Floor, Kolkata – 700053

BALLOT PAPER (41st AGM, 2026)		
S. No.	**Particulars**	**Details**
1.	Name of the First Named Shareholder (In block letters)	
2.	Postal address	
3.	Registered folio No. / *Client ID No. (*Applicable to investors holding shares in dematerialized form)	
4.	Class of Share	**Equity Share**

I hereby exercise my vote in respect of Ordinary/ Special resolution enumerated below by recording my assent or dissent to the said resolution in the following manner:

S. No.	**Resolutions**	No. of shares held by me	I assent to the resolution	I dissent from the resolution
1.	To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the financial year ended 31st March, 2026, including the Audited Balance Sheet as at 31st March, 2026, the Statement of Profit & Loss and Cash Flow Statement for the year ended on that date and the reports of Board of Directors and Auditors thereon.			
2.	Re-Appointment of Mr. Swapan Sarkar (holding DIN : 05149442) as a Director, liable to retire by rotation, who had offered himself for re-appointment:			
4.	Regularization of the Appointment of Ms. Pooja Sarkar (DIN:11189205) as Director in the Category of (Non-Executive Independent Director)			

5.	Regularization of the Appointment of Ms. Neha Singhal (DIN:11766064) as Director in the Category of (Non- Executive Independent Director)			
6.	Regularization of the Appointment of Mr. Neeraj Bajaj (DIN:10674352) as Director in the Category of (Non-Executive Independent Director)			

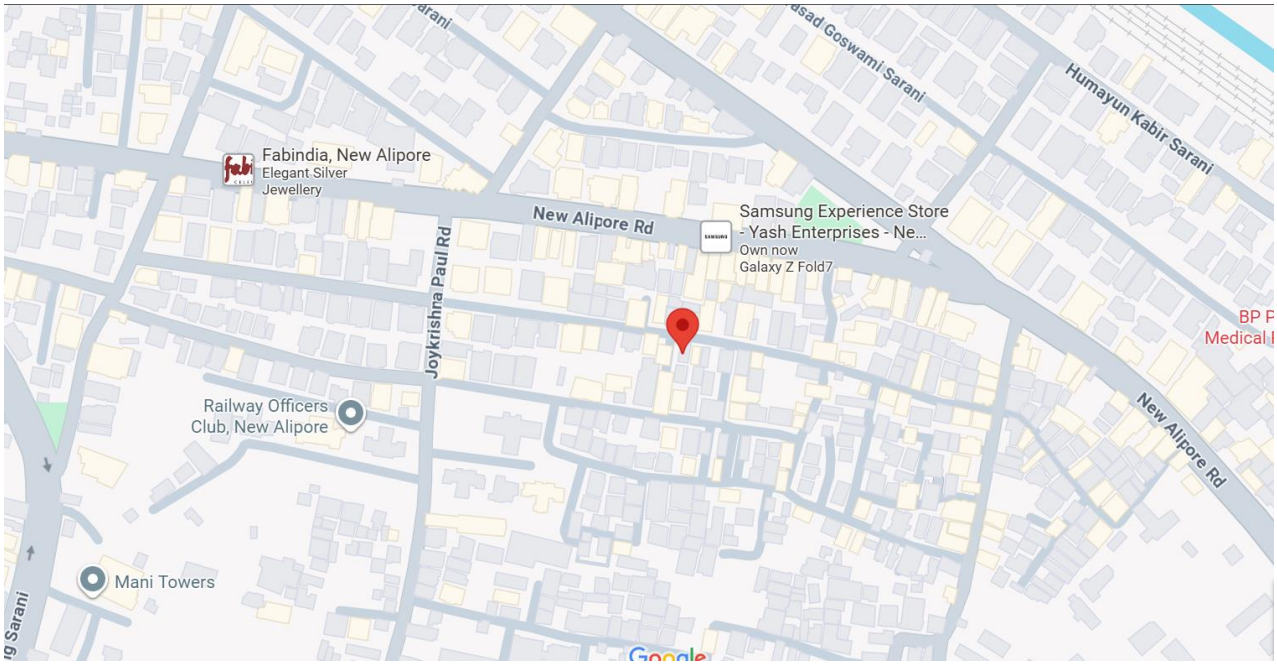
Place: Kolkata

(Signature of the shareholder)

ROUTE MAP

Venue of the Annual General Meeting of Laffan Software Limited Company Limited to be held on Friday, 25 September, 2026

Venue: 21/7, Sahapur Colony Ground Floor, Kolkata – 700053



LAFFAN SOFTWARE LIMITED

CIN: L72200WB1985PLC282004
Regd. Office: 21/7, Sahapur Colony Ground Floor, Kolkata – 700053
Website: www.laffan.co.in
Email Id: laffan@mail.com, **Phone:** +91 9163513015

DIRECTOR'S REPORT

To,
The Shareholders,

Your Directors have pleasure in presenting the 41st Annual Report along with the Audited Financial statements of the Company for the financial year ended 31st March, 2026.

1. Financial Summary Results:

Rs. In Lakhs

Particulars	2025-26	2024-25
Income	7.43	11.09
Expenditure	9.21	16.04
Profit/(Loss) before depreciation tax and exceptional item Exceptional item	(1.79)	(4.95)
Depreciation	--	--
Exceptional item	--	--
Profit/(Loss) before Taxation	(1.79)	(4.95)
Deferred Tax/Current tax	--	--
Profit/(Loss) After Taxation	(1.79)	(4.95)

2. Business performance:

The Company does not have divisions therefore division wise working details are not applicable. There is no revenue from operations of the Company for the year ended 31st March, 2026 and March 31, 2025. During the financial year 2025-26, the Company has suffered a loss of Rs. 1.79 lakhs as compared to the loss of Rs. 4.95 lakhs in previous year.

3. Share Capital:

The paid up equity capital as on March 31, 2026 is Rs. 15,22,17,000/- divided into 1,52,21,700 equity shares of Rs. 10/- each. During the year under review, the Company has not issued bonus shares nor issued shares with differential voting rights nor granted stock options nor sweat equity and nor buy back its own securities.

4. Change in nature of Business:

There was no change in nature of business activity during the year.

5. Transfers to Reserves:

During the year, the Company has not transferred any amount to the reserves.

6. **Material Changes and Commitments Affecting The Financial Position of the Company occurred between the end of the Financial Year of the Company to which The financial statement relate and the date of the report:**

There are no material changes and commitments affecting the financial position of the company which have occurred between the end of the financial year of the company to which the financial statements relate and the date of the report.

7. **Dividend:**

Your Directors do not recommend any dividend for the equity shareholders for the financial year 2025-26.

8. **Change in Registered Office:**

The Company had changed its Registered Office from 205, Haribol Roy Market, 2nd Floor, A.T. Road, Guwahati, Assam 781001 to 21/7, Sahapur Colony, Ground Floor, New Alipore, Kolkata, West Bengal, India, 700053 i.e outside the jurisdiction of existing ROC Guwahati to the ROC Kolkata effective from August 19, 2025.

9. **Conservation of Energy, Technology Absorption and Foreign Exchange Earnings and Out-Go:**

A) Conservation of energy:

(i) The steps taken or impact on conservation of energy; Nil
(ii) The steps taken by the company for utilizing alternate sources of energy; Nil
(iii) The capital investment on energy conservation equipment; Nil

Note: - The Company does not have any manufacturing activities, which require heavy consumption of energy. The company uses latest technology low energy consumption products in its office.

B) Technology absorption:

(i) The efforts made towards technology absorption: Nil
(ii) The benefits derived like product improvement, cost reduction, product development or import substitution: Nil
In case of imported technology (imported during the last three years reckoned from the beginning of the financial year): Nil
    a. The details of technology imported: Nil
    b. The year of import; Nil
    c. Whether the technology been fully absorbed; Nil
(iii) If not fully absorbed, areas where absorption has not taken place, and the reasons thereof; Nil and
(iv) The expenditure incurred on Research and Development. Nil

Note: - In respect of the Nature of the Business of the Company there was no requirement of any technology.

C) Foreign exchange earnings and Outgo:

The Foreign Exchange earned in terms of actual inflows during the year and the Foreign Exchange outgo during the year in terms of actual outflows. -No Foreign Exchange is earned or spent by the company during the year under review.

10. Weblink of Annual Return:

Pursuant to Section 92 of the Act and Rule 12 of the Companies (Management and Administration) Rules, 2014, the Annual Return is available on the website of the Company on the following link: www.laffan.co.in

11. Directors and Key Managerial Personnel

A) Changes in Directors and Key Managerial Personnel:

To comply with the provisions of Section 152 of the Act and in terms of the Articles of Association of the Company, Mr. Swapan Sarkar (DIN: 05149442), Managing Directors of the Company is liable to retire by rotation at the ensuing AGM and being eligible, seeks re-appointment. The Board of Directors, on the recommendation of Nomination and Remuneration Committee ('NRC'), recommended their re-appointment for consideration by the Members at the ensuing AGM.

Mr. Sandip Kumar Singh has tendered their resignation from the position of Chief Financial Officer of the Company on August 30, 2026 and on his place Mr. Swapan Sarkar was appointed as Chief Financial officer of the Company with effect from August 30, 2026

None of the Directors of the Company are disqualified as per the provisions of Section 164 of the Act. The Directors of the Company have made necessary disclosures under Section 184 and other relevant provisions of the Act.

Brief resume and other details of the Directors being appointed/re-appointed at the ensuing AGM as stipulated under Secretarial Standard-2 issued by the Institute of Company Secretaries of India and Regulation 36(3) of the SEBI (LODR) Regulations, are separately disclose in the Notice of ensuing AGM

After the closing of Financial year 2025-26, following changes have taken place in the board:

1. Ms. Pooja Sarkar (DIN:11189205) was appointed as Additional Director (Non-Executive Independent Director) of the Company w.e.f. Wednesday, July 15, 2026.
2. Ms. Neha Singhal (DIN:11766064) was appointed as an Additional Director (Non-Executive Independent Director) of the Company w.e.f. Wednesday, July 15, 2026.
3. Mr. Neeraj Bajaj (DIN:10674352) was appointed as an Additional Director (Non-Executive Independent Director) of the Company w.e.f. Wednesday, July 15, 2026.
4. Ms. Tulika Paul (DIN: 09152872) has tendered his resignation as an Non Executive Independent Director of the Company with effect from close of business hours on 07th August, 2026
5. Ms. Soma Ghosh (DIN: 09153111) has tendered his resignation as an Non Executive Independent Director of the Company with effect from close of business hours on 07th August, 2026
6. Mr. Gunodhar Ghosh (DIN: 08524622) has tendered his resignation as an Non Executive Independent Director of the Company with effect from close of business hours on 07th August, 2026

12. Independent directors' declaration :

Each of the Independent Directors have provided a declaration in accordance with Section 149(7) of the Act, read with Rules 16 and 25(8) of the Listing Regulations, confirming that

he/she meets the criteria of independence as laid out in Section 149(6) of the Act and Regulations 16(1)(b) and 25(8) of the Listing Regulations.

13. Deposits:

During the year under review, your Company did not accept any deposits within the meaning of provisions of Chapter V – Acceptance of Deposits by Companies of the Companies Act, 2013 read with the Companies (Acceptance of Deposits) Rules, 2014.

14. Internal Control Systems and their Adequacy:

The Company has an Internal Control System, commensurate with the size, scale and complexity of its operations. The scope and authority of the Internal Audit function is defined in the Internal Audit Manual. To maintain its objectivity and independence, the Internal Audit function reports to the Chairman of the Audit Committee of the Board.

The Internal Audit Department monitors and evaluates the efficacy and adequacy of internal control system in the Company, its compliance with operating systems, accounting procedures and policies at all locations of the Company. Based on the report of internal audit function, process owners undertake corrective action in their respective areas and thereby strengthen the controls. Significant audit observations and recommendations along with corrective actions thereon are presented to the Audit Committee of the Board.

15. Board and Committee Meetings:

The Board of Directors (herein after called as "the Board") met for 6 (six) times during the Year under review:

Sr. No.	Particulars	No. of meetings held
1	Board meetings	**6**
2	Audit Committee meetings	**4**
3	Nomination and Remuneration Committee meeting	**1**
4.	Stakeholders Committee Meeting	**4**
5.	Other Committee meetings (Independent Director Committee meeting)	**1**

16. Code of Conduct:

The Company has laid down a code of conduct for all Board members and senior management and Independent Directors of the Company. All the Board members including independent directors and senior management personnel have affirmed compliance with the code of conduct.

17. Company's Policy on Directors' Appointment and Remuneration & Evaluation

Pursuant to the provisions of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Policy on Nomination and Remuneration of Directors, Key Managerial Personnel, Senior Management and other employees has been formulated including criteria for determining qualifications, positive attributes, Independence of a Director and other matters as required under the said Act and Listing Agreement.

The evaluation framework for assessing the performance of Directors comprises of the following key areas

- Expertise;
- Objectivity and Independence;
- Guidance and support in context of life stage of the Company;
- Understanding of the Company's business;
- Understanding and commitment to duties and responsibilities;
- Willingness to devote the time needed for effective contribution to Company;
- Participation in discussions in effective and constructive manner;
- Responsiveness in approach;
- Ability to encourage and motivate the Management for continued performance and success;

The evaluation involves Self-Evaluation by the Board Member and subsequently assessment by the Board of Directors. A member of the Board will not participate in the discussion of his / her evaluation.

Accordingly, a process of evaluation was followed by the Board for its own performance and that of its committees and individual Directors and also the necessary evaluation was carried out by Nomination and Remuneration Committee and Independent Director at their respective meetings held for the purpose.

The Independent Directors have also confirmed that they have registered their names in the Independent Directors' Databank. Further, the Board members are satisfied with regard to integrity, expertise and experience (including the proficiency) of the Independent Directors of the Company. The details of familiarization programme for Independent Directors are available on the Company's website at www.laffan.co.in.

18. Vigil Mechanism/ Whistle Blower Policy:

The Company has a vigil mechanism named 'LAFFANSOFT' in terms of Section 177 of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 to deal with instance of fraud and mismanagement, if any, and to report concerns about unethical behavior, wrongful conduct and violation of the Company's code of conduct or ethics policy. The details of the said policy are explained in the Corporate Governance Report and also posted on the website of the Company i.e. **www.laffan.co.in .**

19. Remuneration Policy:

The Board has, on the recommendation of the Nomination and Remuneration Committee adopted the Remuneration Policy, which inter-alia includes policy for selection and appointment of Directors, Key Managerial Personnel, Senior Management Personnel and their remuneration. The Remuneration Policy is stated in the Corporate Governance Report.

20. Familiarisation Programme For Board Members:

The Company is required to conduct the Familiarization Programme for Independent Directors (IDs), to familiarize them about the Company and their roles, rights, responsibilities in the Company. The Familiarization Programme is stated in the Corporate Governance Report forming part of this Annual Report. The details of such Familiarization Programme for directors may be referred to, at the website of the Company at **www.laffan.co.in .**

21. Secretarial Standards:

The Company has in place proper systems to ensure compliance with the provisions of the applicable Secretarial Standards issued by The Institute of Company Secretaries of India and such systems are adequate and operating effectively.

22. Director's Responsibility Statement:

The directors confirm that:

i) In the preparation of the annual accounts, the applicable accounting standards have been followed.

ii) The directors have selected such accounting policies and applied them consistently and made judgments and estimates that were reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year 2025-26 and of the **Loss** of the Company for the year under review.

iii) The directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities.

iv) The directors have prepared the annual accounts on a going concern basis.

v) The directors had laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and were operating effectively.

vi) The directors had devised proper system to ensure compliance with the provisions of all applicable laws and that such system was adequate and operating effectively.

23. Risk Policy:

Business risk evaluation and management is an ongoing process within the Company as per the risk management policy established by the board. The Company understands that risk evaluation and risk mitigation is a function of the Board of the Company and the Board of Directors is fully committed to developing a sound system for identification and mitigation of applicable risks viz., systemic and non-systemic. The Board of Directors has approved a Risk Management Policy as per which the Company is in the process of identifying critical risks of various departments within the Company. Once identified, a sound mitigation system will be put in place. Further the Board is of the opinion that at present there are no material risks that may threaten the functioning of the Company.

The Company has a Risk Management framework in place to identify, assess, monitor and mitigate various risks to the business. This framework seeks to minimize adverse impact on the business objectives and enhance the Company's competitive advantage. The framework also defines the risk management approach across the enterprise at various levels. Risk Management forms an integral part of the Company's planning process. Risk Management Committee of the Board reviews the process of risk management. The details of the Committee and its terms of reference are set out in the Corporate Governance Report forming part of the Board's Report

24. Auditors:

The shareholders of the Company at the 38th Annual General Meeting was held on 30th September, 2023 had appointed M/s. Rajesh U Shah & Associates, Chartered Accountants (FRN: 327799E) as the Statutory Auditors of the company to hold office for period of 5 years commencing from the conclusion of the 38th AGM till the conclusion of 43rd AGM to held in

the year 2028. M/s. Rajesh U Shah & Associates, Chartered Accountants (FRN: 327799E) will continue to act as auditors of the Company till financial year 2027-28.

25. Statutory Auditors' Observations:

The notes on financial statements referred to in the Auditors' Report are self-explanatory and do not call for any further comments. The Auditors Report does not contain any qualification, reservation or adverse remark.

There is no audit qualification for the year under review. Further no frauds are reported by the Auditor which falls within the purview of Section 143(12) of Companies Act, 2013**.**

26. Particulars of Contracts and Arrangements with Related Parties:

All contracts/arrangements/transactions entered by the Company during the financial year with related parties were in the ordinary course of business and on an arm's length basis and are reviewed by the Audit Committee of the Board. During the year the Company has not entered into any contract/arrangement/transaction with related parties which could be considered material in accordance with the policy of the Company on materiality of related party transactions. A Policy on related party transactions has been posted on the Company's website **www.laffan.co.in**

27. Disclosure under section 197(12) of the companies act, 2013 and other disclosures as per rule 5 of companies (Appointment & Remuneration) rules, 2014:

The statement containing particulars of employees as required under 197(12) of the Companies Act, 2013 read along with Rule 5(2) and 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is not applicable to the Company as no employees were in receipt of remuneration above the limits specified in Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014**.**

28. Secretarial Audit Report:

Pursuant to provisions of section 204 of the Companies Act, 2013 and The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 CS Sakshi Vashisth Proprietor of M/s. Sakshi Vashisth & Associates, Practicing Company Secretary, (C.P No. 21629) was appointed to conduct the Secretarial Audit of the Company for the financial year ended March 31, 2026. The Secretarial Audit Report is annexed herewith as "**Annexure A.**"

The Secretarial Auditor of the Company has given unqualified report during the year under review.

29. Particulars of Loans, Guarantees or Investments:

The Company has not given any loans or guarantees covered under the provisions of section 186 of the Companies Act, 2013 during the Financial Year 2025-26.

30. Equity shares with differential Rights:

The Company has not issued any equity shares with deferential voting rights.

31. Corporate Social Responsibility Initiatives:

The provisions of section 135 about constitution of Corporate Social Responsibility Committee are not applicable to the Company. Hence, the company has not formed the same.

32. Details of Subsidiary/Joint Ventures/Associate Companies:

The Company does not have any subsidiary Companies or joint venture Companies or associate Companies during the year under review. Also, there was no company which have become or ceased to become the subsidiaries/joint ventures/associate company (ies) during the year.

33. Significant and Material Orders Passed by the Regulators or Courts or Tribunals:

During the financial year under review there were no significant and / or material orders, passed by the Regulatory/ Statutory Authorities or the Courts, which would impact the going concern status and its future operations.

34. Disclosure regarding issue of Employee Stock Options:

The Company has not issued shares under employee's stock options scheme pursuant to provisions of Section 62 read with Rule 12(9) of Companies (Share Capital and Debenture) Rules, 2014.

35. Disclosure regarding issue of Sweat Equity Shares

The Company has not issued sweat equity shares pursuant to provisions of Section 54 read with Rule 8 of Companies (Share Capital and Debenture) Rules, 2014 during the Financial Year.

36. Management Discussion and Analysis:

Management Discussion and Analysis Report for the financial year under review as stipulated under regulation 34 of the Listing Regulations is set out in a separate Section forming part of this Report.

37. Corporate Governance:

The Corporate Governance Report for Financial Year 2025-26 as stipulated under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred to as 'Listing Regulations') forms part of the Annual Report. The certificate from a practicing Chartered Accountant on compliance(s) with the corporate governance norms forms part of the Corporate Governance Report.

38. Board's Response on Auditors Qualification, Reservation or Adverse Remark or disclaimer Made:

There are no qualifications, reservations or adverse remarks made by the Statutory Auditors in their report or by the Company Secretary in Practice in the Secretarial Audit Report.

39. Disclosures Under Sexual Harassment of Women at workplace (Prevention, Prohibition & Redressal) Act, 2013:

The Company is committed to provide a safe & conducive work environment to its employees and has formulated 'Policy for Prevention of Sexual Harassment' to prohibit, prevent or deter any acts of sexual harassment at workplace and to provide the procedure for the redressal of

complaints pertaining to sexual harassment, thereby providing a safe and healthy work environment. During the year under review, no case of sexual harassment was reported.

40. Details of significant and material orders passed by the Regulators or Courts or Tribunals impacting the going concern status and company's operations in future:

There are no significant and material orders passed by the Regulators/ Court who would impact the going concern status of the Company and its future operations.

41. Internal Financial Controls

The Directors had laid down internal Financial controls to be followed by the Company and such policies and procedures adopted by the Company for ensuring the orderly and efficient conduct of its business, including adherence to Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records and the timely preparation of reliable Financial information. The Audit Committee evaluates the internal financial control system periodically

42. Compliance with Secretarial Standards on Board and General meeting

During the year under review, the Company has complied with the applicable Secretarial Standards i.e. SS-1 and SS-2, relating to "Meetings of the Board of Directors" and "General Meetings", respectively, issued by The Institute of Company Secretaries of India.

43. Cost Auditor

The appointment of Cost Auditor for the Company is not applicable to the Company

44. Appreciations:

Your Company and its Directors wish to extend their sincerest thanks to the Members of the Company, Bankers, State Government, Local Bodies, Customers, Suppliers, Executives, Staff and workers at all levels for their continuous co-operation and assistance.

For and on behalf of **Board of Directors**

(Swapan Sarkar)	**(Neha Singhal)**
Managing Director	**Director**
DIN: 05149442	**DIN: 11766064**

Date: August 31, 2026
Place: Kolkata

Secretarial Audit report of Laffan Software Limited
For the year ended 31st March 2026

FORM MR-3

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

To,
The Members,
Laffan Software Limited
21/7, Sahapur Colony Ground Floor,
Kolkata – 700053

I, have conducted the secretarial audit of the compliances applicable statutory provisions and adherence to good corporate practices by **Laffan Software Limited bearing CIN:** L72200WB1985PLC282004 (Hereinafter called as 'the Company'). The secretarial audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

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

I further report that maintenance of proper and updated Books, Papers, Minutes Books, filing of Forms and Returns with applicable regulatory authorities and maintaining other records is responsibility of management and of the Company. Our responsibility is to verify the content of the documents produced before us, make objective evaluation of the content in respect of compliance and report thereon. We have examined on test basis, the books, papers, minutes books, forms and returns filed and other records maintained by the Company and produced before us for the financial year ended 31st March, 2026 according to the provisions of:

i) The Companies Act, 2013 (the Act) and the rules made thereunder;

ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;

iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;

iv) Foreign Exchange Management Act, 1999* and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;

The following regulations and guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act') to the extent applicable:

a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;

b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015, as amended;

c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 and The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2022;

d) The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021*;

e) The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021*;

f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) (Amendment) Regulations, 2006* regarding the Companies Act and dealing with client;

g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2022*;

h) The Securities and Exchange Board of India (Buy-back of Securities) Regulations, 2018*;

i) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended and

j) The Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018;

v) Prevention of Money Laundering Act, 2002* and its circulars, notifications.

vi) Anti-Money Laundering Regulation issued by RBI and various circulars and Guidelines thereunder*.

vii) Employee Laws –

- The Payment of Gratuity Act, 1972 and Payment of Gratuity (Central) Rules, 1972
- The Payment of Bonus Act, 1965 and Payment of Bonus Rules, 1975
- The Employees State Insurance Act, 1948
- The Employees' Provident Fund and Miscellaneous Provisions Act, 1952 & the scheme provided thereunder

viii) Acts as prescribed under Shop and Establishment Act of State and various local authorities.

ix) The Negotiable Instrument Act, 1881*

x) The Indian Stamp Act, 1899* and the State Stamp Acts*

xi) The Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

* no event took place in (*) mark acts/rules/regulations

We have also examined compliance with the applicable clauses of the following:-

- Secretarial Standards pursuant to section 118(10) of the Act, issued by the Institute of Company Secretaries of India.

- Listing Agreements entered into by the Company with Metropolitan Stock Exchange of India Limited ("MSEI") as per SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

k) We have verified systems and mechanism which is in place and followed by the Company to ensure Compliance of these specifically applicable Laws as mentioned above, to the extent of its' applicability to the Company and we have also relied on the representation made by the Company and its Officers in respect of systems and mechanism formed / followed by the Company for compliances of other applicable Acts, Laws and Regulations and found the satisfactory operation of the same.

* no event took place in (*) mark acts/rules/regulations

All other relevant applicable laws including those specifically applicable to the company, a list of which has been provided by the management. The examination and reporting of these laws and rules are limited to whether there are adequate systems and processes are in place to monitor and ensure compliance with those laws.We have verified systems and mechanism which is in place and followed by the Company to ensure Compliance of these specifically applicable Laws as mentioned above, to the extent of its' applicability to the Company and we have also relied on the representation made by the Company and its Officers in respect of systems and mechanism formed / followed by the Company for compliances of other applicable Acts, Laws and Regulations and found the satisfactory operation of the same.

I have also examined compliance with the applicable clauses of the following Secretarial Standards: The Secretarial Standards issued and notified by the institute of company Secretaries of india SS- 1 & SS- 2 has been generally complied with by the company during the financial year under review. During the period under review, the company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above.

During the period under review the Company has complied with the provisions of the Act, rules, regulations, directions, guidelines, standards, etc. mentioned above.

We further report that:

- The Board of Directors of the Company is duly constituted with proper balance of executive directors, non-executive directors and independent directors including one woman director.
- I further report that there is no change in the composition of the Board of Directors during the period under review.
- I further report that, the compliance by the Company of applicable financial laws such as direct and indirect tax laws and maintenance of financial records and books of accounts have not been reviewed in this audit since the same have been subject to review by the statutory financial auditors, tax auditors, and other designated professionals.
- I also report that adequate notices have been given to all directors to schedule the Board meetings, agenda and detailed notes on agenda were sent at least seven days in advance and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting by the directors. The decisions were carried unanimously.

Based on the representation made by the Company and its Officers, we herewith report that majority decisions are carried through and proper system is in place which facilitates / ensure to capture and record, the dissenting member's views, if any, as part of the minutes.

Based on the representation made by the Company and its Officers explaining us in respect of internal systems and mechanism established by the Company which ensures compliances of Acts, Laws and Regulations applicable to the Company, we report that there are adequate systems and processes in the Company commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

We further report that during the audit period under review, there were no specific event / action that can have a major bearing on the Company's affairs.

Note: This report is to be read with our letter of even date which is annexed as 'Annexure A' and forms an integral part of this report.

For G Aakash & Associates
Company Secretaries

Sd/-
Aakash Goel
(Prop.)
M. No.: A14166
CP No.: 21629
UDIN: F014166H001278561

Date: August 29, 2026
Place: Panipat

ANNEXURE - I

To,
The Members,
Laffan Software Limited
21/7, Sahapur Colony Ground Floor,
Kolkata – 700053

Our report of even date is to be read along with this letter.

Maintenance of secretarial record is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.

a) I have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.

b) I have not verified the correctness and appropriateness of financial records and Books of Accounts of the company.

c) Wherever required, I have obtained the Management Representation about the compliance of laws, rules and regulations and happening of events etc.

d) The compliance of the provisions of corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedures on test basis.

e) The Secretarial Audit report is neither an assurance as to the future viability of the company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

For G Aakash & Associates
Company Secretaries

Sd/-
Aakash Goel
(Prop.)
M. No.: A14166
CP No.: 21629
UDIN: F014166H001278561

Date: August 29, 2026
Place: Panipat

REPORT ON CORPORATE GOVERNANCE

Pursuant to Schedule V (C) to the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended as on date.

Corporate Governance is a set of standards which aims to improve the Company's image, efficiency and effectiveness. It is the road map, which guides and directs the Board of Directors of the Company to govern the affairs of the Company in a manner most beneficial to all the Shareholders, the Creditors, the Government and the Society at large. Your Company has complied with all material aspects of the Corporate Governance Code as per SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. A Report on the Corporate Governance compliance is furnished below:

1. COMPANY'S PHILOSOPHY ON CORPORATE GOVERNANCE:

Corporate governance is a value-based framework to manage our Company affairs in a fair and transparent manner. As a responsible corporation, we use this framework to maintain accountability in all our affairs and employ democratic and open processes. We have evolved guidelines and best practices over the years to ensure timely and accurate disclosure of information regarding our financials, performance, and governance of the Company. The Board of Directors and the management of the Company is committed to the consistent adherence to the corporate governance code and constant review of the Board processes, practices and the Management Systems to maintain a greater degree of responsibility and accountability.

2. BOARD OF DIRECTORS:

The Board of Directors is entrusted with the ultimate responsibility of the management, general affairs, directions and performance of the Company. The members on the Board possess adequate experience, expertise and skills necessary to manage the affairs of the Company in the most efficient manner. The strength of Board of Directors is 5 (Five). Whose composition and category is given below:

A. Composition and category of directors as on March 31, 2026:

The Board comprises such numbers of non-executive, executive and Independent Directors as required under applicable legislation. The composition of board represents an optimal mix of professionalism, knowledge and experience and enables the Board to discharge its responsibilities and provide effective leadership to the business. The Board of the Company comprises of 5 (Five) Directors. The Composition of the Board of Directors is as follows:

Director	Category
Mr. Swapan Sarkar	Executive- Non-Independent Director
Mr. Sandip Kumar Singh	Non-Executive –Independent Director
Mr. Gunodhar Ghosh	Non-Executive - Independent Director
Ms. Soma Ghosh	Non-Executive - Independent Director
Ms. Tulika Paul	Non-Executive - Independent Director

B. Attendance of Each Director at the meeting of the Board of directors and the last Annual General Meeting:

Name of the Directors	No. of Board Meeting Attended	Attendance at last AGM held on September 25, 2025
Mr. Swapan Sarkar	06	Yes
Mr. Sandip Kumar Singh	06	Yes
Mr. Gunodhar Ghosh*	06	Yes
Ms. Soma Ghosh*	06	Yes
Ms. Tulika Paul*	06	Yes
Ms. Pooja Sarkar#	Nil	NA
Ms. Neha Singhal#	Nil	NA
Mr. Neeraj Bajaj#	Nil	NA

** Mr. Gunodhar Ghosh, Ms. Soma Ghosh and Ms. Tulika Paul tendered their resignation on August 07, 2026*

 # Ms. Pooja Sarkar, Ms. Neha Singhal and Mr. Neeraj Bajaj was appointed on July 15, 2026, which depicts that they did not attended any Board meeting in the Financial year 2025-26.

C. Number of other Board of Directors or Committees in which a Directors is a member or chairperson:

Directors	Category	No. of other Directorship	No. of other Committee positions	
			Member	Chairman
Mr. Swapan Sarkar	Executive- Non-Independent Director	6	2	0
Mr. Sandip Kumar Singh	Non-Executive – Independent Director	6	1	5
Mr. Neeraj Bajaj	Non-Executive – Independent Director	2	2	1
Ms. Pooja Sarkar	Non-Executive - Independent Director	0	0	0
Ms. Neha Singhal	Non-Executive - Independent Director	0	0	0

D. Number of Meetings of the Board of Directors held and dates on which held:

During the year under review, the meetings of the Board of Directors were held **Six (6)** times on the following dates and confirm to the Regulation 17(2) of the Listing Regulations.:

- May 30, 2025
- August 12, 2025
- August 30, 2025
- September 03, 2025
- November 04, 2025
- February 10, 2026

E. Disclosure of Relationships Between Directors Inter-Se:

None of the Directors of the Company are related to each other.

F. Separate Meetings of Independent Directors:

As stipulated under Schedule IV to the Companies Act, 2013 and Regulation 25(3) of the Listing Regulations, a separate meeting of the Independent Directors was held on February 10, 2026. Amongst other matters they reviewed the performance of Non Independent Directors and

the Board as a whole; reviewed the performance of the Chairperson of the Company, and assessed the quality, quantity and timeliness of flow of information between the Company Management and the Board that is necessary for the Board to effectively and reasonably perform their duties.

G. Number of shares and convertible instruments held by Non-Executive directors:

None of the Non- Executive Directors of the Company has Equity shares and convertible instruments

H. Familiarization programme imparted to Independent Directors:

Pursuant to Regulation 25(7) of the Listing Regulations, familiarization programmes were imparted to Independent Directors of the Company, on the nature of the industry and the business model of the Company, roles, rights and responsibilities of the Independent Directors and other relevant information.

The policy on familiarization programme is available at www.laffan.co.in

I. Matrix of skill/expertise/competence of the Board of Directors:

The role of Board of Directors is one of providing guidance and direction to the operating management of the company and laying down the framework for maintenance of high standards of governance and accountability. Since the non-executive Independent Directors are not required to involve themselves in the day to day operations and day to day strategies of running the business, no strict specific domain qualification or domain expertise can be prescribed for them. What is required is the ability to grasp the general aspects of business of the company, principles of governance and ability to articulate on matters brought to the Board etc.

J. Independent Directors confirmation:

Based on the disclosures received from all the independent directors and also in the opinion of the Board, the Independent Directors fulfill the conditions specified in the Companies Act, 2013 and Listing Regulations and are independent of the Management.

3. AUDIT COMMITTEE:

A. Terms of reference:

As per provisions of Section 177 of the Companies Act, 2013 and Regulation 18(3) and Schedule II - Part C to the Listing Regulations, the brief terms of reference of the Audit Committee of the Company, inter alia include-

a) The recommendation for appointment, remuneration and terms of appointment of auditors of the Company.
b) Review and monitor the auditor's independence and performance and effectiveness of audit process.
c) Examination of the Financial Statement and the Auditors' Report thereon.
d) Approval or any subsequent modification of transactions of the Company with related parties.
e) Scrutiny of inter-corporate loans and investments.
f) Valuation of undertakings or assets of the Company, wherever it is necessary.

g) Evaluation of internal financial controls and risk management systems.
h) Monitoring the end use of funds raised through public offers and related matters.

B. Composition, Name of Members and Chairperson:

The composition of the Committee is in line with the provisions of Section 177 of the Companies Act, 2013 and Section 18(3) of the Listing Regulations, as detailed below:

Name of Director	Position	Category
Ms. Pooja Sarkar	Chairman	Non-Executive - Independent Director
Ms. Neha Singhal	Member	Non-Executive - Independent Director
Mr. Neeraj Bajaj	Member	Non-Executive - Independent Director

C. Meetings and attendance during the year 2025-26:

Name of Director	May 30, 2025	August 12, 2025	November 04, 2025	February 10, 2026
Gunodhar Ghosh*	Yes	Yes	Yes	Yes
Soma Ghosh*	Yes	Yes	Yes	Yes
Tulika Paul*	Yes	Yes	Yes	Yes

** Mr. Gunodhar Ghosh, Ms. Soma Ghosh and Ms. Tulika Paul tendered their resignation on August 07, 2026*

The Audit Committee Meetings were also attended by the Statutory / Internal Auditors, wherever necessary.

4. NOMINATION AND REMUNERATION COMMITTEE

A. Terms of Reference:

The brief terms of reference are as per the provisions of Section 178 of the Companies Act, 2013 and Regulation 19(4) of the Schedule II - Part D to the Listing Regulations, inter alia include;

- Formulation of the criteria for determining qualifications, positive attributes and independence of a director and recommend to the Board a policy, relating to the remuneration of the Directors, Key Managerial Personnel and other employees;
- Formulation of criteria for evaluation of Independent Directors and the Board;
- Identifying persons who are qualified to become directors and who may be appointed in Senior Management in accordance with the criteria laid down and recommend to the Board their appointment and removal.
- Whether to extend or continue the terms of appointment of Independent Director, on the basis of the report of performance evaluation of Independent Directors.

B. Composition, Name of Members and Chairperson:

The composition of the Committee is in line with the provisions of Section 178 of the Companies Act, 2013 and Regulation 19(1) of the Listing Regulations, as detailed below:

Name of Director	Position	Category
Ms. Neha Singhal	Chairman	Non-Executive - Independent Director
Ms. Pooja Sarkar	Member	Non-Executive - Independent Director
Mr. Neeraj Bajaj	Member	Non-Executive - Independent Director

C. Meetings and attendance during the year 2025-26:

During the year under review, the Committee met on the following date:

Name of Director	August 30, 2025
Gunodhar Ghosh*	Yes
Soma Ghosh*	Yes
Tulika Paul*	Yes

** Mr. Gunodhar Ghosh, Ms. Soma Ghosh and Ms. Tulika Paul tendered their resignation on August 07, 2026*

D. Performance evaluation criteria for independent directors:

During the year under review, the Board adopted a formal mechanism for evaluating its performance as well as that of its Committees and individual Directors, including the Chairman of the Board. The exercise was carried out through a structured evaluation process covering various aspects of the Board functioning such as composition of the Board and Committees, experience and competencies, performance of specific duties and obligations, governance issues, etc.

Separate exercise was carried out to evaluate the performance of individual Directors including the Board Chairman who were evaluated on parameters such as attendance at Board Meetings and General Meetings; participation in Board proceedings; independence and candidness shown at meetings; clarity and objectiveness in expressing views at meetings; awareness of governance code, compliance requirements, risk framework, etc.

The evaluation of the Chairman and the Non-Independent Directors were carried out by the Independent Directors. The Directors were satisfied with the outcome of the evaluation, which reflected the overall engagement of the Board and its Committees with the Company.

5. REMUNERATION OF DIRECTORS:

There are no pecuniary relationships or transactions of the Non-Executive Directors vis-à-vis the Company during the year other than in the nature of sitting fee, which they are entitled to as a director, as detailed below.

Name of the directors	Remuneration
Mr. Swapan Sarkar	Nil
Mr. Sandip Kumar Singh	Nil
Mr. Gunodhar Ghosh*	Nil
Ms. Soma Ghosh*	Nil
Ms. Tulika Paul*	Nil
Ms. Pooja Sarkar#	Nil
Ms. Neha Singhal#	Nil
Mr. Neeraj Bajaj#	Nil

** Mr. Gunodhar Ghosh, Ms. Soma Ghosh and Ms. Tulika Paul tendered their resignation on August 07, 2026*
 # Ms. Pooja Sarkar, Ms. Neha Singhal and Mr. Neeraj Bajaj was appointed on July 15, 2026,

6. STAKEHOLDERS RELATIONSHIP COMMITTEE:

The composition of the Stakeholders Relationship Committee is in line with the provisions of Section 178 of the Companies Act, 2013 and Regulation 20 of the Listing Regulations, as detailed below:

Name of Director	Position	Category
Neha Singhal	Chairman	Non-Executive - Independent Director
Swapan Sarkar	Member	Executive Director
Pooja Sarkar	Member	Non-Executive - Independent Director

Meetings and Attendance during the year 2025-26:

During the year under review, the Committee met on the following dates:

Name of Director	November 04, 2025
Gunodhar Ghosh*	Yes
Swapan Sarkar*	Yes
Tulika Paul*	Yes

** Mr. Gunodhar Ghosh, Ms. Soma Ghosh and Ms. Tulika Paul tendered their resignation on August 07, 2026*

7. GENERAL BODY MEETINGS:

A. Location and time, where last three Annual General Meetings held;

Financial Year Ended	Date	Location of Meeting	Time
2024-2025	25th September, 2025	21/7, Sahapur Colony Ground Floor, Kolkata – 700053	04:00 P.M.
2023-2024	26th September, 2024	205, Haribol Roy Market, 2nd Floor, A.T. Road, Guwahati 781001	05:00 P.M.
2022-2023	30th September, 2023	205, Haribol Roy Market, 2nd Floor, A.T. Road, Guwahati 781001	2:45 P. M

B. No. of Special Resolutions passed at the meetings: Nil

C. Special Resolutions passed through Postal Ballot and details of Voting Pattern during the year 2025-26:

No postal ballot was conducted during the financial year 2025-26.

D. Passing of Special Resolutions through Postal Ballot, during the year 2025-26.

No Special resolution passed during the Financial year under review.

8. MEANS OF COMMUNICATION:

a) The Unaudited Financial Results for every Quarter and the Annual Audited Financial Results of the Company, in the prescribed format are taken on record by the Board and are submitted to MSEI

b) The Quarterly / Annual Results are also posted on the Company's website at www.laffan.co.in.

c) All the Official news releases are disseminated on the website of the Company.

d) No presentations were made to the institutional investors or to the analysts during the year under review.

9. GENERAL SHAREHOLDER INFORMATION:

A)	AGM: Date, time and venue	Friday, 25 September, 2026 at 04:00 P.M at the registered office of the Company situated at 21/7, Sahapur Colony Ground Floor, Kolkata – 700053
B)	Financial year	April 01, 2025 to March 31, 2026
	Adoption of Quarterly Results for the quarter ending	Date of adoption
	June	On or before August, 14
	September	On or before November, 14
	December	On or before February, 14
	March	On or before May, 30
C)	Dividend Payment Date	No dividend was declared
D)	Listing on Stock Exchanges exchange at which securities are listed Listing fee for 2025-26 have been paid in respect of MSEI.	MSEI Ltd
E)	Stock Code	LAFFANSOFT
F)	Market Price Data: High., Low during each month in last financial year	There was no trading during the Year
G)	Registrar and Transfer Agents	ABS Consultant Pvt. Ltd.
H)	Share Transfer System	Demat and Physical (both)
I)	De-materialization of shares and liquidity	1,50,73,490 Equity share
J)	Plant Locations	NA
K)	Address for correspondence	21/7, Sahapur Colony Ground Floor, Kolkata – 700053
L)	List of all credit rating obtained by the entity:	The Company was not required to obtain any Credit rating during the FY 2025-26.

10. OTHER DISCLOSURES:

(a) Related Party Disclosures:

During the year under review, no transaction of material nature has been entered into by the Company with its promoters, the directors or the management, or relatives, etc., that may have a potential conflict with the interests of the Company.

All related party transactions are placed before the Audit Committee as also the Board for approval. A statement giving details of the transactions entered with the related parties is placed before the Audit Committee and the Board of Directors for their approval/ ratification on a quarterly basis.

The Register of Contracts containing transactions, in which directors are interested, is placed before the Audit Committee / Board regularly

The Board of Directors of the Company, on the recommendation of the Audit Committee, adopted a policy on Related Party Transactions, to regulate the transactions between the Company and its Related Parties, in compliance with the applicable provisions of the Companies Act, 2013 and the Listing Regulations. The Policy as approved by the Board is uploaded on the Company's website at www.laffan.co.in.

(b) Non-Compliances by the Company:

There has been no instance of non-compliance by the Company on any matter related to Capital Markets during the last three Financial Years.

(c) Establishment of Vigil Mechanism/ Whistle Blower Policy and affirmation that no personnel has been denied access to the Audit Committee:

In accordance with the provisions of Section 177(9) of the Companies Act, 2013 and the Rules made thereunder and also Regulation 22 of the Listing Regulations, your Company has in place a vigil mechanism termed as Whistle Blower Policy, for directors and employees to report concerns about unethical behavior, actual or suspected fraud or violation of the Company's Code of Conduct or Ethics Policy, which also provides for adequate safeguards against victimization of director(s) / employee(s) who avail of the mechanism and also provide for direct access to the Chairman of the Audit Committee in exceptional cases.

The Whistle Blower mechanism is devised in such a manner that would enable the stakeholders, including individual employees and their representative bodies, to freely communicate their concerns about illegal or unethical practices. The Whistle Blower Policy is made available on the website of the Company at www.laffan.co.in.

(d) Compliance with Mandatory Requirements and adoption of non-mandatory requirements:

The Company has complied with all the mandatory requirements of Corporate Governance norms as enumerated under Schedule II to the Listing Regulations.

(e) Subsidiary Company:

The Company does not have any Subsidiary

(f) Disclosure of commodity price risks and commodity hedging activities: Not Applicable

(g) Details of utilization of funds raised through preferential allotment: Not Applicable

(h) Certification from Company Secretary in Practice:

Certificate confirming that none of the Directors on the Board of the Company have been debarred or disqualified from being appointed or continuing as Directors of the Companies by the Board/Ministry of Corporate Affairs or any such statutory authority is attached in the Annual report.

(i) Details of Recommendation of Committee not accepted by the Board:

There were no instances where the Board had not accepted any recommendation of any committee of the board which is mandatorily required, in the relevant financial year.

(j) Total fees paid to statutory auditors for all services: Rs. 10000/- (Rupees Ten Thousand Only)

(k) Disclosures in relation to Sexual Harassment of Women at workplace (Prevention, Prohibition and Redressal) Act, 2013.

Number of complaints filed during the financial year	Nil
Number of complaints disposed of during the financial year	Nil
Number of complaints pending as on end of the financial year	Nil

11. NON-COMPLIANCE OF ANY REQUIREMENT OF CORPORATE GOVERNANCE REPORT:

The Company has complied with all the mandatory requirements of the Corporate Governance Report.

12. DISCLOSURE RELATING TO ADOPTION OF DISCRETIONARY REQUIREMENTS SPECIFIED IN PART E OF SCHEDULE II:

(a) The Board:

The Company has a Non- Executive Chairman and he is entitled to maintain his Chairperson's office at the Company's expenses and also allowed reimbursement of expenses incurred in performance of his duties.

(b) Modified Opinion(s) in Audit Report: NIL

(c) Reporting of Internal Auditor: The Internal Auditor reports to the Audit Committee

13. DISCLOSURE OF COMPLIANCE WITH CORPORATE GOVERNANCE REQUIREMENTS:

a) The Company has complied with the Corporate Governance requirements specified in regulation 17 to 27 and clauses (b) to (i) of sub regulation (2) of regulation 46(as applicable).

b) Code of Conduct for the Directors (incorporating the duties of Independent Directors) and Senior Management of the Company:
The Board of Directors had laid down a Code of Conduct applicable to all the Directors and Senior Managers of the Company. The said Code of Conduct has been posted on the website of the Company at www.laffan.co.in.

c) Code of Conduct for prevention of Insider Trading With a view to regulate trading in securities by the directors and designated employees, the Company has adopted a code of Conduct to regulate, monitor and report trading by Insiders. The said insider trading policy has been posted on the website of the Company at www.laffan.co.in

14. RECONCILIATION OF SHARE CAPITAL AUDIT:

CS Akash Goel has issued reports for the quarter ended June 30, 2025; September 30, 2025; December 31, 2025 and March 31, 2026 regarding reconciling the issued and listed capital of the Company with the aggregate of the number of shares held by shareholders in physical form and in the Depositories and the said certificates were submitted to MSEI.

15. CEO/CFO Certification:

As required under Schedule II - Part B to the Listing Regulations the Chief Financial Officer has furnished the necessary Certificate to the Board of Directors with respect to financial statements and Cash flow statements for the year ended March 31, 2026.

By Order of the Board

Deepa Bansal
Company Secretary & Compliance Officer
M.no- A46317

Place: Kolkata
Dated: August 31, 2026

CERTIFICATE ON CORPORATE GOVERNANCE REPORT

To,
The Members,
Laffan Software Limited
CIN: L72200WB1985PLC282004

We have examined the compliance of conditions of Corporate Governance by Laffan Software Limited for the year ended March 31, 2026 as per Regulation 15(2) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations') for the period April 01, 2025 to March 31, 2026.

The Compliance of condition of Corporate Governance is the responsibility of the Management. My examination was limited to the procedures and implementation thereof, adopted by the Company to ensure Compliance with the condition of Corporate Governance. It is neither an audit nor an expression of an opinion on the financial statements of the Company.

In our opinion and to the best of our information and according to the explanations given to us, and the representations made by the Directors, Officers and the Management, We certify that the Company has complied with the conditions of Corporate Governance as stipulated in the above mentioned clause of the Listing Regulations.

We have further state that such compliance is neither an assurance as to the future viability of the Company nor the efficiency or effectiveness with which the Management has conducted the affairs of the Company.

For Rajesh U Shah & Associates
Chartered Accountants
Firm Registration No. 327799E

Sd/-
Rajesh Shah
Proprietor

Membership No: 056550
Kolkata

MD / CFO CERTIFICATION

(Pursuant to Regulation 17(8) read with Schedule II of SEBI
(Listing Obligations & Disclosure Requirements) Regulations, 2015)

To,
The Board of Directors
Laffan Software Limited
21/7, Sahapur Colony Ground Floor, Kolkata – 700053

We have reviewed financial statements and the Cash Flow Statement for the year ended March 31, 2026 and that to the best of our knowledge and belief:

1. To the best of our knowledge and belief, we certify that:

    a) these statements do not contain any materially untrue statement or omit any material fact or contain statements that are misleading.

    b) these statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.

2. To the best of our knowledge and belief, there are no transactions entered into by the Company during the year which are fraudulent, illegal or violate the Company's code of conduct.

3. We accept responsibility for establishing and maintaining internal controls for financial reporting and have evaluated the effectiveness of internal control systems pertaining to financial reporting. We have not came across any reportable deficiencies in the design or operation of such internal controls.

4. We accept responsibility for establishing and maintaining internal controls for financial reporting and have evaluated the effectiveness of internal control systems pertaining to financial reporting. We have not come across any reportable deficiencies in the design or operation of such internal controls.

By Order of the Board

Swapan Sarkar
Managing Director
DIN: 05149442

Place: Kolkata
Dated: August 31, 2026

MANAGEMENT DISCUSSION AND ANALYSIS REPORT:

Your Directors have pleasure in presenting the Management Discussion and Analysis Report for the year ended on 31st March, 2026.

FORWARD-LOOKING STATEMENTS:

This report contains forward-looking statements based on certain assumptions and expectations of future events. The Company, therefore, cannot guarantee that these assumptions and expectations are accurate or will be realised. The Company's actual results, performance or achievements can thus differ materially from those projected in any such forward-looking statements. The Company assumes no responsibility to publicly amend, modify or revise any forward looking statements**,** on the basis of any subsequent developments, information or events.

OPPORTUNITIES AND THREATS:

The fundamental growth drivers of the country's economy as well as our company continue to remain strong despite the pressures of slowdown and inflationary conditions prevalent till recently in the nation and also globally.

The threats to the segments in which the company operates are volatility in Exchange rate, pricing pressure arising due to competition from low cost suppliers, technology up-gradation, and severe competition among competitor and newly emerging competitive nations and stricter environment laws. Further, the Indian economy is now integrated with the world economy to a very large extent and therefore vulnerable to the direct impact of such a slowdown; such an impact could adversely affect the Company's performance as well. Therefore, the company has decided to close down the manufacturing activity, concentrate on the trading, and look for other opportunities in the Export market.

MANAGEMENT TEAM:

The existing management has a strong technical and management knowledge and experience in the chemical business.

Mr. Swapan Sarkar, Chairman of the Company is an entrepreneur and is having vast knowledge and expertise in handling various businesses including the business of the Company.

INTERNAL CONTROL SYSTEM AND THEIR ADEQUACY:

The Company has proper and adequate internal control system commensurate with the size of the business operations geared towards achieving efficiency in its various business operations, safeguarding assets, optimum utilization of resources and compliance with statutory regulations. The management is ensuring an effective internal control system to safeguard the assets of the company. Efforts for continued improvement of internal control system are being consistently made in this regard. The company has cleared secured bank liability against assets.

HUMAN RESOURCES VIS-À-VIS INDUSTRIAL RELATIONS:

The Company values and appreciates the dedication and drive with which its employees have contributed towards improved performance during the year under review. The industrial relations with staff and officers are cordial during the year under review. All issues pertaining to staff matters are resolved in harmonious and cordial manner.

CAUTIONARY STATEMENT:

Statements in the Management Discussion and Analysis describing the Company's objectives, projections, estimates and expectations may be 'forward looking statements' within the meaning of applicable securities laws and regulations. Actual results could differ materially from those expressed or implied. Important factors that could make a difference to the Company's operations include economic conditions affecting demand/supply and price conditions in the domestic and overseas markets in which the Company operates changes in the Government regulations, tax laws, and other statutes and other incidental factors.

By Order of the Board

Swapan Sarkar
Managing Director
DIN: 05149442

Place: Kolkata
Dated: August 31, 2026

INDEPENDENT AUDITORS' REPORT

To the Members of

LAFFAN SOFTWARE LIMITED

Report on the Audit of the Ind-AS Standalone Financial Statements

Qualified Opinion

We have audited the accompanying standalone financial statements of **LAFFAN SOFTWARE LIMITED** ("the Company"), which comprises of the Balance Sheet as at March 31, 2026, the Statement of Profit and Loss, Statement of changes in equity, and Statement of Cash Flows for the year then ended, and notes to the Financial Statements, including a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, except for the possible effects of the matters described in the basis for qualified opinion paragraph of our report the aforesaid standalone financial statements give the information required by the Act, in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribe under section 133 of the Act read with the Companies (Indian Accounting Standard) Rules 2015 as amended (Ind AS) with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2026, and **Loss**, changes in equity and its cash flows for the year ended on that date.

Basis for Qualified Opinion

We draw attention to the matters described in the "Basis for Qualified Opinion" paragraph of the audit report on Standalone Financial Statements of the company audited by us. These matters in so far as it relates to the amounts and disclosures included in respect of the company are included in "Annexure-1"which forms an integral part of our report the effects of which are not ascertainable on the financial statements that constituted the basis for modifying our opinion. Our opinion on the Standalone Financial Statements is qualified in respect of the matters referred to in "Annexure-1" to this report, to the extent applicable.

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

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the standalone financial statements of the current year. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters except for the matters described in basis for qualified opinion section.

Management's Responsibility for the Standalone Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these standalone financial statements that give a true and fair view of the financial position, financial performance, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards specified under Section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for the safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent and design, implementation, and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statement that gives a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

Our objectives are to obtain reasonable assurance about whether the standalone financial statements as a whole are free from material misstatement, whether due to fraud or error and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted 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 statements. As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit.

We also:

a) Identify and assess the risks of material misstatement of the standalone financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

b) 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 Companies Act, 2013, we are also responsible for expressing our opinion on whether the company has an adequate internal financial controls system in place and the operating effectiveness of such controls.

c) Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.

d) Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or

conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the standalone financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

e) Evaluate the overall presentation, structure, and content of the standalone financial statements, including the disclosures, and whether the standalone financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

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

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

Information other than the financial statements and Auditors' report thereon

The Company's Board of Directors is responsible for the other information. The other information comprises the Board's Report (including annexures thereto), Management Discussion and Analysis and Report on Corporate Governance (collectively referred to as 'other information') but does not include the standalone financial statements, and our auditors' report thereon.

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

In connection with our audit of the standalone financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

We have nothing to report in this regard.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 issued by the Central Government of India in terms of sub-section (11) of Section 143 of the Act, we give in **"Annexure A"** a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

2. As required by Section 143 (3) of the Act, we report that:

   a. Except for the matters described in the "Basis for Qualified Opinion" paragraph we have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.

   b. In our opinion and except for the matters described in the "Basis for Qualified Opinion" paragraph, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.

   c. The Balance Sheet, Statement of Profit and Loss, Statement of changes in equity, and the Statement of Cash Flow dealt with by this Report are in agreement with the books of account.

   d. Except for the matters described in the "Basis for Qualified Opinion" paragraph in our opinion, the aforesaid standalone financial statements comply with the Indian Accounting Standards specified under Section 133 of the Act.

   e. On the basis of written representations received from the Directors as on March 31, 2026, and taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2026, from being appointed as a director in terms of Section 164(2) of the Act.

   f. The matter described in the basis of qualified opinion paragraph above, in our opinion may have an adverse effect on the functioning of the Company.

   g. With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "**Annexure B".**

   h. Based on our examination which included test checks the Company has used an accounting software for maintaining its Books of Account which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software. Further during the course of our audit we did not come across any instance of audit trail feature being tampered with.

   i. With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended:
   In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of section 197 of the Act.

   j. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014 as amended, in our opinion and to the best of our information and according to the explanations given to us:

      (i) Except for the effects described in the "Basis for Qualified Opinion" the Company does not have any pending litigations which would impact its financial position.

(ii) In our opinion and as per the information and explanations provided to us, the Company has not entered into any long-term contracts including derivative contracts, requiring provision under applicable laws or accounting standards, for material foreseeable losses.

(iii) There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

(iv) a. The company has not advanced any funds to or in any other persons or entities, including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

b. The company has not received any funds from any persons or entities, including foreign entities ("Funding Parties") with the understanding, whether recorded in writing or otherwise, that the company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

c. Based on the audit procedures that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material misstatement.

(v) The company has not declared or paid any dividend during the year.

Annexure-1 to independent Auditors Report

(As referred to in "Basis for Qualified Opinion" paragraph of our audit report of even date to the members of **Laffan Software Limited** for the year ended 31st March, 2026)

Bases on our audit on the consideration of our report of the company, we report that :

1. Trade Receivable (Note: 7), Other Current Assets (Note: 9) have been classified as current assets includes balance which are outstanding for realization/settlement since previous several years and in the absence of adequate information/explanations regarding the realization settlement of such amounts within twelve months after the year and reasons for not classifying then as non-current asset is inconsistent with IND AS-1 "Presentation of Financial Statement." This has resulted in over statement of respective current assets and under statement of the corresponding non-current assets.

2. Assessment of Impairment of Assets has not been done by the Company which is inconsistent with IND AS-36 "Impairment of Assets."

3. Trade Receivable (Note: 7), Other Current Assets (Note: 9), Other Non-Current Assets (Note: 5) are subject to confirmation.

4. The Financial Assets, Other Current Assets (Note: 9) has not been measured at fair value as required by IND AS-109 "Financial Instruments" and proper disclosures as required in IND AS 107 "Financial Statements Disclosures" has not been done for the same.

5. As per IND AS-12 "Income Taxes" the recognition of deferred tax assets arising from unused tax losses and unused tax credits vis a vis deferred Tax liabilities the presentation of income taxes in the financial statements and the disclosure of information relating to income taxes. The Company has not provided for deferred tax liability/ created deferred tax asset which is inconsistent with the material accounting policy of the Company.

6. Accounting for Employee benefits: Term benefits for employees have not been provided for which is inconsistent with Ind AS-19 "Employee Benefits".

7. According to IND AS 16 "Property, Plant and Equipment" the carrying amount of an item of property, plant and equipment shall be derecognized when no future economic benefit are expected from its use or disposal. The same is inconsistent with the material accounting policy of the Company.

For want of complete information on the cumulative impact of our observations in para 1 to 7 above to this report on assets, liabilities, income and expenditure is not ascertained.

For **Rajesh U Shah & Associates.**
Chartered Accountants
Firm Regn.No.: 327799E

Place : Kolkata
Dated : 19th May, 2026

Sd/-

Rajesh Shah
(Proprietor)
Membership No : 056550
UDIN: 25056550USEIXX6416

ANNEXURE 'A' TO THE INDEPENDENT AUDITORS REPORT OF EVEN DATE ON THE FINANCIAL STATEMENTS OF LAFFAN SOFTWARE LIMITED

(Referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements' section of our report to the Members of LAFFAN SOFTWARE LIMITED of even date)

To the best of our information and according to the explanations provided to us by the Company and the books of account and records examined by us in the normal course of audit, we state that:

i) In respect of the Company's Property, Plant and Equipment and Intangible Assets:

(a) (A) The company is maintaining proper records showing full particulars, including quantitative details and the situation of Property, Plant & Equipment.

(B) The company does not possess any intangible assets hence clause 1(i)(B) is not applicable.

(b) The Property, Plant & Equipment have been physically verified by the management at reasonable intervals.

(c) The company does not possess any immovable property and hence clause 1(c) is not applicable.

(d) The company has not revalued its Property, Plant & Equipment during the year.

(e) No proceedings have been initiated against the company for holding Benami property under The Benami Transactions (Prohibition) Act, 1988, and rules made thereunder. Hence, clause 1(e) is not applicable.

ii)(a) Physical verification of inventory has been conducted at reasonable intervals by management. In our opinion, the coverage and procedure by the management are appropriate and no discrepancies of 10% or more in the aggregate for each class of inventory were noticed.

(b)The Company has not been sanctioned working capital limits above ₹ 5 crores, in aggregate, at any points of time during the year, from banks or financial institutions on the basis of security of current assets and hence reporting under clause 3(ii)(b) of the Order is not applicable.

iii) The company has made investments in companies.

(a) In our opinion and according to the information and explanations given to us, the company has no subsidiaries or joint ventures or associates. Hence, this sub clause is not applicable to the company.

iv) In our opinion and according to the information and explanations given to us, the Company has complied with the provisions of Section 185 and 186 of the Act, with respect to the loans and investments made.

v) The company has not accepted any deposits from the public in terms of Section 73 to 76 or any other relevant provisions of the Companies Act, 2013. Accordingly, paragraph 3(v) of the Order does not apply to the Company.

vi) The Central Government has not prescribed the maintenance of cost records under Section 148(1) of the Act, for any of the products manufactured by the company. Hence, this clause is not applicable to the company.

vii) (a) The Company has generally been regular in depositing undisputed statutory dues, including goods and services tax, provident fund, employees' state insurance, income tax, cess and other material

statutory dues applicable to it, to the appropriate authorities. As explained to us, the Company does not have any dues on account of goods and services tax, provident fund, employees' state insurance, sales tax, service tax, duty of customs, duty of excise and value added tax.

There were no undisputed amounts payable in respect of goods and services tax, provident fund, employees' state insurance, income tax, sales tax, service tax, duty of customs, duty of excise, value added tax, cess and any other material statutory dues in arrears as of 31 March 2026, for a period of more than six months from the date they became payable.

(b) According to the information and explanations given to us, there are no statutory dues that have not been deposited on account of any dispute.

viii) According to the information and explanations given to us, there are no transactions that are not recorded in the books of account to be surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961.

ix) (a) The Company has not taken any loans or other borrowings from any lender. Hence reporting under clause 3(ix)(a) of the Order is not applicable.

(b) The Company has not been declared a willful defaulter by any bank or financial institution or government or any government authority.

(c) The Company has not taken any term loan during the year and there are no outstanding term loans at the beginning of the year hence, reporting under clause 3(ix)(c) of the Order is not applicable.

(d) On an overall examination of the financial statements of the Company, funds raised on a short-term basis have, prima facie, not been used during the year for long-term purposes by the Company.

(e) On an overall examination of the financial statements of the Company, the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries.

(f) The Company has not raised any loans during the year in terms of clause 3(ix)(f) of the Order.

x) (a) According to the information and explanations given to us, the Company has not raised money by way of an initial public offer or further public offer (including debt instruments) during the year and hence reporting under clause 3(x)(a) of the Order is not applicable.

(b) During the year, the Company has not made any preferential allotment or private placement of shares or convertible debentures (fully or partly or optionally) and hence reporting under clause 3(x)(b) of the Order is not applicable.

xi) a) According to the information and explanations given to us, no fraud by the Company and no material fraud on the Company has been noticed or reported during the year.

b) No report under sub-section (12) of section 143 of the Companies Act has been filed in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government, during the year and up to the date of this report.

c) There are no whistleblower complaints received by the Company during the year (and up to the date of this report).

xii) The Company is not a Nidhi Company and the Nidhi Rules, 2014 are not applicable to it. Accordingly, reporting under clause 3(xii) of the Order is not applicable to the Company.

xiii) According to the information and explanations given to us, the transactions entered into with related parties are in compliance with section 177 & 188 of The Companies Act, 2013 and the details have been disclosed in the financial statements as required by the applicable Indian accounting standards.

xiv) (a) According to the information and explanations given to us, the company has an internal audit system commensurate with the size and nature of its business.

(b) The reports of the Internal Auditors for the period under audit have been considered.

xv) According to the information and explanation given to us, the company has not entered into any non-cash transactions with directors or persons connected with directors, during the year.

xvi) The company is not required to be registered under section 45-IA of The Reserve Bank of India Act, 1934. Accordingly, reporting under clause 3(xvi) of the Order is not applicable to the Company.

xvii) The company has incurred Cash Losses of Rs. 4.95 Lakhs in the current Financial Year and Rs. 2.07 Lakhs in the immediately preceding Financial Year.

xviii) There has been resignation of the statutory auditors during the year due to expiry of tenure of 5 years, however, no issues, objections or concerns were raised by the outgoing auditors.

xix) According to the information and explanations given to us, on the basis of the financial ratios, aging and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements, the auditor's knowledge of the Board of Directors and management plans, we are of the opinion that no material uncertainty exists as on the date of the audit report that company is capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date.

xx) According to the information and explanations given to us, the provision of section 135 of the Companies Act, 2013 is not applicable to the company. Accordingly, reporting under clause 3(xx) of the Order is not applicable to the Company.

xxi) The reporting under clause (xxi) is not applicable in respect of audit of standalone financial statements of the Company. Accordingly, no comment has been included in respect of said clause under this report.

For **Rajesh U Shah & Associates.**
Chartered Accountants
Firm Regn.No.: 327799E

Sd/-

Rajesh Shah
(Proprietor)
Membership No : 056550
UDIN: 25056550USEIXX6416

Place : Kolkata
Dated : 19th May, 2026

ANNEXURE "B" TO THE INDEPENDENT AUDITORS REPORT OF EVEN DATE ON THE FINANCIAL STATEMENTS OF LAFFAN SOFTWARE LIMITED

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

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

Management's Responsibility for Internal Financial Controls

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

Auditors' Responsibility

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

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

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

Meaning of Internal Financial Controls over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for

external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that

(1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company;

(2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and

(3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls over Financial Reporting

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

Opinion

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

For **Rajesh U Shah & Associates.**
Chartered Accountants
Firm Regn.No.: 327799E

Place : Kolkata
Dated : 19th May, 2026

Sd/-

Rajesh Shah
(Proprietor)
Membership No : 056550
UDIN: 25056550USEIXX6416

LAFFAN SOFTWARE LIMITED

(CIN: L72200WB1985PLC282004)

Balance Sheet as at 31st March 2026

Rs. In Lakh

	Particulars	Note No.	As at 31 March, 2026 Rs.	As at 31 March, 2025 Rs.	As at 1st April, 2024 Rs.
A.	**Assets**				
1	**Non- Current Assets**				
	a) Property, Plant, Equipment & Intangible Assets	3	.00	.00	.00
	b) Investment Properties		.00	.00	-
	c) Financial Assets				
	i) Investments	4	394.68	382.50	374.07
	d) Other Non- Current Assets	5	.77	.77	.77
	Total Non Current Assets		**395.45**	**383.27**	**374.84**
2	**Current Assets**				
	a) Inventories	6	1828.94	1828.94	1828.12
	b) Financial Assets				
	i) Trade Receivables	7	4.40	4.40	4.40
	ii) Cash and Cash Equivalents	8	3.29	5.07	10.81
	c) Other Current Assets	9	51.90	51.90	51.90
	Total Current Assets		**1888.52**	**1890.30**	**1895.23**
	Total Assets		**2283.97**	**2273.58**	**2270.07**
B.	**Equity & Liabilities**				
1	**Equity**				
	a) Share Capital	10	1522.17	1522.17	1522.17
	b) Other Equity	11	761.36	750.97	747.49
	Total Equity		**2283.53**	**2273.14**	**2269.66**
2	**Liabilities**				
	a) Non Current Liabilities				
	i) Financial Liabilities		.00	.00	.00
	ii) Other Liabilities		.00	.00	.00
	Total Non Current Liabilities		**.00**	**.00**	**.00**
	b) Current Liabilities				
	i) Financial Liabilities		.00	.00	.00
	ii) Other Liabilities	12	.45	.44	.41
	iii) Provisions		.00	.00	.00
	Total Current Liabilities		**.45**	**.44**	**.41**
	Total Equity & Liabilities		**2283.97**	**2273.58**	**2270.07**
			-	-	-

Summary of significant accounting policies **Note 1&2**

See accompanying notes forming part of the financial statements

For and on behalf of the Board

In term of our report attached.

For Rajesh U Shah & Associates
Firm Registration No. 327799E
Chartered Accountants

Sd/-
Swapan Sarkar
Managing Director & CFO
DIN : 05149442

Sd/-
Sandip Kumar Singh
Director
DIN : 08443518

Sd/-
Rajesh Shah
(Proprietor)
MRN : 056550

Sd/-
Deepa Bansal
Secretary
ACS 46317

Place: Kolkata
Date : 19th May, 2026
UDIN : 26056550USEIXX6416

LAFFAN SOFTWARE LIMITED

(CIN: L72200WB1985PLC282004)

Statement of Profit and Loss for the year ended 31 March, 2026

Rs. In Lakh

Particulars	Note No.	As at 31 March, 2026 Rs.	As at 31 March, 2025 Rs.
Income			
Revenue from Operations	13	.00	3.59
Other Income	14	7.43	7.50
Total Revenue		**7.43**	**11.09**
Expenditure			
(a) Purchase		.00	3.99
(b) Changes in Inventories of Finished Goods	15	.00	-.81
(c) Depreciation and Amortisation Expense	3	.00	.00
(d) Employee Benefits Expense	16	3.70	3.58
(e) Other Expenses	17	5.51	9.29
Total Expenses		**9.21**	**16.04**
Profit before Exceptional Items and Tax		-1.79	-4.95
Less: Exceptional Items		.00	.00
Profit/ (Loss) Before Tax		**-1.79**	**-4.95**
Tax Expense :			
(a) Tax Expense for Current Year		.00	.00
(b) Tax Expense for Earlier Year		.00	.00
(c) Deferred Tax Asset		.00	.00
Profit / (Loss) for the year	**(A)**	**-1.79**	**-4.95**
Other Comprehensive Income			
i.Items that will not be reclassified to profit or loss-Actuarial (Loss)/Gain	18	**12.17**	**8.43**
ii.Income tax relating to items that will not be reclassified to profit or loss			
iii.Items that will be reclassified to profit or loss			
iv.Income tax relating to items that will be reclassified to profit or loss			
Other Comprehensive Income	**(B)**	**12.17**	**8.43**
Total Comprehensive Income for the Year	**(A+B)**	**10.39**	**3.48**

Earnings per Equity Share of Face Value of Rs 10 each

Basic and Diluted (in Rs) **(0.01)** **(0.00)**

Summary of significant accounting policies **Note 1&2**

See accompanying notes forming part of the financial statements

For and on behalf of the Board

In term of our report attached.

For Rajesh U Shah & Associates
Firm Registration No. 327799E
Chartered Accountants

Sd/-
Swapan Sarkar
Managing Director & CFO
DIN : 05149442

Sd/-
Sandip Kumar Singh
Director
DIN : 08443518

Sd/-
Rajesh Shah
(Proprietor)
MRN : 056550

Sd/-
Deepa Bansal
Secretary
ACS 46317

Place : Kolkata
Date : 19th May, 2026
UDIN : 26056550USEIXX6416

LAFFAN SOFTWARE LIMITED

(CIN: L72200WB1985PLC282004)

Statement of Cash Flow for the Year Ended 31st March'2026

Rs. In Lakh

	PARTICULARS		As at 31 March, 2026	As at 31 March, 2025
A.	**Cash Flow from Operating Activities**			
	Net Profit/(Loss) before tax		-1.79	-4.95
	Adjustments for:			
	Depreciation		.00	.00
	(Profit) / Loss on Sale of Investment		.00	.00
	Interest Income		.00	.00
			.00	.00
	Operating Profit before Working Capital Changes		**-1.79**	**-4.95**
	Adjustment for :			
	Change in Inventory		.00	-.81
	Change in trade receivables		.00	.00
	Change in current assets		.00	.00
	Change in Current Liabilities		.01	.03
			.01	-.79
	Cash Generated from Operations		**-1.78**	**-5.74**
	- Adjustment for :-			
	Income Tax Refund / (Paid)		.00	.00
	Net Cash from Operating Activities [A]		**-1.78**	**-5.74**
B.	**Cash Flow from Investing Activities**			
	Purchase of Investments		.00	.00
	Proceeds from Sale of Investments		.00	.00
	Loan received back during the year		.00	.00
	Loan given during the year		.00	.00
	Interest Income		.00	.00
	Net Cash used in Investing Activities [B]		**.00**	**.00**
C.	**Cash Flow from Financing Activities**		.00	.00
	Net Cash used in financing activities [C]		**.00**	**.00**
	Net Increase in Cash & Cash equivalents	**[A+B+C]**	**-1.78**	**-5.74**
	Cash & Cash equivalents as at (Opening Balance)		5.07	10.81
	Cash & Cash equivalents as at (Closing Balance)		**3.29**	**5.07**

The above Cash Flow Statement has been prepared under the "Indirect Method" as set out in Ind AS-7 "Statement of Cash Flows"

For and on behalf of the Board

In term of our report attached.
For Rajesh U Shah & Associates
Firm Registration No. 327799E
Chartered Accountants

Sd/-
Swapan Sarkar
Managing Director & CFO
DIN : 05149442

Sd/-
Sandip Kumar Singh
Director
DIN : 08443518

Sd/-
Rajesh Shah
(Proprietor)
MRN : 056550

Sd/-
Deepa Bansal
Secretary
ACS 46317

Place : Kolkata
Date : 19th May, 2026
UDIN : 26056550USEIXX6416

LAFFAN SOFTWARE LIMITED

(CIN: L72200WB1985PLC282004)

Notes forming part of the financial statements

1 Corporate information

The Company Laffan Software Limited was duly incorporated on 26th August, 1985 under Companies Act, 1956 at Guwahati and is categorized as Public Limited Company Limited by shares and A Non-Government Company. The certificate pursuant to Section 149 (2A) of the Companies Act, 1956 for commencement of business was given on 28th August, 1985. The Company got its shares listed on Guwahati Stock Excahnge earlier and the Company had to be delisted on closure of Guwahati Stock Exchange. The Company then got its shares listed at Metropolitan Stock Exchange of India Ltd. (MSEI) on 18th March, 2015. The Registered Office of the Company has been shifted from the State of Assam to the State of West Bengal in the current Financial Year. The Company is primarily engaged in trading activities and providing interest bearing advances. .

2 Material Accounting Policies

2.1 Statement of Compliance

These financial statements have been prepared in accordance with the Indian Accounting Standards (referred to as "Ind AS") as prescribed under Section 133 of the Companies Act, 2013 read with Companies (Indian Accounting Standards) Rules as amended from time to time.

2.2 Basis of accounting and preparation of financial statements

The Financial Statements have been prepared in accordance with Indian Accounting Standards (Ind As) as per the Companies (Indian Accounting Standards) Rules 2015, as amended from time to time and notified under section 133 of the Companies Act, 2013 (The Act) along with other relevant provisions of the Act. The Financial Statements have been prepared on a going concern basis. The company are accrual basis of accounting.

For the all periods upto and including the year ended 31st March, 2024, the company had prepared financial statements in accordance with accounting standards notified under section 133 of the Companies Act, 2013 read together with para 7 of the Companies (Accounts) Rules 2014 and the Companies (Accounting Standards) Amendment Rules, 2016.

2.3 Use of estimates

The preparation of these financial statements in conformity with the recognition and measurement principles of Ind AS requires the management of the Company to make estimates and judgements that affect the reported balances of assets and liabilities, disclosures relating to contingent liabilities as at the date of the financial statements and the reported amounts of income and expense for the periods presented.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimates are revised and future periods are affected.

The Company reviews its carrying value of investments carried at amortised cost annually, or more frequently when there is indication for impairment. If the recoverable amount is less than its carrying amount, the impairment loss is accounted for.

Useful lives of property, plant and equipment

The Company reviews the useful life of property, plant and equipment at the end of each reporting period. This reassessment may result in change in depreciation expense in future periods.

Provisions and contingent liabilities

A provision is recognised when the Company has a present obligation as a result of past event and it is probable that an outflow of resources will be required to settle the obligation, in respect of which a reliable estimate can be made. These are reviewed at each balance sheet date and adjusted to reflect the current best estimates. Contingent liabilities are not recognised in the financial statements. Contingent assets are neither recognised nor disclosed in the financial statements.

Fair value measurement of financial instruments

Financial asset included within the OCI Category are measured at each reporting date at fair value. Fair Value movements are recognised in OCI. On derecognisation of the asset, cumulative gain or loss previously recognised in OCI is reclassified from OCI to statement of Profit and loss.

2.4 Revenue recognition

Both income and expenditure items are recognized on accrual and prudent basis.

2.5 Other Income

Income, such as Consultancy Income earned by the Company, which are over & above the Revenue from Operations, are treated as Other Income.

2.6 Income Tax

Current tax is determined as the amount of tax payable in respect of taxable income at applicable rate of tax for the year. The Government of India, on 20/09/2019, vide the Taxation Laws (Amendment) Ordinance 2019, inserted a new Section 115BAA in the Income Tax Act, 1961, which provides an option to the Company for paying Income Tax at reduced rates as per the provisions/conditions defined in the said section. The Company is continuing to provide for income tax at old rates, based on the available outstanding MAT credit entitlement and various exemptions and deductions available to the Company under the Income Tax Act, 1961.

2.7 Earnings per share

Basic earnings per share is computed by dividing the profit / (loss) after tax (including the post tax effect of extraordinary items, if any) by the weighted average number of equity shares outstanding during the year.

LAFFAN SOFTWARE LIMITED
(CIN: L72200WB1985PLC282004)
Statement of Change in Equity
For the Year ended 31st March, 2026

A. Equity Share Capital — **Rs. In Lakh**

	Amount in Rs.
As at 1st April, 2024	1522.17
Changes in Equity Share Capital during the year 2024-25	.00
As at 31st March, 2025	1522.17
Changes in Equity Share Capital during the year 2025-26	.00
As at 31st March, 2026	1522.17

B. Other Equity — **Rs. In Lakh**

Particulars	Share application Pending	Reserves and Surplus			Other Comprehensive Income	Total
		Capital Reserve	General reserve	Retained Earnings		
As on 31 March 2025						
Balance at the beginning of the reporting period i.e. 1st April, 2024	-	**497.42**	**.00**	**183.63**	**66.44**	**747.49**
Profit for the year	-	.00	.00	-4.95	.00	-4.95
Derecognisation of Financial Asset	-	.00	.00	.00	.00	.00
Other Comprehensive Income for the year	-	.00	.00	.00	8.43	8.43
Total Comprehensive Income for the year	-	**.00**	**.00**	**-4.95**	**8.43**	**3.48**
Balance at the end of the reporting period i.e. 31st March, 2025	-	**497.42**	**.00**	**178.68**	**74.87**	**750.97**
As on 31 March 2026						
Balance at the beginning of the reporting period i.e. 1st April, 2025	-	**497.42**	**.00**	**178.68**	**74.87**	**750.97**
Profit for the year	-	.00	.00	-1.79	.00	-1.79
Derecognisation of Financial Asset	-	.00	.00	.00	.00	.00
Other Comprehensive Income for the year	-	.00	.00	.00	12.17	12.17
Total Comprehensive Income for the year	-	**.00**	**.00**	**-1.79**	**12.17**	**10.39**
Balance at the end of the reporting period i.e. 31st March, 2026	-	**497.42**	**.00**	**176.89**	**87.04**	**761.36**

For Rajesh U Shah & Associates
Chartered Accountants
Firm Registration No. 327799E

For and on behalf of the Board of Directors

Sd/-
Rajesh Shah
(Proprietor)
MRN : 056550

Sd/-
Swapan Sarkar
Managing Director & CFO
DIN : 05149442

Sd/-
Sandip Kumar Singh
Director
DIN : 08443518

Sd/-
Deepa Bansal
Secretary
ACS 46317

Place : Kolkata
Date : 19th May, 2026
UDIN : 26056550USEIXX6416

LAFFAN SOFTWARE LIMITED
(CIN: L72200WB1985PLC282004)

Note 3 Tangible Assets

The previous year figures have been regrouped / reclassified, wherever necessary to conform to the current year presentation

Rs. In Lakh

Sl. No.	Particulars	Gross Carrying Value								Depreciation and amortisation									Net Carrying Value		
		As at April 1, 2024	Impact on IND AS Transition	Additions/ Adjustment	Deletions/ Adjustment	As at April 1, 2025	Additions/ Adjustment	Deletions/ Adjustment	As at Mar 31, 2026	As at April 1, 2024	Impact on IND AS Transition	Additions/ Adjustment	Impairement Loss	Deletions/ Adjustment	As at April 1, 2025	For the year	Deletions/ Adjustment	As at Mar 31, 2026	As at Mar 31, 2026	As at Mar 31, 2025	As at Apr 01, 2024
	Tangible Assets																				
	Own Assets:																				
1	Plant & Machinery	33.11		.00	.00	33.11	.00	.00	33.11	33.11		.00	.00	.00	33.11	.00	.00	33.11	.00	.00	.00
	Total (A)	**33.11**	**.00**	**.00**	**.00**	**33.11**	**.00**	**.00**	**33.11**	**33.11**	**.00**	**.00**	**.00**	**.00**	**33.11**	**.00**	**.00**	**33.11**	**.00**	**.00**	**.00**

LAFFAN SOFTWARE LIMITED

(CIN: L72200WB1985PLC282004)

Rs. In Lakh

Note 4 : Investments

Particulars	31 March, 2026		31 March, 2025		1 April, 2024	
	No. of Shares	Amount	No. of Shares	Amount	No. of Shares	Amount
Investment In Equity Instruments:						
Shares of Indian Companies		394.68		382.50		374.07
Total :		**394.68**		**382.50**		**374.07**

Note 4.1

Particulars		As at 31 March, 2026		As at 31 March, 2025		As at 1 April, 2024
Category-wise Non current						
Financial assets carried at Amortised Cost						
Financial assets measured at Cost						
Financial assets measured at Fair Value Through Other Comprehensive Income		394.68		382.50		374.07
Financial assets measured at Fair value Through Profit & Loss						
Total :		**394.68**		**382.50**		**374.07**

Note 5 : Other Non Current Assets

Particulars		As at 31 March, 2026		As at 31 March, 2025		As at 1 April, 2024
TDS Receivable		.77		.77		.77
Total :		**.77**		**.77**		**.77**

Note 6 : Inventories

Particulars		As at 31 March, 2026		As at 31 March, 2025		As at 1 April, 2024
Equity Shares of Indian Companies		1828.94		1828.94		1828.12
Total :		**1828.94**		**1828.94**		**1828.12**

Note 7 : Trade Receivables

Particulars		As at 31 March, 2026		As at 31 March, 2025		As at 1 April, 2024
Trade Receivables						
Trade receivables considered good - secured		.00		.00		.00
Trade receivables considered good - unsecured		4.40		4.40		4.40
Trade receivables which have significant increase in credit risk		.00		.00		.00
Trade receivables - credit impaired		.00		.00		.00
Total Trade Receivables		**4.40**		**4.40**		**4.40**
Less: Loss allowance		.00		.00		.00
Net Trade receivables		**4.40**		**4.40**		**4.40**
Of the above, trade receivables from related parties are as below:						
Trade receivables due from related parties		.00		.00		.00
Total : Net Trade Receivables		**4.40**		**4.40**		**4.40**

LAFFAN SOFTWARE LIMITED

(CIN: L72200WB1985PLC282004)

Rs. In Lakh

Ageing of trade receivables

As at 31 March 2026

			Outstanding for following periods from due date of payment					
Particulars	**Unbilled**	**Not due**	**Less than 6 months**	**6 months - 1 year**	**1-2 years**	**2-3 years**	**More than 3 years**	**Total**
Undisputed Trade receivables- considered good	-	-	-	-	-	-	4.40	4.40
Undisputed Trade receivables- which have significant increase in credit risk	-	-	-	-	-	-	-	-
Undisputed Trade receivables- credit impaired	-	-	-	-	-	-	-	-
Disputed Trade receivables- considered good	-	-	-	-	-	-	-	-
Disputed Trade receivables- which have significant increase in credit risk	-	-	-	-	-	-	-	-
Disputed Trade receivables- credit impaired	-	-	-	-	-	-	-	-

As at 31 March 2025

			Outstanding for following periods from due date of payment					
Particulars	**Unbilled**	**Not due**	**Less than 6 months**	**6 months - 1 year**	**1-2 years**	**2-3 years**	**More than 3 years**	**Total**
Undisputed Trade receivables- considered good	-	-	-	-	-	-	4.40	4.40
Undisputed Trade receivables- which have significant increase in credit risk	-	-	-	-	-	-	-	-
Undisputed Trade receivables- credit impaired	-	-	-	-	-	-	-	-
Disputed Trade receivables- considered good	-	-	-	-	-	-	-	-
Disputed Trade receivables- which have significant increase in credit risk	-	-	-	-	-	-	-	-
Disputed Trade receivables- credit impaired	-	-	-	-	-	-	-	-

Note 8 : Cash & Cash Equivalents

Particulars	**As at 31 March, 2026**	**As at 31 March, 2025**	**As at 1 April, 2024**
Cash on hand	1.44	.96	9.66
Balances with banks			
In Current Accounts	1.85	4.10	1.14
Total :	**3.29**	**5.07**	**10.81**

Cash and Cash equivalents are as per Statement of Cash Flows

Note 9 : Other Current Assets

Particulars	**As at 31 March, 2026**	**As at 31 March, 2025**	**As at 1 April, 2024**
(Unsecured & considered good unless otherwise stated)			
Advance against Property	32.90	32.90	32.90
Other Advances	19.00	19.00	19.00
	51.90	51.90	51.90
Less : Loss Allowance	.00	.00	.00
Due from Related Party	.00	.00	.00
Total :	**51.90**	**51.90**	**51.90**

LAFFAN SOFTWARE LIMITED

(CIN: L72200WB1985PLC282004)

Rs. In Lakh

Note 10: Share Capital

Particulars	As at 31 March, 2026		As at 31 March, 2025		As at 1 April, 2024	
	Number of shares	Rs.	Number of shares	Rs.	Number of shares	Rs.
(a) Authorised						
Equity Shares of Rs.10 each with voting rights	1,52,50,000	1525.00	1,52,50,000	1525.00	1,52,50,000	1525.00
(b) Issued, Subscribed and Paid - up						
Equity Shares of Rs.10 each with voting rights	1,52,21,700	1522.17	1,52,21,700	1522.17	1,52,21,700	1522.17
Total :	**1,52,21,700**	**1522.17**	**1,52,21,700**	**1522.17**	**1,52,21,700**	**1522.17**

10.1 Rights. Preference and Restriction attached to shareholders

Equity Shares : The Company has one class of equity shares having a par value of Rs. 10 per Share. Each Shareholder is eligible for one vote per share held. In the event of liquidation, the equity shareholder are eligible to receive the remaining assets of the company after distribution of all prefential amounts in proportion to their shareholding.

10.2 Disclosure of Shareholding of Promoters:

Name of the Promoter	As at 31 March, 2026		As at 31 March, 2025		% change during the Year
	Number of shares	% holding in that class of shares	Number of shares	% holding in that class of shares	
BAY INLAND FINANCE PVT. LTD.	101850	0.67	101850	0.67	-
ARTILLEGENCE BIO-INNOVATIONS LTD	530000	3.48	530000	3.48	-
Total :	**631850**	**4.15**	**631850**	**4.15**	

10.3 Details of shares held by each shareholder holding more than 5% shares:

Class of shares / Name of shareholder	As at 31 March, 2026		As at 31 March, 2025		As at 1 April, 2024	
	Number of shares held	% holding in that class of shares	Number of shares held	% holding in that class of shares	Number of shares held	% holding in that class of shares
Equity Shares with voting rights						
NOVELTY TRADERS LIMITED	12,47,250	8.19%	12,47,250	8.19%	12,47,250	8.19%
IMPALA INDUSTRIAL ENTERPRISES LIMITED	11,90,750	7.82%	11,90,750	7.82%	11,90,750	7.82%
ONLINE INFORMATIONS TECHNOLOGIES LIMITED	11,34,000	7.45%	11,34,000	7.45%	11,34,000	7.45%
RAMKRISHNA FINCAP LIMITED	8,66,250	5.69%	8,66,250	5.69%	8,66,250	5.69%
	44,38,250	**29.16%**	**44,38,250**	**29.16%**	**44,38,250**	**29.16%**

10.4 Reconciliation of the number of shares and amount outstanding at the beginning and at the end of the reporting period:

Particulars	Number of shares	Rs.	Number of shares	Rs.	Number of shares	Rs.
Opening Balance	152.22	1522.17	152.22	1522.17	152.22	1522.17
Change during the year	.00	.00	.00	.00	.00	.00
Closing Balance	152.22	1522.17	152.22	1522.17	152.22	1522.17

Note 11 : Other Equity

	Reserves & Surplus					
	Share Application Pending Allotment	Capital Reserve	General reserve	Retained earnings	Other Comprehensive Income	Total
As on 31 March 2025						
Balance at the beginning of the reporting period i.e. 1st April, 2024	**-**	**497.42**	**.00**	**183.63**	**66.44**	**747.49**
Profit for the year	-	.00	.00	-4.95	.00	**-4.95**
Derecognisation of Financial Asset	-	.00	.00	.00	.00	**.00**
Other Comprehensive Income for the year	-	.00	.00	.00	8.43	**8.43**
Total Comprehensive Income for the year	**-**	**.00**	**.00**	**-4.95**	**8.43**	**3.48**
Balance at the end of the reporting period i.e. 31st March, 2025	**-**	**497.42**	**.00**	**178.68**	**74.87**	**750.97**
As on 31 March 2026						
Balance at the beginning of the reporting period i.e. 1st April, 2025	**-**	**497.42**	**.00**	**178.68**	**74.87**	**750.97**
Profit for the year	-	.00	.00	-1.79	.00	**-1.79**
Derecognisation of Financial Asset	-	.00	.00	.00	.00	**.00**
Other Comprehensive Income for the year	-	.00	.00	.00	12.17	**12.17**
Total Comprehensive Income for the year	**-**	**.00**	**.00**	**-1.79**	**12.17**	**10.39**
Balance at the end of the reporting period i.e. 31st March, 2026	**-**	**497.42**	**.00**	**176.89**	**87.04**	**761.36**

Note 12 : Other Current Liabilities

Particulars	As at 31 March, 2026	As at 31 March, 2025	As at 1 April, 2024
Outstanding Liabilities			
Liability for Statutory Payments	.01	.01	.01
Liability for Expenses	.43	.42	.40
Total :	**.45**	**.44**	**.41**

LAFFAN SOFTWARE LIMITED

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Rs. In Lakh

Note 13 : Revenue from Operations

Particulars	For the Year Ending 31 March 2026	For the Year Ending 31 March 2025
i) Sale of Products		
Sale of Equity Shares of Indian Companies	.00	3.59
Total :	**.00**	**3.59**

Note 14 : Other Income

Particulars	For the Year Ending 31 March 2026	For the Year Ending 31 March 2025
i) Consultancy Income	7.43	7.50
ii) Interest on IT Refund	.00	.00
Total :	**7.43**	**7.50**

Note 15 : Changes in Inventory of Finished Goods

Particulars	For the Year Ending 31 March 2026	For the Year Ending 31 March 2025
Opening Stock	1828.94	1828.12
Less : Closing Stock	1828.94	1828.94
Increase / (Decrease) in Stocks	**.00**	**.81**

Note 16: Employee Benefits Expenses

Particulars	For the Year Ending 31 March 2026	For the Year Ending 31 March 2025
Salary	3.60	3.48
Staff Welfare Expenses	.10	.10
Total :	**3.70**	**3.58**

Note 17: Other Expenses

Particulars	For the Year Ending 31 March 2026	For the Year Ending 31 March 2025
Advertisement	.35	.72
Annual Listing Fees	.65	.65
Auditors Remuneration	.10	.10
Bank Charges	.00	.00
CDSL Fees	.53	.53
Conveyance Expenses	.14	.16
Demat Charges	.00	.01
E- Voting Charges	.25	.54
Filing Fees	.25	.05
General Expenses	.36	.22
NSDL Fees	.65	.65
Penalty to MCA	.00	3.10
Penalty to MSEI	.00	.00
Postage	.05	.08
Printing & Stationery	.07	.12
Professional Charges	1.70	1.83
Registrar Fees	.12	.12
Rent & Electricity	.17	.30
Telephone Expenses	.09	.09
Trade License	.03	.02
Total :	**5.51**	**9.29**

LAFFAN SOFTWARE LIMITED

17.1 Provision for Audit Fees

Particulars	For the Year Ending 31 March 2026	For the Year Ending 31 March 2025
Statutory Audit Fees	.10	.10
Total :	**.10**	**.10**

Note 18 : OCI- Items that will not form part of Profit/Loss

Particulars	For the Year Ending 31 March 2026	For the Year Ending 31 March 2025
i. Change in Fair Value of Investments		
On reclassification of Financial Assets at Fair Value		
Other Comprehensive Income	12.17	8.43

LAFFAN SOFTWARE LIMITED

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Notes Forming Part of the Financial Statements for the year ended 31st March, 2026

Note 19.3 Ratio Analysis

Particulars	Numerator	Denominator	31.03.2026	31.03.2025	Variance %	Reasons
Current Ratio	Current Assets	Current Liabilities	4,243.87	4,345.52	-2.34	
Debt Equity Ratio	Total Debt	Total Equity	-	-	-	
Debt Service Coverage Ratio	Earnings before Interest, tax	Interest Expense + Principal repayments made during the Year for Long Term Loan	-	-	-	
Return on Equity Ratio	Net Profit after Tax	Average Shareholder Equity	-0.00	-0.00	-64.01	
Inventory turnover Ratio	Not Applicable		-	-	-	
Trade Receivables Turnover Ratio	Revenue from Operations	Average Trade Receivables	-	-	-	
Trade Payables Turnover Ratio	Not Applicable		-	-	-	

Particulars	Numerator	Denominator	31.03.2026	31.03.2025	Variance %	Reasons
Net Capital Turnover Ratio	Revenue from Operations	Working Capital +Current Maturity of Long Term Borrowings	0.00	0.01	-32.98	
Net Profit Ratio	Profit for the Year	Revenue from Operations	-0.24	-0.45	-46.08	
Return on Capital Employed	Net Profit before Tax	Tangible Assets - Current Liabilities	-0.00	-0.00	-64.07	
Return on Investment	Not Applicable					

LAFFAN SOFTWARE LIMITED

(CIN: L72200WB1985PLC282004)

Notes Forming Part of the Financial Statements for the year ended 31st March, 2026

Note 19.4 Other Regulatory Information

(i) The Company has not advanced or loaned or invested funds to any other persons or entities, including foreign entities (Intermediaries) with the understanding that the Intermediary shall:

(a) Directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company (Ultimate

or

(b) Provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.

(ii) The Company has not received any fund from any persons or entities, including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall:

(a) Directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or

(b) Provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(iii) The company does not have any immovable property, the title deed of which is not held in the name of the company.

(iv) The Company does not have any transactions with companies struck off under section 248 of the Companies Act, 2013 or Section 560 of Companies Act

(v) The Company does not have any transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income-tax Act, 1961.

(vi) No proceedings have been initiated or pending against the company under the Benami Transactions (prohibition) Act 1988.

(vii) The company has not been declared as a wilful defaulter by any bank or financial institution or any other lender.

(viii) The company has neither traded or invested in crypto currency or virtual currency during the year.

Note 20 : The figures have been rounded off to the nearest rupee.

Note 21 : Disclosures of related party transactions (as identified & certified by the management) : As per IND AS 24- ' Related Party Disclosures' issued by the Institute of Chartered Accountants of India - Nil.

Note 22 : Statutory Audit Fees includes payment of Rs. 10,000/- to the auditors.

Note 23 : Previous Year figures have been regropued /re arranged wherever necessary.

For Rajesh U Shah & Associates
Firm Registration No. 327799E
Chartered Accountants

Sd/-
Rajesh Shah
(Proprietor)
MRN : 056550

Place: Kolkata
Date : 19th May, 2026
UDIN : 26056550USEIXX6416

For and on behalf of the Board

Sd/-
Swapan Sarkar
Managing Director & CFO
DIN : 05149442

Sd/-
Sandip Kumar Singh
Director
DIN : 08443518

Sd/-
Deepa Bansal
Secretary
ACS 46317