

Date: May 26, 2025

To,  
**BSE Limited,**  
Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai- 400 001  
**Script Code: 543638**

To,  
**National Stock Exchange of India Limited,**  
Exchange Plaza, Plot No.C-1, G Block,  
Bandra-Kurla Complex,  
Bandra (East), Mumbai 400 051  
**Script Name: TRACXN**

**Subject: Outcome of board meeting pursuant to Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("SEBI Listing Regulations")**

Dear Sir/Madam,

Pursuant to Regulation 30 (read with Part A of Schedule III) of the SEBI Listing Regulations, we wish to inform you that the Board of Directors of the Company at its meeting held today, i.e. on Monday, May 26, 2025, inter-alia, considered the following matters:

**1. Approval of Audited Financial Results of the Company for the quarter and year ended March 31, 2025:**

In terms of the provisions of Regulation 33 of Listing Regulations, we are enclosing herewith copy of the following:

- A. Audited Financial Results of the Company for the quarter and year ended March 31, 2025;
- B. Statement of Assets and Liabilities as at March 31, 2025;
- C. Cash Flow Statement for the year ended March 31, 2025; and
- D. Independent Auditor's Report received from the Statutory Auditors of the Company

Further, pursuant to the provisions of Regulation 33(3)(d) of the Listing Regulations, a declaration of Unmodified Opinion by the Director of the Company, in respect of the Audited Financial Results of the Company for the financial year ended March 31, 2025 is also enclosed herewith as **Annexure-A**.

**2. Approval of buyback of fully paid up equity shares of the Company:**

Considered and approved the proposal for buy-back of not exceeding **11,42,857 (Eleven Lakhs Forty Two Thousand Eight Hundred and Fifty Seven)** fully paid-up equity shares of the Company, each having a face value of INR 1/- (Indian Rupee One only) ("**Equity Shares**"), representing up to 1.07% of the total number of equity shares in the paid-up equity share capital of the Company, at a price of **INR 70/- (Indian Rupees Seventy only) per Equity Share ("Buyback Price")** payable in cash for an aggregate amount not exceeding INR 7,99,99,990/- (Indian Rupees Seven Crores Ninety Nine Lakhs Ninety Nine Thousand Nine Hundred and Ninety Only ("**Buyback Size**") being 23.70% of the aggregate of the fully paid-up equity share capital, securities premium and free reserves as per the latest audited financial statements of the Company as at March 31, 2025. The Buyback Size does not include transaction costs viz. brokerage costs, fees, turnover

charges, applicable taxes such as buyback tax, securities transaction tax, goods and services tax, stamp duty, etc., expenses incurred or to be incurred for the buyback like filing fees payable to the Securities and Exchange Board of India (“SEBI”), advisors/ legal fees, public announcement publication expenses, printing and dispatch expenses and other incidental and related expenses, etc.

The buyback is proposed to be made from all of the equity shareholders / beneficial owners of the Company, excluding the promoters of the Company and members of the promoter group (as defined under SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011), who hold Equity Shares as on the record date, on a proportionate basis through the “tender offer” route, in accordance with the provisions contained in the Securities and Exchange Board of India (Buy-Back of Securities) Regulations, 2018, as amended (“**SEBI Buyback Regulations**”) and the Companies Act, 2013, as amended and rules made thereunder.

The Board has noted the intention of the Promoters and members of the Promoter Group of the Company of not participating in the proposed Buy Back.

The Board has constituted a Buyback Committee and has delegated the power to do all such acts, deeds, matters and things as it may, in its absolute discretion, deem necessary, expedient or proper in connection with the Buyback.

In terms of Regulation 5(via) of the SEBI Buyback Regulations, the Board / Buyback committee may, till one working day prior to the record date, increase the Buyback price and decrease the number of Equity Shares proposed to be bought back, such that there is no change in the Buyback Size.

The proposed Buyback is subject to the approval of shareholders by way of a special resolution through a postal ballot (including Remote E-voting) pursuant to Sections 108 and 110 of the Companies Act, 2013 read with Rules framed thereunder and all other applicable statutory approvals. The process, timelines and other requisite details concerning the postal ballot will be communicated in due course.

The public announcement and letter of offer setting out the process, timelines and other requisite details will be released in due course in accordance with the SEBI Buyback Regulations.

Systematix Corporate Services Limited, a SEBI Registered Merchant Banker, has been appointed as the Manager to the Buyback.

The pre-buyback shareholding pattern as on May 23, 2025, is enclosed as **Annexure B**. Please note that the details regarding the post-buyback shareholding pattern have not been provided since the actual number of Equity Shares that are bought back and category of shareholders from whom the Equity Shares will be bought back cannot be determined at this stage.

The details required to be furnished under Regulation 30 of Listing Regulations read with SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024 issued thereunder is

furnished below:

Sr. No	Particulars	Details
1.	No of Securities proposed for Buy Back	11,42,857
2.	No of Securities proposed for Buy Back as the percentage of existing paid-up capital	1.07%
3.	Buy Back Price	Rs. 70/-
4.	Actual securities in number and percentage of existing paid-up capital bought back	The actual number of equity shares and percentage of existing paid-up capital bought back shall be ascertained following completion of the buyback.
5.	Pre and Post Shareholding Pattern	The pre-buyback shareholding pattern is attached as Annexure B. The post buyback shareholding pattern shall be ascertained following completion of the buyback.

**3. Cessation of Ms. Surabhi Pasari as the Company Secretary and Compliance Officer of the Company w.e.f June 02, 2025 on account of maternity leave:**

The details required to be furnished under Regulation 30 of Listing Regulations read with SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024 issued thereunder is furnished below:

Particulars	Cessation of Company Secretary and Compliance Officer
Reason for change (Cessation)	Cessation of Ms. Surabhi Pasari as the Company Secretary and Compliance Officer of the Company on account of maternity leave.
Date & Terms of Cessation	June 02, 2025
Brief Profile	NA
Disclosures of relationships between directors (in case of appointment of a director)	NA

#### 4. Appointment of Ms. Megha Tibrewal, Company Secretary and Compliance Officer of the Company:

The details required to be furnished under Regulation 30 of Listing Regulations read with SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024 issued thereunder is furnished below:

Particulars	Appointment of Company Secretary and Compliance Officer
Reason for change (Appointment)	Appointment of Ms. Megha Tibrewal as Company Secretary and Compliance Officer, upon the cessation of Ms. Surabhi Pasari on account of maternity leave, erstwhile Company Secretary & Compliance Officer.
Date & Terms of Appointment	Date of Appointment: June 02, 2025 Ms. Megha Tibrewal has been appointed as Company Secretary and Compliance Officer w.e.f. June 02, 2025 to perform the duties as prescribed under Section 205 of the Companies Act, 2013 and Regulation 6 of Listing Regulations and such other duties as may be assigned by the Board of Directors of the Company from time to time.
Brief Profile	Megha Tibrewal holds a bachelor's and a masters' degree in commerce from Kolhan University, Chaibasa, Jharkhand and a master's degree in business laws from the National Law School of India University, Bengaluru. She is also an associate member of the Institute of Company Secretaries of India. Before her association with our Company, she has previously worked with Decision Point Consultancy Private Limited, Betul Wind Farms Limited and Atria Hydel Power Limited.
Disclosures of relationships between directors (in case of appointment of a director)	NA

#### 5. Approval of authorization to Key Managerial Personnel to make disclosures to the Stock Exchanges:

Pursuant to Regulation 30(5) of Listing Regulations and consequent upon cessation of Ms. Surabhi Pasari on account of maternity leave, erstwhile Company Secretary & Compliance Officer, the Board of Directors of the Company at its meeting held today i.e. May 26, 2025 have, in addition to the existing Key Managerial Personnel, authorized following Key

Managerial Personnel for making the disclosures of material event or information to the Stock Exchange(s) effective from June 02, 2025:

Sr. No	Name	Designation	Contact Details
1.	Ms. Megha Tibrewal (Only for making the disclosures of material event or information to Stock Exchanges)	Company Secretary & Compliance Officer	Email ID: <a href="mailto:compliance-officer@tracxn.com">compliance-officer@tracxn.com</a>  Phone Number +91 9036090116

6. **Appointment of M/s. BMP & Co. LLP, Peer Reviewed Firm of Practicing Company Secretaries, as the Secretarial Auditor of the Company for a period of five consecutive years commencing from FY 2025-26 till FY 2029-30 subject to approval of shareholders:**

The details required to be furnished under Regulation 30 of Listing Regulations read with SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024 issued thereunder is furnished below:

Particulars	Appointment of Secretarial Auditor for FY 2025-2026 to FY 2029-30
Reason for Change	Appointment
Date & Terms of Appointment	Date of Appointment: May 26, 2025  M/s. BMP & Co. LLP, Peer Reviewed Firm of Practicing Company Secretaries (Firm Registration No.: L2017KR003200 and Peer Review No.: 6387/2025) appointed to conduct secretarial audit for the period of 5 years i.e. from financial year 2025-26 to financial year 2029-30, subject to approval of the shareholders of the Company at the ensuing AGM, on the terms and conditions as may be mutually agreed between the Secretarial Auditor and Management of the Company.
Brief Profile	BMP & Co., LLP (BMP) is a well-established firm of Practising Company Secretaries with offices in Bengaluru, Mumbai, and Delhi (NCR). Founded in 2017, the firm comprises 5 partners and a dedicated team of 60 employees.  Specializing in Company Secretarial services and having undergone peer

	<p>review, BMP delivers comprehensive consulting and advisory services in corporate law. Their expertise encompasses a wide spectrum, including Corporate Secretarial Services, Secretarial Audit, SEBI compliances, Initial Public Offerings (IPO), Foreign Direct Investment (FDI) and Overseas Direct Investment (ODI) under FEMA, Mergers &amp; Amalgamations, Business Setup, and Fund Raise compliance.</p> <p>BMP has earned the trust of industry leaders across diverse sectors, including listed corporates, multinational companies, start-ups, venture capital firms, and esteemed law firms, establishing itself as a trusted partner in the corporate landscape.</p>
Details of relationships between directors (in case of appointment of a director)	NA

**7. Re-appointment of M/s. SPR & Co, Chartered Accountants as the Internal Auditor of the Company:**

The details required to be furnished under Regulation 30 of Listing Regulations read with SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024 issued thereunder is furnished below:

<b>Particulars</b>	<b>Re-appointment of Internal Auditor</b>
Reason for Change (Appointment)	Re-appointment
Date & Terms of Appointment	Date of reappointment: May 26, 2025  M/s. SPR & Co., Chartered Accountants, have been appointed as Internal Auditors to conduct Internal Audit for FY 2025-26 on the terms and conditions as may be mutually agreed between the Internal Auditor and Management of the Company.
Brief Profile	SPR & Co (SPR), is a business and risk consulting firm with a staff strength of over 400 members. SPR has its presence across India, the United States, South Africa, Botswana, the UAE, and Sri Lanka, offering services in Internal Audit and Risk Compliance. For more details, please visit <a href="https://sprandco.com/">https://sprandco.com/</a>
Details of relationships between	NA

directors (in case of appointment of a director)	
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8. **Re-appointment of Ms. Neha Singh (DIN: 05331824) as the Managing Director of the Company for a term of five (5) years with effect from August 06, 2026 to August 05, 2031, subject to approval of shareholders:**

The details required to be furnished under Regulation 30 of Listing Regulations read with SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024 issued thereunder is annexed as **Annexure C**.

9. **Re-appointment of Mr. Abhishek Goyal (DIN: 00423410) as an Executive Director of the Company for a term of five (5) years with effect from August 06, 2026 to August 05, 2031, subject to approval of shareholders**

The details required to be furnished under Regulation 30 of Listing Regulations read with SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024 issued thereunder is annexed as **Annexure C**.

10. **Re-appointment of Mr. Brij Bhushan (DIN: 03624436) as an Independent Director of the Company for a term of five (5) years with effect from August 06, 2026 to August 05, 2031, subject to approval of shareholders:**

The details required to be furnished under Regulation 30 of Listing Regulations read with SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024 issued thereunder is annexed as **Annexure C**.

11. **Re-appointment of Mr. Nishant Verman (DIN: 05128414) as an Independent Director of the Company for a term of five (5) years with effect from August 06, 2026 to August 05, 2031, subject to approval of shareholders:**

The details required to be furnished under Regulation 30 of Listing Regulations read with SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024 issued thereunder is annexed as **Annexure C**.

12. **Re-appointment of Ms. Payal Goel (DIN: 09196284) as an Independent Director of the Company for a term of five (5) years with effect from August 06, 2026 to August 05, 2031, subject to approval of shareholders:**

The details required to be furnished under Regulation 30 of Listing Regulations read with SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024 issued thereunder is annexed as **Annexure C**.

13. **Re-appointment of Mr. Rohit Jain (DIN: 06876642) as an Independent Director of the Company for a term of five (5) years with effect from August 06, 2026 to August 05, 2031, subject to approval of shareholders**

The details required to be furnished under Regulation 30 of Listing Regulations read with SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024 issued thereunder is annexed as **Annexure C**.

The meeting commenced at 2:30 P.M. and concluded at 3:28 P.M.

This is for your information and record.

Thanking you,

Yours faithfully,

For **Tracxn Technologies Limited**

**Surabhi Pasari**  
**Company Secretary and Compliance Officer**  
**Membership No. F11215**

**Encl: as above**

# Price Waterhouse Chartered Accountants LLP

## INDEPENDENT AUDITOR'S REPORT

To the Board of Directors of Tracxn Technologies Limited

### Report on the Audit of Financial Results

#### Opinion

1. We have audited the accompanying annual financial results of Tracxn Technologies Limited (the "Company") for the year ended March 31, 2025 and the statement of assets and liabilities as on that date and the statement of cash flows for the year ended on that date (the "financial results"), attached herewith, which are included in the accompanying 'Statement of financial results for the quarter and financial year ended March 31, 2025', 'Statement of assets and liabilities as at March 31, 2025' and 'Statement of cashflows for the year ended March 31, 2025' (together the "Statement") being submitted by the Company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (the 'Listing Regulations') which has been initialled by us for identification purposes.
2. In our opinion and to the best of our information and according to the explanations given to us, the financial results:
  - (i) are presented in accordance with the requirements of Regulation 33 of the Listing Regulations in this regard; and
  - (ii) give a true and fair view in conformity with the recognition and measurement principles laid down in the applicable Indian accounting standards prescribed under Section 133 of the Companies Act, 2013 (the "Act") and other accounting principles generally accepted in India, of net loss and other comprehensive income and other financial information of the Company for the year ended March 31, 2025 and the statement of assets and liabilities and the statement of cash flows as at and for the year ended on that date.

#### Basis for Opinion

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



Price Waterhouse Chartered Accountants LLP, 5th Floor, Tower 'D', The Millenia, 1 & 2 Murphy Road, Ulsoor  
Bengaluru - 560 008  
T: +91 (80) 40794190

Registered office and Head office: 11-A, Vishnu Digamber Marg, Sucheta Bhawan, New Delhi - 110002

Price Waterhouse (a Partnership Firm) converted into Price Waterhouse Chartered Accountants LLP (a Limited Liability Partnership with LLP identity no: LLPIN AAC-5001) with effect from July 25, 2014. Post its conversion to Price Waterhouse Chartered Accountants LLP, its ICAI registration number is 012754N/N500016 (ICAI registration number before conversion was 012754N).

# Price Waterhouse Chartered Accountants LLP

## INDEPENDENT AUDITOR'S REPORT

To the Board of Directors of Tracxn Technologies Limited

Report on the Financial Results

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### Board of Directors' Responsibilities for the Financial Results

4. These financial results have been prepared on the basis of the annual financial statements. The Company's Board of Directors are responsible for the preparation and presentation of the financial results that give a true and fair view of the net loss and other comprehensive income and other financial information of the Company and the statement of assets and liabilities and the statement of cash flows in accordance with the recognition and measurement principles laid down in the Indian Accounting Standards prescribed under Section 133 of the Act read with relevant rules issued thereunder and other accounting principles generally accepted in India and in compliance with Regulation 33 of the Listing Regulations. The Board of Directors of the Company are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for 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 the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the financial results by the Directors of the Company, as aforesaid.
5. In preparing the financial results, the Board of Directors of the Company are responsible for assessing the ability of the Company to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.
6. The Board of Directors of the Company are responsible for overseeing the financial reporting process of the Company.

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

7. Our objectives are to obtain reasonable assurance about whether the financial results 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 the financial results.
8. As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional scepticism throughout the audit. We also:
  - Identify and assess the risks of material misstatement of the financial results, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.



# Price Waterhouse Chartered Accountants LLP

## INDEPENDENT AUDITOR'S REPORT

To the Board of Directors of Tracxn Technologies Limited

Report on the Financial Results

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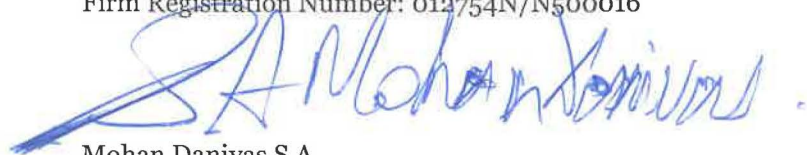
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls.
  - Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Board of Directors.
  - Conclude on the appropriateness of the Board of Directors use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the ability of the Company to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial results or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
  - Evaluate the overall presentation, structure and content of the financial results, including the disclosures, and whether the financial results represent the underlying transactions and events in a manner that achieves fair presentation.
9. We communicate with those charged with governance of the Company regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.
10. We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

### Other Matter

11. The Financial Results include the results for the quarter ended March 31, 2025 being the balancing figures between the audited figures in respect of the full financial year and the published audited year to date figures up to the third quarter of the current financial year, which were subject to limited review by us.

For Price Waterhouse Chartered Accountants LLP

Firm Registration Number: 012754N/N500016



Mohan Danivas S A

Partner

Membership Number: 209136

UDIN: 25209136BMRJRG2617

Place: Bengaluru

Date: May 26, 2025

Tracxn Technologies Limited

Registered Office: No. L-248, 2nd Floor, 17th Cross, Sector 6, HSR Layout, Bengaluru, Karnataka, 560102

Corporate Identity Number: L72200KA2012PLC065294

Phone: +91 90360 90116, Email: investor.relations@tracxn.com, Website: www.tracxn.com

STATEMENT OF ASSETS AND LIABILITIES AS AT MARCH 31, 2025

(All amount in INR. Lakhs, except earnings per share, unless otherwise stated)

Particulars	As at 31 March 2025	As at 31 March 2024
<b>Assets</b>		
<b>Non-current assets</b>		
Property, plant and equipment	20.30	19.90
Intangible assets	-	-
Income tax assets (net)	622.92	547.40
Deferred tax asset (net)	566.62	2,121.14
<b>Total non-current assets</b>	<b>1,209.84</b>	<b>2,688.44</b>
<b>Current assets</b>		
Financial assets		
i. Investments	8,957.70	6,805.17
ii. Trade receivables	167.32	833.98
iii. Cash and cash equivalents	364.00	477.81
iv. Other financial assets	287.83	423.34
Other current assets	86.23	79.67
<b>Total current assets</b>	<b>9,863.08</b>	<b>8,619.97</b>
<b>Total assets</b>	<b>11,072.92</b>	<b>11,308.41</b>
<b>Equity and liabilities</b>		
<b>Equity</b>		
Equity share capital	1,064.66	1,035.41
<b>Other equity</b>		
Reserves and surplus	5,514.89	6,053.37
<b>Total equity</b>	<b>6,579.55</b>	<b>7,088.78</b>
<b>Liabilities</b>		
<b>Non-current liabilities</b>		
Employee benefit obligations	456.45	338.45
Contract liabilities	56.35	40.60
<b>Total non-current liabilities</b>	<b>512.80</b>	<b>379.05</b>
<b>Current liabilities</b>		
Financial liabilities		
i. Trade payables		
(a) Total outstanding dues of micro enterprises and small enterprises; and	15.08	4.70
(b) Total outstanding dues other than (a) above	40.85	54.27
ii. Other financial liabilities	9.56	27.08
Employee benefit obligations	217.28	243.88
Contract liabilities	3,419.02	3,136.49
Other current liabilities	278.78	374.16
<b>Total current liabilities</b>	<b>3,980.57</b>	<b>3,840.58</b>
<b>Total liabilities</b>	<b>4,493.37</b>	<b>4,219.63</b>
<b>Total equity and liabilities</b>	<b>11,072.92</b>	<b>11,308.41</b>

Initialed for identification




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**STATEMENT OF CASH FLOWS FOR THE YEAR ENDED MARCH 31, 2025**  
(All amount in INR. Lakhs, except earnings per share, unless otherwise stated)

Particulars	Year ended 31 March 2025	Year ended 31 March 2024
<b>Cash flow from operating activities:</b>		
<b>Net profit before income tax</b>	662.19	868.29
<b>Adjustment for:</b>		
Depreciation and amortization expense	11.36	17.01
Net (gain)/ loss on disposal of Property, plant and equipment	-	0.22
Net gains on sale of investments	(158.13)	(41.42)
Net fair value gains on financial assets measured at fair value through profit or loss	(420.67)	(363.76)
Interest on income tax refund	(10.91)	-
Interest income from bank deposits measured at amortised cost	(12.30)	(28.83)
Employee stock option expense	464.26	476.64
Bad debts written off	41.47	21.98
(Reversal)/allowance for expected credit loss (net)	(24.24)	6.28
Unrealised exchange difference (net)	(0.64)	2.09
<b>Operating profit before working capital changes</b>	<b>552.39</b>	<b>958.50</b>
<b>Adjustment for:</b>		
(Increase)/ decrease in trade receivables	647.80	117.31
(Increase)/ decrease in other financial assets	146.59	(48.93)
(Increase)/ decrease in other assets	(6.56)	(37.17)
Increase / (decrease) in trade payables	(3.04)	(31.55)
Increase / (decrease) in contract liabilities	298.28	234.76
Increase / (decrease) in employee benefit obligations	25.55	60.87
Increase / (decrease) in other financial liabilities	(17.52)	2.55
Increase / (decrease) in other liabilities	(95.38)	135.52
<b>Cash generation from operations</b>	<b>1,548.11</b>	<b>1,391.86</b>
Income taxes paid (net of refunds received, including interest thereon)	(121.03)	(267.17)
<b>Net cash flow from/ (used in) operating activities</b>	<b>1,427.08</b>	<b>1,124.69</b>
<b>Cash flow from investing activities:</b>		
Payments for purchase of property, plant and equipment	(11.77)	(4.00)
Proceeds from sale of property, plant and equipment	-	2.93
Funds redeemed / (Invested) in bank deposits (net)	(11.08)	1,693.59
Proceeds from sale of investments	7,374.66	5,911.00
Payments for purchase of investments in mutual funds	(8,948.38)	(8,573.00)
Interest received	23.21	28.83
<b>Net cash inflow / (outflow) from investing activities</b>	<b>(1,573.36)</b>	<b>(940.65)</b>
<b>Cash flow from financing activities:</b>		
Application money received for exercise of stock options	25.92	35.64
Application money pending allotment	4.28	-
<b>Net cash inflow / (outflow) from financing activities</b>	<b>30.20</b>	<b>35.64</b>
<b>Net increase/ (decrease) in cash and cash equivalents</b>	<b>(116.08)</b>	<b>219.68</b>
Cash and cash equivalents as at beginning of the year	477.81	262.74
Effects of exchange rate changes on cash and cash equivalents	2.27	(4.61)
<b>Cash and cash equivalents as at end of the year</b>	<b>364.00</b>	<b>477.81</b>
<b>Cash and cash equivalents comprise of [refer note 6(c)]:</b>		
Cash on hand	0.02	0.01
Balances with payment gateway accounts	-	5.87
Balance with banks		
In current accounts	267.24	342.37
In exchange earners foreign currency (EEFC) accounts	96.74	129.56
<b>Total</b>	<b>364.00</b>	<b>477.81</b>

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**STATEMENT OF FINANCIAL RESULTS FOR THE QUARTER AND FINANCIAL YEAR ENDED MARCH 31, 2025**  
(All amount in INR. Lakhs, except earnings per share, unless otherwise stated)

Sl No	PARTICULARS	Quarter ended March 31, 2025 (Refer note - 4)	Quarter ended December 31, 2024	Quarter ended March 31, 2024 (Refer note - 4)	For the year ended March 31, 2025	For the year ended March 31, 2024
		(Unaudited)	(Unaudited)	(Unaudited)	(Audited)	(Audited)
1	<b>Income</b>					
	(a) Revenue from operations	2,114.07	2,139.31	2,031.54	8,446.73	8,277.05
	(b) Other Income	2.72	4.90	2.63	27.93	30.93
	(c) Other gains - net	155.23	145.32	122.88	562.27	395.69
	<b>Total income (a+b+c)</b>	<b>2,272.02</b>	<b>2,289.53</b>	<b>2,157.05</b>	<b>9,036.93</b>	<b>8,703.67</b>
2	<b>Expenses</b>					
	(a) Employee benefits expense	1,936.44	1,863.51	1,777.66	7,387.39	6,925.84
	(b) Depreciation and amortization expense	3.53	3.82	4.14	11.36	17.01
	(c) Other expenses	259.25	231.06	186.59	975.99	892.53
	<b>Total expenses (a+b+c)</b>	<b>2,199.22</b>	<b>2,098.39</b>	<b>1,968.39</b>	<b>8,374.74</b>	<b>7,835.38</b>
3	<b>Profit before taxation (1-2)</b>	<b>72.80</b>	<b>191.14</b>	<b>188.66</b>	<b>662.19</b>	<b>868.29</b>
4	<b>Tax expense:</b>					
	(a) Current tax	23.66	8.59	4.63	45.51	17.68
	(b) Deferred tax expense/(benefit) (Refer note 3)	807.09	40.56	41.52	1,571.09	200.47
	<b>Net tax expense/(benefit) (a+b)</b>	<b>830.75</b>	<b>49.15</b>	<b>46.15</b>	<b>1,616.60</b>	<b>218.15</b>
5	<b>(Loss)/profit for the period/year (3-4)</b>	<b>(757.95)</b>	<b>141.99</b>	<b>142.51</b>	<b>(954.41)</b>	<b>650.14</b>
6	<b>Other Comprehensive Income</b>					
	Items that will not be reclassified to profit and loss:					
	Remeasurements of defined benefit plans - gains/ (losses) (net)	(17.29)	2.65	(13.01)	(65.85)	(56.66)
	Tax impact on the above	4.35	(0.67)	3.27	16.57	14.26
	<b>Total other comprehensive Income for the period/year</b>	<b>(12.94)</b>	<b>1.98</b>	<b>(9.74)</b>	<b>(49.28)</b>	<b>(42.40)</b>
7	<b>Total comprehensive income for the period/year (5+6)</b>	<b>(770.89)</b>	<b>143.97</b>	<b>132.77</b>	<b>(1,003.69)</b>	<b>607.74</b>
8	<b>Paid-up equity share capital [Face value Re. 1 per share]</b>	<b>1,064.66</b>	<b>1,057.92</b>	<b>1,035.41</b>	<b>1,064.66</b>	<b>1,035.41</b>
9	<b>Reserves (excluding revaluation reserve) as shown in the audited balance sheet</b>				<b>5,514.89</b>	<b>6,053.37</b>
10	<b>Earnings per equity share (EPS)</b> <b>(nominal value of ₹ 1/-each) (not annualised) (Refer note 7)</b>					
	(a) Basic (in Rs.) (Face value of Re 1 each)*	(0.71)	0.13	0.13	(0.89)	0.61
	(b) Diluted (in Rs.) (Face value of Re 1 each)*	(0.71)	0.13	0.13	(0.89)	0.61

See accompanying notes to these financial results

\* EPS as presented above is not annualised except for the years ended March 31, 2024 and March 31, 2025



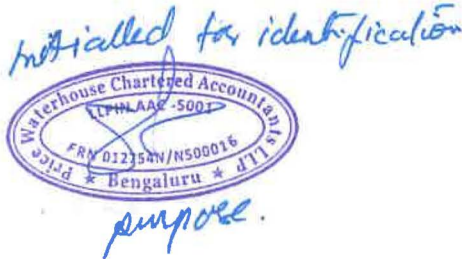
**Notes:**

- 1 The Statement of Financial Results for the quarter and financial year ended March 31, 2025, Statement of Assets and Liabilities as at March 31, 2025 and the Statement of Cash Flows for the year ended March 31, 2025 have been prepared in accordance with the recognition and measurement principles laid down in the applicable accounting standard prescribed under Section 133 of Companies Act, 2013, and other accounting principles generally accepted in India, read with the relevant rules issued thereunder and in terms of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended ("Listing Regulations").
- 2 The Company has, at various grant dates issued ESOPs to its employees at an exercise price equal to the face value of the Company's share, which were approved by the Nomination and Remuneration Committee and the Board of Directors. For the quarter ended March 31, 2025, an amount of INR 129.75 Lakhs (March 31, 2024: INR. 160.92 Lakhs ) has been recorded as employee stock option expense based on requirements in Ind AS 102, 'Share-based payments'. The ESOPs granted and outstanding as at March 31, 2025, aggregates to 4,666,558 (March 31, 2024: 7,196,976).
- 3 As at March 31, 2025 the management has reassessed the recoverability of deferred tax assets on carry forward business losses based on the availability of future taxable profits and has reversed deferred tax assets amounting to Rs.813.60 Lakhs during the quarter ended March 31, 2025. Reversal of such deferred tax assets for the year aggregates to Rs.1448.67 Lakhs.
- 4 The figures for the quarter ended March 31, 2025 and March 31, 2024 are the balancing figures between the audited figures in respect of the full financial year and the published unaudited year-to-date figures upto the third quarter of the respective financial years which were subjected to review by the statutory auditors.
- 5 The Company's operations relate to only one reportable segment viz Platform Subscription. Accordingly, no separate disclosure of segment information is required.
- 6 The Statement of Financial Results for the quarter and financial year ended March 31, 2025, Statement of Assets and Liabilities as at March 31, 2025 and the Statement of Cash Flows for the year ended March 31, 2025 were reviewed and recommended by the Audit Committee of the Board and subsequently approved by the Board of Directors at their respective meetings held on May 26, 2025.
- 7 Potentially issuable equity shares, on account of Share Options issued to employees, that could potentially dilute basic earnings per share, are not included in the calculation of diluted earnings per share if they are anti-dilutive for the period presented.
- 8 The Company does not have any subsidiary / associate / joint venture company(ies).
- 9 The Investors can visit the company's website [www.trackn.com](http://www.trackn.com) for updated information.

Place: Bengaluru  
Date: 26 May 2025

For and on behalf of the Board of Directors

*Neha Singh*  
Neha Singh  
Managing Director



## ANNEXURE-A

To,  
**BSE Limited**  
Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai- 400001  
**Scrip Code: 543638**

To,  
**National Stock Exchange of India Ltd.**  
Exchange Plaza, Plot no. C/1, G Block,  
Bandra-Kurla Complex,  
Bandra (E), Mumbai - 400051  
**Company Code: TRACXN**

Dear Sir/Madam,

**Sub: Declaration pursuant to the provisions of Regulation 33(3)(d) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") in respect of the Audited Financial Results of the Company for the financial year ended March 31, 2025.**

Pursuant to the second proviso to Regulation 33(3)(d) of the Listing Regulations, we hereby declare that Statutory Auditors of the Company, M/s. Price Waterhouse Chartered Accountants LLP have issued the Auditors' report on Audited Financial Results of the Company for the Financial year ended March 31, 2025 **with unmodified opinion.**

Request you to kindly take the same on record.

Thanking you.

Yours faithfully,  
**For Tracxn Technologies Limited**

  
**Neha Singh**  
**Managing Director**  
**DIN: 05331824**

**Annexure B****Pre-Buyback shareholding pattern of the Company as on May 23, 2025**

Sr. No	Shareholder Category	No. of Shareholders	No. of Shares	% of Shareholding
1.	<b>Promoter and Promoter Group</b>	2	36393397	34.02
2.	<b>Indian Financial Institutions / Banks / Mutual Funds</b>			
	Indian Financial Institutions	-	-	-
	Banks	-	-	-
	Mutual Funds	4	3808973	3.56
	Insurance Companies	-	-	-
3.	<b>FII / FPI / NRIs / GDRs / Foreign Nationals and OCB</b>			
	FII/FPI	9	874429	0.81
	NRIs	549	1155054	1.08
	DRs	-	-	-
	Foreign Banks	-	-	-
4.	<b>Indian Public, Corporates and Others</b>	83774	64746273	60.53
	<b>TOTAL</b>	<b>84,338</b>	<b>10,69,78,126</b>	<b>100</b>

*The post buyback shareholding pattern of the Company shall be ascertained subsequently.*

**Annexure C**

Sr. No	Particulars	Ms. Neha Singh	Mr. Abhishek Goyal	Mr. Brij Bhushan	Mr. Nishant Verman	Ms. Payal Goel	Mr. Rohit Jain
1.	<b>Reason for change</b>	Re-appointment of Ms. Neha Singh as Managing Director of the Company, pursuant to end of her current term	Re-appointment of Mr. Abhishek Goyal as an Executive Director of the Company, pursuant to end of his current term	Re-appointment of Mr. Brij Bhushan as an Independent Director of the Company, due to expiry of first term	Re-appointment of Mr. Nishant Verman as an Independent Director of the Company, due to expiry of first term	Re-appointment of Ms. Payal Goel as an Independent Director of the Company, due to expiry of first term	Re-appointment of Mr. Rohit Jain as an Independent Director of the Company, due to expiry of first term
2.	<b>Date and term of re-appointment</b>	Period of five (5) years commencing from August 06, 2026 to August 05, 2031	Period of five (5) years commencing from August 06, 2026 to August 05, 2031	With effect from August 06, 2026 upto August 05, 2031, for a second term of five (5) years	With effect from August 06, 2026 upto August 05, 2031, for a second term of five (5) years	With effect from August 06, 2026 upto August 05, 2031, for a second term of five (5) years	With effect from August 06, 2026 upto August 05, 2031, for a second term of five (5) years
3.	<b>Information as required pursuant to BSE Circular with ref. no. LIST/COMP/14/2018-19 and National Stock Exchange of India with ref no. NSE/CML/2018/24, dated June 20, 2018</b>	Ms. Neha Singh is not debarred from holding the office of a director by virtue of any SEBI order or any other such authority	Mr. Abhishek Goyal is not debarred from holding the office of a director by virtue of any SEBI order or any other such authority	Mr. Brij Bhushan is not debarred from holding the office of a director by virtue of any SEBI order or any other such authority	Mr. Nishant Verman is not debarred from holding the office of a director by virtue of any SEBI order or any other such authority	Ms. Payal Goel is not debarred from holding the office of a director by virtue of any SEBI order or any other such authority	Mr. Rohit Jain is not debarred from holding the office of a director by virtue of any SEBI order or any other such authority

4.	<b>Brief profile</b>	<p>She holds a Bachelor's and Master's degree in Technology, with specializations in Computer Science and Engineering, from the Indian Institute of Technology Bombay where she was awarded the Silver Medal. She pursued her postgraduate studies in MBA from the Stanford University (officially Leland Stanford Junior University) Graduate School of Business. She is the Co-founder of Tracxn. Prior to Tracxn, Neha was</p>	<p>He holds a Bachelor's degree specializing in Computer Science and Engineering, from the Indian Institute of Technology, Kanpur. He is the Co-founder of Tracxn. He began his career with technology firms Yahoo &amp; Amazon and later, he was an investor at Accel Partners. At Accel Partners, Abhishek was a part of the deal team which wrote the first cheques to Flipkart (acquired by Walmart) and CommonFloor.</p>	<p>He holds a Bachelor's degree in Computer Science and Engineering, from Maharshi Dayanand University, Rohtak and Post-Graduate Diploma in Management from the Indian Institute of Management, Bengaluru. He is the Co-founder of Magicpin. He has over 15 years of professional experience in strategy, venture capital and growth technology. Previously he was an investor with the venture capital fund Nexus Venture Partners. He has also worked at Bain</p>	<p>He has an M.B.A. degree from the Kellogg School of Management in International Business &amp; Marketing. He also holds a Master's degree in Computer Science from Stanford University, and a Bachelor's degree from The University of Michigan, Ann Arbor. He is presently the CEO and Co-founder of Bazaar.com. In his previous stint, he has held the position of the Director of Corporate Development at Flipkart, where he also joined the board of directors of MapMyIndia as a representative of Flipkart. He has also</p>	<p>She holds a Bachelor's degree in Arts, with Honors, from the University of Delhi and Post-Graduate Program in Management from the Indian School of Business, Hyderabad. She is currently working as a Principal of Corporate Development at Google India, where she has led multiple transactions including Google's investment into Bharti Airtel, Open Money, NoBroker and Glance. She has more than 15 years of experience, out of which 13 years as an investor working with Private Equity, Venture Capital and Corporate Development teams.</p>	<p>He holds a B-tech degree in Computer Science from the Indian Institute of Technology, Delhi and a Master's degree in Computer Science from the University of North Carolina. He is the Co-founder and Partner at Pravega Ventures, a technology focused Venture Capital Fund. He has more than 15 years of technology and product experience having worked at companies like Google, Microsoft, and IBM Research, across US &amp; India. He holds multiple patents and has also published a number of research papers. In the past as an Investor at SAIF</p>
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an investor with the venture capital fund Sequoia Capital and investing in private markets. Before Sequoia Capital, she was a consultant at Boston Consulting Group.

& Co. in San Francisco, USA and India, as a Consultant for Strategy and Operations for clients across Consumer, Technology, Education, Retail and Telecom services sector.

worked on various strategy, investments and corporate development related roles at Canaan Partners and Microsoft and as an Investment Banker with Morgan Stanley, in the USA.

She brings with her rich investing experience that spans different sectors and stages, while evaluating and collaborating with companies on their growth journey. She has previously worked at Peepul Capital Advisors, Aspada Investment Advisors Private Limited and Flipkart Internet Private Limited.

Partners (currently Elevation Capital), he led investments and served on boards of many companies like NoBroker, Walnut, Qikwell, CoverFox and AutoNinja.

5.	<b>Disclosure of relationships between directors (in case of appointment of director)</b>	Ms. Neha Singh is married to Mr. Abhishek Goyal, who is an Executive Director of the Company.	Mr. Abhishek Goyal is married to Ms. Neha Singh, who is the Chairperson and Managing Director of the Company.	Mr. Brij Bhushan is not related inter-se to any of the Director of the Company.	Mr. Nishant Verman is not related inter-se to any of the Director of the Company.	Ms. Payal Goel is not related inter-se to any of the Director of the Company.	Mr. Rohit Jain is not related inter-se to any of the Director of the Company.
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