



CIN: L74140TG2005PLC045904

Date: August 20, 2025

To,  
The Secretary,  
BSE Limited,  
PJ Towers, Dalal Street,  
Mumbai, Maharashtra - 400001  
**Scrip Code: 541196**

**Dear Sir/Madam,**

**Sub:- Submission of Annual Report for the Financial Year ended March 31, 2025**

We wish to inform you that the 20<sup>th</sup> Annual General Meeting ("AGM") of Lex Nimble Solutions Limited ("the Company") is scheduled to be held on Friday, September 12, 2025 at 09:00 a.m. (IST) through Video Conference ("VC")/ Other Audio-Visual Means ("OAVM").

Accordingly, pursuant to Regulation 34(1) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are enclosing herewith a copy of Annual Report of Company for the financial year 2024-25.

We request you to kindly take the above information on your records.

Thanking you,

Yours faithfully  
For **Lex Nimble Solutions Limited**

Swarali Sachin Shingne  
Digitally signed by  
Swarali Sachin Shingne  
Date: 2025.08.20  
20:59:58 +05'30'

**Swarali Sachin Shingne**  
Company Secretary & Compliance Officer  
ACS 60690

**Enc. a/a**

# 20<sup>TH</sup> **ANNUAL REPORT**

**LEX NIMBLE SOLUTIONS LTD.**

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**FY 2024-25**

[www.lexnimble.in](http://www.lexnimble.in)

**Lex Nimble Solutions Limited**

**20<sup>th</sup> Annual Report for the Financial Year 2024-25**

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LEX  
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SOLUTIONS

## Corporate Information

### Board of Directors

- Praveen Chakravarthy Medikundam : Chairman & Non-Executive Director
- Sarada Devi Medikundam : Non-Executive Director
- Gopal Rao Arigoppula : Executive Director
- Venkata Muralidhar Koduri : Independent Director
- Rakesh Choudhary : Independent Director
- Sreenivas Katragadda : Independent Director

### Audit Committee

- Rakesh Choudhary : Chairman
- Gopal Rao Arigoppula : Member
- Venkata Muralidhar Koduri : Member

### Nomination & Remuneration Committee

- Sreenivas Katragadda : Chairman
- Rakesh Choudhary : Member
- Praveen Chakravarthy Medikundam : Member

### Registered Office

Lex Nimble Solutions Limited  
CIN: L74140TG2005PLC045904  
Q3, Module A1, 10<sup>th</sup> Floor, Cyber Towers, Hitec City, Madhapur,  
Hyderabad – 500081, Telangana  
Website: [www.lexnimble.in](http://www.lexnimble.in)  
Contact Email ID: [investment@lexnimble.in](mailto:investment@lexnimble.in)  
Contact Telephone No.: 040-23122330

### Chief Financial Officer

Udayasri Mavuleti  
Contact: [udayasri@lexnimble.com](mailto:udayasri@lexnimble.com)

### Company Secretary & Compliance Officer

Swarali Sachin Shingne  
Contact: [compliance@lexnimble.com](mailto:compliance@lexnimble.com)

**Statutory Auditors:**

akasam & associates  
Chartered Accountants  
Address: Level 1& 2, 10-1-17/1/1  
Masab Tank  
Hyderabad – 500004, Telangana

**Secretarial Auditors:**

V. Bhaskara Rao & Co.  
Company Secretaries  
Address: H. No. 6-3-347/1 & 2, Flat No. 104  
Second Floor, Megasri Classics,  
Dwarakapuri Colony, Punjagutta  
Hyderabad – 500082, Telangana

**Bankers:**

HDFC Bank Limited, Hitec City Branch, Madhapur, Hyderabad – 500081, Telangana

**Registrar & Share Transfer Agent**

Bigshare Services Private Limited  
1st Floor, Tin Works Building  
Opp. Vasant Oasis, Makwana Road  
Marol, Andheri East  
Mumbai-400059, Maharashtra

**Stock Exchange**

BSE Limited (SME platform)  
Phiroze Jeejeebhoy Towers  
Dalal Street  
Mumbai – 400001, Maharashtra  
Scrip Code: 541196

### **Chairman's Message**

Dear Shareholders,

I am honored to present the Annual Report of Lex Nimble Solutions Limited for the financial year 2024-25.

During the year, the company focused on strengthening its core services, enhancing operational efficiency, and exploring opportunities to expand into new business areas. We continued to work on broadening our presence both in India and international markets while maintaining our commitment to quality and transparency.

Our guiding principles of integrity and sound governance help us make informed decisions, adapt to evolving market conditions, and meet the expectations of all stakeholders.

I would like to extend my sincere gratitude to the Board of Directors, our employees, customers, shareholders, bankers, and other stakeholders for their continued support and trust. Their collaboration positions us well to pursue sustainable growth and create long-term value for all.

With warm Regards  
Yours Sincerely,

**For Lex Nimble Solutions Limited**

**Sd/-**

**Praveen Chakravarthy Medikundam  
Chairman & Director**

## NOTICE OF 20<sup>TH</sup> ANNUAL GENERAL MEETING

Notice is hereby given that the Twentieth Annual General Meeting of the members of M/s. Lex Nimble Solutions Limited will be held through Video Conferencing on Friday, the 12<sup>th</sup> day of September, 2025 at 09.00 AM IST through the NSDL e-meeting platform, in accordance with the applicable provisions of the Companies Act, 2013, read with MCA General Circular Nos. 14/2020, 17/2020, 20/2020 and 02/2021 dated 8<sup>th</sup> April 2020, 13<sup>th</sup> April 2020, 5<sup>th</sup> May 2020, and 13<sup>th</sup> January 2021, MCA General Circular No. 2/2022 dated 5<sup>th</sup> May 2022, MCA General Circular No. 10/2022 dated 28<sup>th</sup> December 2022, Circular No. SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated 13<sup>th</sup> May 2022 issued by the Securities and Exchange Board of India (“SEBI Circular”), and General Circular No. 09/2023 dated 25<sup>th</sup> September, 2023, and 09/2024 dated 19<sup>th</sup> September, 2024 respectively, to transact the following business:

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### **ORDINARY BUSINESS:**

1. To receive, consider and adopt the audited Financial Statements including the Audited Balance Sheet, Profit & Loss Account and the cash flow statement along with various other schedules as on 31<sup>st</sup> March, 2025, together with the reports of the Board of Directors and Auditors thereon.
2. To re-appoint a Director in place of **Mr. Praveen Chakravarthy Medikundam** (DIN: 02816167), who retires by rotation and, being eligible, offers himself for re-appointment.

**“RESOLVED THAT**, pursuant to the provisions of Section 139, 142 and other applicable provisions of the Companies Act, 2013 read with the applicable rules thereon and other applicable provisions of law, if any, Mr. Praveen Chakravarthy Medikundam (DIN: 02816167), who retires by rotation in the Annual General Meeting, be and is hereby re-appointed as a Director of the Company, liable to retire by rotation.”

Explanation: Details of Mr. Praveen Chakravarthy Medikundam, as required under SEBI (LODR) Regulations, 2015, for the proposed re- appointment are annexed to this notice.

3. Declaration of Final Dividend for the Financial Year ended March 31, 2025

**“RESOLVED THAT** in accordance with the provisions of Section 123 and other applicable provisions of the Companies Act, 2013, and the Rules made thereunder, the final dividend @ 10% (₹ 1 per equity share of face value of ₹ 10 each) as recommended by the Board of Directors be and is hereby declared out of the profits of the Company for the financial year 2024-25.



**SPECIAL BUSINESS:****4. Appointment of Mr. Gopal Rao Arigoppula (DIN: 11117746) as a Whole-time Director of the Company**

To consider and, if thought fit, to pass with or without Modification(s), the following resolution(s) as a **Special Resolution**:

**“RESOLVED THAT** pursuant to the provisions of Sections 152, 161, 196, 197 read with Schedule V and any other applicable provisions of the Companies Act, 2013 (“Act”) and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and provisions of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) as amended from time to time and the Articles of Association of the Company and based on the recommendation of the Nomination and Remuneration Committee, the approval of the Members of the Company be and is hereby accorded for the appointment of Mr. Gopal Rao Arigoppula (DIN: 11117746), as a Whole Time Director of the Company for the period of 3 (three) years with effect from July 16, 2025 till July 15, 2028 at a remuneration of Rs. 3,20,000/- (Rupees Three Lacs and Twenty Thousand Only) per month, along with other benefits including performance-based incentives as applicable from time to time in accordance with the policies of the Company, and with authority to the Board to alter and vary the terms and conditions of the said appointment and/or remuneration as it may deem fit along with the approval of the Nomination and Remuneration Committee at any time during the tenure of his appointment.”

**“RESOLVED FURTHER THAT** pursuant to the provisions of Section 197 (11) read with Schedule V of Companies Act, 2013 wherein any financial year the company incurs loss or its profits are inadequate, the salary including perquisites and allowances as specified above shall be paid as minimum remuneration subject to the limits specified under section II of Part II of schedule V of the Companies Act, 2013 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) or such other limits as may be prescribed by the ministry from time to time as minimum remuneration.”

**“RESOLVED FURTHER THAT** the Board of Directors of the Company be and are hereby authorized to do all such acts, deeds and things and execute all such documents, instruments and writings as may be required to give effect to the aforesaid resolution.”

**5. Appointment of Secretarial Auditor**

To consider and, if thought fit, to pass with or without Modification(s), the following resolution(s) as an **Ordinary Resolution**:



**“RESOLVED THAT** pursuant to the provisions of Section 204 and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”), read with Rule 9 of the Companies (Appointment & Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with SEBI circulars issued from time to time, and based on the recommendation of the Audit Committee and the approval of the Board of Directors of the Company, the consent of the Members of the Company be and is hereby accorded for the appointment of M/s. Pravesh Palod & Associates, Company Secretaries (M. No. ACS 57964 / C. P. No. 26765), holding Peer Review Certification No: 4704/2023, as the Secretarial Auditor of the Company for a period of five (5) consecutive years, commencing from FY 2025-26 to FY 2029-30, to conduct a Secretarial Audit of the Company.

**RESOLVED FURTHER THAT** the Board of Directors of the Company be and are hereby authorized to fix the annual remuneration, plus applicable taxes and out-of-pocket expenses, payable to them during their tenure as the Secretarial Auditors of the Company, as determined by the Audit Committee in consultation with the said Secretarial Auditors;

**RESOLVED FURTHER THAT** the Board of Directors be and are hereby authorized to take such steps and do all such acts, deeds, matters, and things as may be considered necessary, proper, and expedient to give effect to this Resolution."

**6. Approval of the ‘Lex Nimble Solutions Employee Stock Option Scheme 2025’ and to Grant Stock Options to the Employees of the Company**

To consider and, if thought fit, to pass the following resolution as a **Special Resolution**

**“RESOLVED THAT** pursuant to Section 67 and other applicable provisions, if any, of the Companies Act, 2013 read with the Rules made thereunder; the relevant provisions of Memorandum and Articles of Association of the Company; the Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 (‘SBEB & SE’); the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015; the Foreign Exchange Management Act, 1999, any rules, guidelines and regulations issued by the Reserve Bank of India, including any statutory modification(s) or re-enactment thereof, for the time being in force; or any other regulatory or governmental authority and any other applicable laws for the time being in force, and subject to permissions and approvals as may be required and such other conditions and modifications as may be prescribed or imposed while granting approvals, permissions and sanctions, which may be accepted by the Board of Directors of the Company (hereinafter referred to as the “Board”, which term shall be deemed to include any duly constituted committee of the Board, including

the Nomination and Remuneration Committee which the Board has constituted to exercise certain powers, including the powers conferred by this resolution), the approval of the Members of the Company be and is hereby accorded to the introduction and implementation of Lex Nimble Solutions Employee Stock Option Scheme 2025 (“ESOS 2025” or “Plan 2025” or “LNS ESOS – 2025” or “Scheme”), the salient features of which are furnished in the explanatory statement to the Notice; and to authorize the Board to grant and offer, to or for the benefit of eligible employees who are in employment of the Company (present and future), exclusively working in India or outside India, including any Director, whether whole-time or otherwise (other than the employee who is Promoter, or a person belonging to the Promoter Group, Independent Directors, and Directors holding directly or indirectly more than 10% of the outstanding equity shares of the Company), on such terms and in such manner as the Board may decide under the ESOS 2025 in accordance with the SBEB & SE and other applicable laws, such number of options, at such price/quantity, or in accordance with such formula, as may be applicable, in one or more tranches, and on such terms and conditions as may be fixed or determined by the Board in accordance with the SBEB & SE Regulations or other provisions of the law as may be prevailing at that time, such that the Stock Options granted under the Scheme shall be convertible into not more than 209,500 Equity Shares of face value of ₹10/- (Rupees Ten only) each fully paid-up, aggregating to approximately 5% of the existing paid-up equity share capital of the Company, ranking *pari passu* with the existing equity shares of the Company;

**RESOLVED FURTHER THAT** ESOS 2025 be implemented and administered through a Trust as defined under Securities and Exchange Board of India (“SEBI”) Regulations, proposed to be set-up by the Company in accordance with the provisions of the SEBI Regulations and other applicable laws and regulations in force;

**RESOLVED FURTHER THAT** in case of any corporate action(s) such as rights issues, bonus issues, merger and sale of division or other re-organisation of the capital structure of the Company, such as reclassification of shares, splitting up of the face value of shares, sub-division of shares, as applicable from time to time, the Board shall decide on the fair and reasonable adjustment to be made to the ESOS granted earlier, in compliance with the applicable laws;

**RESOLVED FURTHER THAT** the Board be and is hereby authorised to devise, formulate, evolve, decide upon and implement the ESOS 2025 and determine the detailed terms and conditions of the ESOS Scheme, including but not limited to the quantum of the Options to be granted per employee, the number of Options to be issued in each tranche, the terms or combination of terms subject to which the Options are to be issued, the exercise period, the vesting period, the vesting conditions, instances where such Options shall lapse and adjustments to be made pursuant to lapse of Options, and to grant such number of Options to eligible employees of the Company, at par or at such other price, at such time and on such terms and conditions as set out in the

ESOS 2025 and as the Board may in its absolute discretion think fit;

**RESOLVED FURTHER THAT** the Board be and is hereby authorised to do all such acts, deeds and things, as may, at its absolute discretion, deem necessary and proper, including appoint various intermediaries, experts, professionals, independent agencies and other advisors, consultants or representatives, being incidental to the effective implementation and administration of the ESOS Scheme, as also to prefer applications to the appropriate authorities, parties and institutions for their requisite approvals, if any, required by SEBI/the Stock Exchange(s), and all other documents required to be filed in the above connection and to settle all such questions or difficulties whatsoever which may arise and take all such steps and decisions in this regard;

**RESOLVED FURTHER THAT** the Board be and is hereby authorised to make any modifications, changes, variations, alterations or revisions in the said ESOS Scheme as it may deem fit, from time to time or to suspend, withdraw or revive the ESOS Scheme from time to time in accordance with the provisions of the SBEB & SE and other applicable laws unless such variation, amendment, modification or alteration is detrimental to the interest of the employees who have been granted Options under the ESOS Scheme;

**RESOLVED FURTHER THAT** the Board be and is hereby authorised to delegate all or any powers conferred herein, to any committee of Directors or to the Trust, with power to further delegate such powers to any executives/ officers of the Company to do all such acts, deeds, matters and things as also to execute such documents, writings, etc. as may be necessary in this regard.”

**7. Approval for extension of ‘Lex Nimble Solutions Employee Stock Option Scheme 2025 to Employees of Group Company(ies) including its Holding/Subsidiary(ies)/ and Associate Company(ies):**

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

**“RESOLVED THAT** pursuant to Section 67 and other applicable provisions, if any, of the Companies Act, 2013 read with the Rules made thereunder; the relevant provisions of the Memorandum and Articles of Association of the Company; the Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 (hereinafter referred to as ‘SBEB & SE’); the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Foreign Exchange Management Act, 1999, and any rules, guidelines and regulations issued by the Reserve Bank of India; including any statutory modification(s) or re-enactment thereof, for the time being in force or any other regulatory or governmental authority and any other applicable laws for the time being in force and subject to such other permissions and approvals as may be required and such

other conditions and modifications as may be prescribed or imposed while granting such approvals, permissions and sanctions, which may be accepted by the Board of Directors of the Company (hereinafter referred to as the “Board” which term shall be deemed to include any duly constituted committee of the Board, including the Nomination and Remuneration Committee, which the Board has constituted to exercise certain powers, including the powers conferred by this resolution), the approval of the Members of the Company be and is hereby accorded to extend the benefits of the Lex Nimble Solutions Employee Stock Option Scheme 2025 (“ESOS 2025” or “Plan 2025” or “LNS ESOS – 2025” or “Scheme”) referred to in Resolution No. 6 of this Notice, to offer and grant from time to time, in one or more tranches, such number of Options at such price/quantity, or in accordance with such formula, as may be applicable, in one or more tranches and on such terms and conditions as may be fixed or determined by the Board in accordance with the SBEB & SE Regulations or other provisions of the law as may be prevailing at that time such that the Stock Options shall not exceed, in aggregate 209,500 Equity Shares of ₹ 10/- each of the Company (as referred to in Resolution No. 6) and to or for the benefit of the Employees, exclusively working in India or outside India, who are in the employment of the Group Company(ies) including its Holding/ Subsidiary(ies) / Associate Company(ies) (present and future, if any) including any Director, whether whole-time or otherwise (other than the employee who is a Promoter or person belonging to the Promoter Group, Independent Directors and Directors holding directly or indirectly more than 10% of the outstanding equity shares of the Company) on such terms and in such manner as the Board may decide under the ESOS 2025 in accordance with the Securities and Exchange Board of India (“SEBI”) Regulations and other applicable laws;

**RESOLVED FURTHER THAT** in case of any corporate action(s) such as rights issues, bonus issues, merger and sale of division or other re-organisation of the capital structure of the Company, such as reclassification of shares, splitting up of the face value of shares, subdivision of shares, as applicable from time to time, the Board shall decide on the fair and reasonable adjustment to be made to the Options granted earlier, in compliance with the applicable laws;

**RESOLVED FURTHER THAT** the Board be and is hereby authorised to do all such acts, deeds, matters and things as may be necessary or expedient to extend the benefits of ESOS 2025 for employees of its Group Company(ies) including its Holding / Subsidiary(ies) / Associate Company(ies) and to do all other things incidental to and ancillary thereof.”

#### **8. Implementation of Lex Nimble Solutions Employee Stock Option Scheme 2025 through the Trust**

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

**“RESOLVED THAT** pursuant to the provisions of the Companies Act, 2013 (the ‘Act’), Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 including any statutory modification(s) or re-enactment(s) thereof for the time being in force (hereinafter referred to as ‘SBEB & SE’), the Foreign Exchange Management Act, 1999, any rules, guidelines and regulations issued by the Reserve Bank of India and other applicable laws, if any, and subject to such other approvals, permissions and sanctions, as may be necessary and subject to such conditions and modifications as may be prescribed or imposed while granting such approvals, permissions and sanctions, consent of the members of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the ‘Board’ which term shall be deemed to include any committee, including the Nomination and Remuneration Committee which the Board has constituted to exercise its powers, including the powers, conferred by this resolution), to implement Lex Nimble Solutions Employee Stock Option Scheme 2025 (“ESOS 2025” or “Plan 2025” or “LNS ESOS – 2025” or “Scheme”) referred to in Resolution Nos. 6 and 7 of this Notice through a Trust (‘Employee Welfare & Benefit Trust’) to be set up as per the provisions of all applicable laws and the Trust may subscribe, acquire, purchase, accept gift, hold and deal in fully paid-up equity shares of the Company for the purpose of implementation of the ESOS 2025 or any other employees stock plan or share based employee benefit plan which may be introduced by the Company from time to time, or for any other purpose(s) as contemplated herein and in due compliance with the provisions of the SBEB & SE, and other applicable laws and regulations;

**RESOLVED FURTHER THAT** for the purpose of giving effect to this resolution, the Board be and is hereby authorised to do all such acts, deeds, matters and things as may be necessary or expedient and to settle any questions, difficulties or doubts that may arise in this regard without being required to secure any further consent or approval of the members of the Company.”

#### **9. Authorization to the Trust for Acquisition of Equity Shares through Secondary Market or Gift**

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

**“RESOLVED THAT** pursuant to the provisions of the Companies Act, 2013 (the ‘Act’), Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021, including any statutory modification(s) or re-enactment(s) thereof for the time being in force (hereinafter referred to as ‘SBEB & SE’), the Foreign Exchange Management Act, 1999, any rules, guidelines, and regulations issued by the Reserve Bank of India; and other applicable laws if any, and subject to such other approvals, permissions, and sanctions, as may be necessary and subject to such conditions and modifications as may be prescribed or imposed while



granting such approvals, permissions, and sanctions, consent of the members of the Company be and is hereby accorded to Board of Directors of the Company (hereinafter referred to as the 'Board', which term shall be deemed to include any committee, including the Nomination and Remuneration Committee, which the Board has constituted to exercise its powers, including the powers, conferred by this resolution), for secondary acquisition of Equity Shares of the Company from by way of purchase from the secondary market and/or acceptance of shares by way of gift from the existing shareholders through a Trust ('Employee Welfare & Benefit Trust' hereinafter referred to as 'Trust') to be set up for implementation of ESOS Scheme referred to in Resolution Nos. 6 and 7 of this Notice, at such price(es) or without any cash consideration, in one or more tranches, and on such terms and conditions as may be determined by the Board in accordance with Securities and Exchange Board of India ("SEBI") Regulations, not exceeding 209,500 Equity Shares of the Company, being approximately 5% of the existing paid-up equity share capital of the Company;

**RESOLVED FURTHER THAT** the Equity Shares that can be acquired from the secondary market in any financial year shall not exceed 2% of the paid-up equity share capital of the Company as at the end of the financial year immediately preceding the date of such acquisition, or such other limit as may be prescribed under the applicable laws from time to time, excluding shares acquired by way of acceptance of gift;

**RESOLVED FURTHER THAT** in case of any corporate action(s) such as rights issue, bonus issue, merger, demerger, sale of division, expansion of capital, subdivision, consolidation, change in capital structure and others, if any, additional Options of the Company shall be granted to the employees pursuant to the ESOS Scheme, for the purpose of making a fair and reasonable adjustment to the Options granted to them, the number of paid-up equity shares in the above ceiling of 209,500 Equity Shares representing approximately 5% of the number of existing paid-up equity shares of the Company be deemed to be increased or reduced in proportion to the changes in the Equity Shares in the aforesaid corporate action(s);

**RESOLVED FURTHER THAT** for the purpose of giving effect to this resolution, the Board and the Trust severally be and is hereby authorized to do all such acts, deeds, matters and things as may be necessary or expedient and to settle any questions, difficulties or doubts that may arise in this regard, without being required to secure any further consent or approval of the Members of the Company."

#### **10. Approval for provision of money by the Company to the Trust**

To consider and, if thought fit, to pass the following resolution as a **Special Resolution**

**"RESOLVED THAT** pursuant to the provisions of Section 67 of the Companies Act, 2013 (the 'Act') read with Rule 16 of the Companies (Share Capital and Debentures)



Rules, 2014 and other applicable provisions, if any, of the Act, the Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 including any statutory modification(s) or reenactment thereof for the time being in force (hereinafter referred to as ‘SBEB & SE’) and other applicable laws and subject to such other approvals, permissions and sanctions as may be necessary and such conditions and modifications as may be prescribed or imposed while granting such approvals, permissions and sanctions and subject to acceptance of such condition(s) or modification(s) by the Board of Directors of the Company in its sole discretion (hereinafter referred to as the ‘Board’, which expression shall also include any Committee including Nomination and Remuneration Committee constituted by the Board for this purpose), consent of the Members of the Company be and is hereby accorded to the Board to grant loan(s) in one or more tranches, and/or to give guarantee or provide security in connection with loan(s) to be granted to the Trust (proposed to be set-up by the Company), for secondary acquisition of the Equity Shares of the Company from time to time pursuant to Lex Nimble Solutions Employee Stock Option Scheme 2025 (“ESOS 2025” Or “Plan 2025” Or “LNS ESOS – 2025” Or “Scheme”), upto an amount not exceeding 5% of the aggregate of the paid-up share capital and free reserves of the Company, subject to the ceiling of Equity Shares as may be prescribed under the ESOS Scheme and as permitted under SBEB & SE and other applicable laws;

**RESOLVED FURTHER THAT** the Trustees of the Trust shall ensure compliance of the applicable laws at all times in connection with dealing with the shares of the Company including but not limited to maintenance of proper books of account, records and documents as prescribed;

**RESOLVED FURTHER THAT** for the purpose of giving effect to this resolution, the Board be and is hereby authorized to do all such acts, deeds, matters and things as may be necessary or expedient and to settle any questions, difficulty or doubts that may arise in this regard without being required to secure any further consent or approval of the members of the Company.”

**By the order of the Board  
For Lex Nimble Solutions Limited**

**Sd/-**

**(Praveen Chakravarthy Medikundam)  
Chairman & Director**

**Place: Hyderabad  
Date: 14.08.2025**

**Notes:**

1. Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 ('the Act'), which sets out details relating to Special Business (being considered unavoidable by the Board of Directors) at the meeting, is attached with this Notice of 20<sup>th</sup> Annual General Meeting ('AGM').
2. The Ministry of Corporate Affairs ('MCA') vide its General Circular Nos. 14/2020, 17/2020, 20/2020, 02/2021, 21/2021, 10/2022, 09/2023 and 09/2024 dated April 8, 2020, April 13, 2020, May 5, 2020, January 13, 2021, December 14, 2021, December 28, 2022, September 25, 2023 and September 19, 2024 respectively ('MCA Circulars'), had permitted to hold AGM through Video Conferencing ('VC')/ Other Audio-Visual Means ('OAVM') facility without the physical presence of the Members at a common venue. In compliance with the provisions of the Act, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI LODR Regulations') and MCA Circulars, 20<sup>th</sup> AGM of the Company is being held through VC/OAVM facility. The Deemed Venue for the 20<sup>th</sup> AGM shall be the Registered office of the Company.
3. The AGM is being held pursuant to the MCA Circulars through VC/OAVM facility, therefore physical attendance of Members has been dispensed with, accordingly the facility for appointment of proxy(ies) by the Members will not be available for the AGM. Hence, the Proxy Form, Attendance Slip and Route Map are not annexed to this Notice
4. The Members attending the AGM through VC / OAVM facility shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.
5. Members holding shares in physical form, who have not registered their e-mail addresses with the Company can get the same registered with the Company/RTA by sending an e-mail to [compliance@lexnimble.com](mailto:compliance@lexnimble.com)/[bsshyd@bigshareonline.com](mailto:bsshyd@bigshareonline.com) after following due procedure
6. Members holding shares in dematerialized form are requested to intimate immediately any change in their addresses or bank mandates to their respective Depository Participant(s) with whom they are maintaining their Demat Account.
7. The Register of Members and Share transfer books of the Company will remain closed from Saturday, September 06, 2025 to Friday, September 12, 2025 (both days inclusive) for the purpose of AGM.
8. The Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Act, will be available for inspection by the Members in electronic mode.

9. Members are requested to send in their queries in respect of financial statement of accounts of the Company for the year ended on March 31, 2025, at least 10 (Ten) Days in advance so as to enable the information ready.
10. Board of Directors of the Company in their meeting held on August 14, 2025, have recommended a Final Dividend of Re.1/- per equity share of face value of Rs.10/- each for the Financial Year ended March 31, 2025, subject to approval of Shareholders of the Company at the ensuing AGM.
11. Record Date for entitlement of dividend is Friday, September 05, 2025. The said dividend, if approved by Shareholders, will be paid within 30 days from the date of declaration, subject to deduction of tax at source.
12. Pursuant to the Finance Act, 2020, dividend income is taxable in the hands of the Members and the Company is required to deduct TDS from dividend paid to the Members at rates prescribed in the Income-Tax Act, 1961 (IT Act). In general, to enable compliance with TDS requirements, Members are requested to complete and/or update their Residential Status, Permanent Account Number (PAN), Category as per the IT Act with their DPs.
13. Pursuant to SEBI Master Circular dated May 7, 2024 issued to the Registrar and Transfer Agents and SEBI Circular dated November 17, 2023, as amended, SEBI has mandated that, with effect from April 1, 2024, dividend to the security holders holding shares in physical mode shall be paid in electronic mode only and if the folio is KYC Compliant. A folio will be considered as KYC compliant on registration of all details viz. full address with pin code, mobile no., email address, bank details, valid PAN linked to Aadhaar of all holders in the folio, specimen signature, nomination, etc.

In terms of the aforesaid SEBI Circular, effective from April 01, 2024, any service requests received from the member, are not processed by RTA till the aforesaid details/documents are provided to RTA.

Members may also note that SEBI vide its Circular no. SEBI/HO/MIRSD/MIRSD\_RTAMB/P/CIR/2022/8 dated January 25, 2022, has mandated listed companies to issue securities in dematerialized form only while processing the following service requests viz. Issue of duplicate securities certificate, claim from unclaimed suspense account, renewal/exchange of securities certificate, endorsement, sub-division / splitting of securities certificate, consolidation of securities certificates / folios, transmission and transposition. In view of the same and to eliminate all risks associated with physical shares and avail various benefits of dematerialisation, members are advised to dematerialise the shares held by them in physical form. Accordingly, Members are requested to make service requests by submitting a duly filled and signed Form ISR - 4.

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. If any Member desires to opt out or cancel the earlier nomination and record a fresh nomination, he/she may submit the same in ISR-3 or SH-14 as the case may be.

Relevant details and forms prescribed by SEBI are available on the Company's website at [www.lexnimble.in](http://www.lexnimble.in) and on the RTA's website at [www.bigshareonline.com](http://www.bigshareonline.com) for the information and use of the Shareholders. You are requested to kindly take note of the same and update your particulars in a timely manner.

Members who hold shares in physical form in multiple folios in identical names or joint holding in the same order of names are requested to send the share certificates to Bigshare Services Pvt. Ltd, for consolidation into a single folio.

14. As per the provision of Regulation 40(1) of the SEBI Listing Regulation, 2015, w.e.f. April 1, 2019, transfer of shares of the Company shall not be processed unless the shares are held in the dematerialized form with a depository.
15. To prevent fraudulent transactions, Members are advised to exercise due diligence and notify the Company of any change in address or demise of any Member as soon as possible. Members are also advised to not leave their demat account(s) dormant for long. Periodic statement of holdings should be obtained from the concerned DP and holdings should be verified from time to time.
16. Non-Resident Indian Members are requested to inform Bigshare Services Pvt. Ltd, immediately of:
  - a) Change in their residential status upon returning to India for permanent settlement;
  - b) Particulars of their bank account maintained in India, including the complete name of the bank, branch, account type, account number, and address of the bank with PIN code, if not furnished earlier.
17. As the Company has adopted the practice of Green Initiative, Members who have not registered their email addresses are requested to do so for receiving all communications, including Annual Report, Notices, Circulars, etc., from the Company electronically.
18. Relevancy of questions and the order of speakers at the Meeting will be decided by the Chairman.
19. In compliance with the provisions of Section 108 of the Act, read with Rule 20 of The

Companies (Management and Administration) Rules, 2014, and Regulation 44 of SEBI Listing Regulations, 2015, members are provided with the facility to cast their votes electronically, through the e-voting services provided by National Securities Depository Limited (NSDL), on all the resolutions set forth in this notice.

**NSDL e-voting system - For Remote e-voting and e-voting during AGM**

1. Pursuant to the General Circular No. 09/2024 dated September 19, 2024, issued by the Ministry of Corporate Affairs (MCA) and circular issued by SEBI vide circular no. SEBI/ HO/ CFD/ CFDPoD-2/ P/ CIR/ 2024/ 133 dated October 3, 2024 (“SEBI Circular”) and other applicable circulars and notifications issued (including any statutory modifications or re-enactment thereof for the time being in force and as amended from time to time, companies are allowed to hold AGM through Video Conferencing (VC) or other audio visual means (OAVM), without the physical presence of members at a common venue. In compliance with the said Circulars, AGM shall be conducted through VC / OAVM.
2. Pursuant to the Circular No. 14/2020 dated April 08, 2020, issued by the Ministry of Corporate Affairs, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. However, the Body Corporates are entitled to appoint authorised representatives to attend the AGM through VC/OAVM and participate there at and cast their votes through e-voting.
3. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available for 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.
4. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
5. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) the Secretarial Standard on General Meetings (SS-2) issued by the ICSI and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs from time to time the Company is providing facility of remote e-Voting to its Members in respect of

the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-Voting system as well as e-voting on the date of the AGM will be provided by NSDL.

6. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM has been uploaded on the website of the Company at [www.lexnimble.in](http://www.lexnimble.in). The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited at [www.bseindia.com](http://www.bseindia.com) and the AGM Notice is also available on the website of NSDL (agency for providing the Remote e-Voting facility) i.e. [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
7. AGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular No. 14/2020 dated April 08, 2020 and MCA Circular No. 17/2020 dated April 13, 2020, MCA Circular No. 20/2020 dated May 05, 2020 and MCA Circular No. 2/2021 dated January 13, 2021, MCA General Circular No. 10/2022 dated 28<sup>th</sup> December, 2022, MCA General Circular No. 09/2023 dated 25<sup>th</sup> September, 2023 and MCA General Circular No. 09/2024 dated 19<sup>th</sup> September, 2024.

#### **THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING AND JOINING GENERAL MEETING ARE AS UNDER:-**

The remote e-voting period begins on ***September 09, 2025 at 09:00 A.M.*** and ends on ***September 11, 2025 at 05:00 P.M.*** The remote e-voting module shall be disabled by NSDL for voting thereafter. Members, whose names appear in the Register of Members/ Beneficial Owners as on the **record date (cut-off date) i.e., September 05, 2025**, 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, i.e., September 05, 2025**.

#### **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 as follows:*

#### **Step 1: Access to NSDL e-Voting system**

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



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

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

Type of Shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	<p>1. For OTP based login you can click on <a href="https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp">https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp</a>. You will have to enter your 8-digit DP ID, 8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or <b>e-Voting service provider i.e. NSDL</b> and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</p> <p>2. Existing <b>IDeAS</b> user can visit the e-Services website of NSDL Viz. <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> either on a Personal Computer or on a mobile. On the e-Services home page click on the “<b>Beneficial Owner</b>” icon under “<b>Login</b>” which is available under ‘<b>IDeAS</b>’ 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 “<b>Access to e-Voting</b>” under e-Voting services and you will be able to see e-Voting page. Click on company name or <b>e-Voting service provider i.e. NSDL</b> and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</p> <p>3. If you are not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a>. Select “<b>Register Online for IDeAS Portal</b>” or click at <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a></p>

4. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or **e-Voting service provider i.e. NSDL** and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

5. 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



<p>Individual Shareholders holding securities in demat mode with CDSL</p>	<ol style="list-style-type: none"> <li>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 <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login icon &amp; New System Myeasi Tab and then user your existing my easi username &amp; password.</li> <li>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 or joining virtual meeting &amp; voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly.</li> <li>3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login &amp; New System Myeasi Tab and then click on registration option.</li> <li>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 <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile &amp; 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.</li> </ol>
<p>Individual Shareholders (holding securities in demat mode) login through their depository participants</p>	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. Upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</p>

**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 <a href="mailto:evoting@nsdl.com">evoting@nsdl.com</a> or call at 022 – 4886 7000
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at toll free no. 1800-21-09911

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

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

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

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

4. Your User ID details are given below :

<b>Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical</b>	<b>Your User ID is:</b>
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 N300***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 123848 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 use your existing password to login and cast your vote.
- b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
- c) How to retrieve your 'initial password'?
  - i. If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
  - ii. If your email ID is not registered, please follow steps mentioned below in process for those shareholders whose email ids are not registered.

6. If you are unable to retrieve or have not received the “Initial password” or have forgotten your password:
  - a) Click on “Forgot User Details/Password?”(If you are holding shares in your demat account with NSDL or CDSL) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
  - b) Physical User Reset Password?” (If you are holding shares in physical mode) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
  - c) If you are still unable to get the password by aforesaid two options, you can send a request at [evoting@nsdl.com](mailto:evoting@nsdl.com) mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
  - d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
7. After entering your password, tick on Agree to “Terms and Conditions” by selecting on the check box.
8. Now, you will have to click on “Login” button.
9. After you click on the “Login” button, Home page of e-Voting will open.

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

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

1. After successful login at Step 1, you will be able to see all the companies “EVEN” in which you are holding shares and whose voting cycle and General Meeting is in active status.
2. Select “EVEN” of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on “VC/OAVM” link placed under “Join Meeting”.
3. Now you are ready for e-Voting as the Voting page opens.



4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on “Submit” and also “Confirm” when prompted.
5. Upon confirmation, the message “Vote cast successfully” will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

#### **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 [cspalodpravesh@gmail.com](mailto:cspalodpravesh@gmail.com) with a copy marked to [evoting@nsdl.com](mailto:evoting@nsdl.com). Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "Upload Board Resolution / Authority Letter" displayed under "e-Voting" tab in their login.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the “Forgot User Details/Password?” or “Physical User Reset Password?” option available on [www.evoting.nsdl.com](http://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](http://www.evoting.nsdl.com) or call on : 022 - 4886 7000 or send a request to Swapneel Puppala at [evoting@nsdl.com](mailto:evoting@nsdl.com).

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

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to [compliance@lexnimble.com](mailto:compliance@lexnimble.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 [compliance@lexnimble.com](mailto:compliance@lexnimble.com). If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A) i.e. Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.**
3. Alternatively shareholder/members may send a request to [evoting@nsdl.com](mailto:evoting@nsdl.com) for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

**THE INSTRUCTIONS FOR MEMBERS FOR e-VOTING ON THE DAY OF THE AGM ARE AS UNDER:-**

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

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

1. Member will be provided with a facility to attend the AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for **Access to NSDL e-Voting system**. After successful login,

you can see link of “VC/OAVM” placed under “**Join meeting**” menu against company name. You are requested to click on VC/OAVM link placed under Join General Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN i.e. 135308 of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.

2. Members are encouraged to join the Meeting through Laptops for better experience.
3. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
5. Shareholders, who would like to express their views/have questions during the meeting may register themselves as a speaker by sending their request in advance at least 10 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at [compliance@lexnimble.com](mailto:compliance@lexnimble.com). The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance 10 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at [compliance@lexnimble.com](mailto:compliance@lexnimble.com). These queries will be replied to by the company suitably by email.
6. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.
7. Only those shareholders, who are present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available during the AGM.
8. If any votes are cast by the shareholders through the e-voting available during the AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders shall be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.

**Other Instructions:**

1. Resolutions passed by the members through remote e-voting and voting during the AGM shall be deemed to have been passed as if they were passed at the AGM.
2. Members must quote their Folio Number/DP ID & Client ID and contact details such as e- mail address and contact no. etc. in all correspondences with the company/RTA.
3. Sri Pravesh Palod, Practicing Company Secretary, Address: Pravesh Palod & Associates, Company Secretaries, 213, Bhagathgargh Tower, New Palasia, Indore, Madhya Pradesh – 452001, cspalodpravesh@gmail.com, has been appointed as a Scrutinizer to scrutinize the remote e-voting process and e-voting process at AGM in a fair and transparent manner.
4. The Scrutinizer after scrutinizing the votes cast at the meeting and through remote e- voting will not later than two days of conclusion of the meeting, makes a consolidated Scrutinizer's Report and submit the same to Chairman.

**EXPLANATORY STATEMENT**

As required under Section 102 of the Companies Act, 2013 (“Act”), the following explanatory statement sets out all material facts relating to the business mentioned under Item Nos. 4 to 10 of the accompanying Notice:

**Item No. 4****Appointment of Mr. Gopal Rao Arigoppula (DIN: 11117746) as Whole-time Director of the Company**

The Board of Directors, at its meeting held on July 16, 2025, based on the recommendation of the Nomination and Remuneration Committee (“NRC”), appointed Mr. Gopal Rao Arigoppula as a Whole-time Director, designated as “Executive Director of the Company, for a period of three years commencing from July 16, 2025 to July 15, 2028, subject to approval of the Members.

Upon his appointment, Gopal Rao Arigoppula shall be considered a Key Managerial Personnel (“KMP”) pursuant to Section 203 of the Companies, Act 2013, and shall not be liable to retire by rotation pursuant to Section 152(6) of the Act.

Mr. Gopal Rao Arigoppula has confirmed that he is not disqualified from being appointed as Director in terms of the provisions of Section 164(1) and (2) of the Act. He has also provided his consent for the appointment and confirmed that he is not debarred from holding the office of Director by virtue of any SEBI order or any such authority, pursuant to circulars

dated June 20, 2018, issued by the BSE Limited, pertaining to the enforcement of SEBI orders on the appointment of Directors by listed companies.

Relevant details of his appointment are given in Annexure A to this Notice. The main terms and conditions of the appointment of Mr. Gopal Rao Arigoppula, forming part of the agreement to be executed, are as follows:

**Remuneration:**

Mr. Gopal Rao Arigoppula shall be entitled to a consolidated salary of ₹3,20,000 (Rupees Three Lakhs Twenty Thousand only) per month and shall also be eligible for performance-based incentives, as may be applicable from time to time, in accordance with the policies of the Company as may be in force and amended from time to time. He shall further be entitled to the following perquisites and benefits:

- **Leave Encashment / Gratuity / Contributions:** Leave encashment, gratuity, and other applicable contributions shall not be included in the computation of the ceiling on perquisites to the extent such payments, whether individually or collectively, are exempt under the provisions of the Income Tax Act, 1961.
- **Reimbursement of Expenses:** Reimbursement of reasonable entertainment and other expenses actually and properly incurred in the course of discharging official duties and in connection with the business of the Company.

**Other Conditions:**

As long as Mr. Gopal Rao Arigoppula serves as a Whole-time Director of the Company, he shall not be entitled to any sitting fees for attending meetings of the Board of Directors or any Committees thereof.

A brief profile of Mr. Gopal Rao Arigoppula, along with the statement containing the requisite information as prescribed under Section II of Part II of Schedule V to the Companies Act, 2013, is provided hereunder:

**General Information:**

1. **Nature of Industry:** The Company specializes in IT consulting, product development, support services, and quality assurance solutions.
2. **Date or Expected Date of Commencement of Commercial Production:** NA  
(The Company operates in the service industry and commenced operations from its inception, i.e., April 15, 2005).

3. **In case of new Companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus: NA**

4. **Financial performance based on given indicators:**

(Amount in INR Lakhs)

<b>Particulars</b>	<b>2023-24</b>	<b>2024-25</b>
Total Income	488.26	828.72
Expenditure other than Interest and Depreciation	373.78	664.71
Interest (Net)	0	0
Profit before depreciation and tax	114.48	164.01
Depreciation	1.25	1.09
Profit before tax and exceptional items	113.23	162.92
Tax Including deferred tax	28.54	44.1
Prior Period Items	-2.94	0
Net Profit	87.63	118.82
Comprehensive Income	2.32	9.92
Net Profit as per Statement of Profit and Loss	<b>89.95</b>	<b>128.74</b>
Amount of dividend paid	Nil	Nil
Rate of dividend declared	NA	NA
<b>Earnings per share</b>	<b>2.09</b>	<b>2.84</b>

5. **Foreign Investments or Collaborations, if any:** Lex Nimble Solutions Inc., a foreign company and the holding company of Lex Nimble Solutions Limited, holds 30,10,668 equity shares, representing 71.85% of the total shareholding in the Company as on March 31, 2025.





## **Information about the Appointee:**

### **1) Background Details:**

Mr. Gopal Rao Arigoppula holds a Master's degree in Computer Applications and has over a decade of experience in the IT and software development industry. He has worked across multiple sectors and brings a strong foundation in enterprise-grade product innovation, workflow automation, and scalable technology solutions. He has also worked extensively on the ServiceNow platform, gaining significant expertise in cloud-based workflow automation and enterprise service management.

### **2) Past Remuneration:**

Consolidated salary of ₹3,20,000 (Rupees Three Lakhs Twenty Thousand only) per month along with applicable performance-based incentives and perquisites as per the Company's policies.

### **3) Recognition or Awards:**

Mr. Gopal Rao Arigoppula was awarded a Certificate of Achievement and recognized with the Volteo Star Award by Volteo for his outstanding performance and contributions during his tenure with the company.

### **4) Job profile and his suitability:**

Mr. Gopal Rao Arigoppula has been an integral part of Lex Nimble Solutions Limited for over 10 years and currently serves as Director – Technology and Product Development. He has led key IT and software development initiatives, playing a pivotal role in shaping the company's technology strategy.

Under his leadership, Lex Nimble has emerged as a pioneer in portal technologies, delivering cutting-edge, scalable, and secure solutions to several U.S.-based law firms. His strategic vision and technical acumen have consistently driven innovation and client satisfaction.

With a strong focus on building user-centric platforms, Mr. Gopal Rao is also spearheading the company's efforts to develop collaborative technology solutions for India-based law firms, enabling seamless integration with their U.S. counterparts. His extensive experience and proven leadership make him highly suitable for the role of Whole-time Director.

**5) Remuneration proposed:**

A consolidated salary of ₹3,20,000 (Rupees Three Lakhs Twenty Thousand only) per month, along with applicable performance-based incentives and perquisites as per the Company's policies.

**6) Pecuniary relationship directly or indirectly with the company, or relationship with the managerial personnel, if any: NIL**

**7) Other relevant information:**

Mr. Gopal Rao Arigoppula's appointment as Whole-time Director reflects the Board's confidence in his leadership and sustained contributions to the company's growth. Upon appointment, he will also be designated as Key Managerial Personnel (KMP) under Section 203 of the Companies Act, 2013, subject to shareholders' approval.

**Other Information:**

**1) Reasons for loss or inadequate profits:**

While the Company continues to maintain a stable operational performance and is on track with its strategic initiatives, the profits computed as per Section 198 of the Companies Act, 2013 — for the purpose of determining managerial remuneration — are deemed inadequate.

This is primarily due to the statutory exclusions and adjustments under the Act, which do not fully reflect the Company's actual financial performance or growth momentum. The inadequacy arises from accounting treatments rather than a decline in core business strength or profitability. The Company remains financially sound and optimistic about its future prospects.

**2) Steps taken or proposed to be taken for improvement:**

The Company is actively pursuing several strategic initiatives to enhance operational efficiency and drive sustainable growth, including:

- Introduction of more specialized and value-added services, supported by focused marketing strategies to tap into new customer segments.
- Implementation of robust talent acquisition and retention measures aimed at building a high-performing workforce.

- Ongoing employee training and continuous skill development programs to ensure alignment with evolving industry standards and client expectations.

### 3) **Expected increase in productivity and profits in measurable terms:**

The management holds a positive outlook for the financial year 2024–25 across all operational and strategic fronts. While it is challenging under current market conditions to quantify the expected increase in profits, the initiatives being implemented are projected to yield measurable improvements in productivity, service delivery, and overall financial performance in the medium to long term.

In view of the above, the Board recommends the passing of the proposed resolution as set out in Item No. 4 of the Notice, by way of a Special Resolution.

None of the Directors, Key Managerial Personnel, or their respective relatives is, in any way, concerned or interested in the said resolution.

### **Item No. 5**

#### **Appointment of Secretarial Auditor**

Pursuant to the provisions of Section 204 of the Companies Act, 2013 (“the Act”), every listed company is required to annex with its Board’s Report a Secretarial Audit Report, issued in the prescribed format (Form MR-3) by a Practicing Company Secretary. Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, further provides that such Secretarial Auditor shall be appointed by the Board in its duly convened meeting in accordance with Section 179 of the Act read with Rule 8 of the Companies (Meetings of Board and its Powers) Rules, 2014.

Additionally, SEBI requires that the Secretarial Audit be undertaken by a Peer Reviewed Company Secretary/firm of Company Secretaries, and that the Secretarial Audit Report in the prescribed format be annexed to the Annual Report of the Company.

In compliance with the aforesaid provisions, the Board of Directors, at its meeting held on August 14, 2025, considered and approved the appointment of M/s. Pravesh Palod & Associates, Company Secretaries in Practice (M. No. ACS 57964 / C.P. No. 26765), as the Secretarial Auditors of the Company. The Board further recommends their appointment to the shareholders for their approval at the ensuing 20<sup>th</sup> Annual General Meeting, for a term of five consecutive financial years, commencing from FY 2025-26 to FY 2029-30.

Accordingly, the approval of members is sought for the appointment of M/s. Pravesh Palod & Associates as Secretarial Auditors of the Company for the said term.

**Brief profile of M/s. Pravesh Palod & Associates, Company Secretaries in practice is as under:**

Pravesh Palod & Associates is a proprietary firm, under the stewardship of CS Pravesh Palod. He is a member of ICSI and Commerce Graduate in Taxation. He has an overall experience of more than 8 years. Before starting practice, he served the industry in various roles including as Head- Secretarial & Compliance. His area of expertise includes Listing of Securities on Stock Exchanges, Corporate Restructuring by way of Mergers and Amalgamations, Listing Compliances, Corporate Governance, Takeover Regulations, FEMA, RBI Regulations and Companies Act. He has vast experience in the areas of Corporate Laws, Secretarial Audits, Due Diligence and Consultancy.

Pravesh Palod & Associates has confirmed that the firm is not disqualified and is eligible to be appointed as Secretarial Auditors in terms of the SEBI Listing Regulations.

The Board after taking into account the qualification and experience of M/s. Pravesh Palod & Associates and the certificate submitted by them, was of the opinion that they are qualified to be appointed as the Secretarial Auditors of the Company in accordance with the Listing Regulations and the Circular, the qualification and experience of M/s. Pravesh Palod & Associates is commensurate with the size and requirements of the Company and they have accordingly recommended their appointment as the Secretarial Auditors for the term, as set out in the proposed resolution, to the members of the Company.

It is further proposed that the remuneration to be paid to the Secretarial Auditor for issuing the Secretarial Audit Report and other report, certificates or opinions as the Board may approve to obtain from the Secretarial Auditors, may be determined from time to time by the Board, any committee of the Board or any officer of the Company authorised by the Board in this regard. In addition to the remuneration, the Secretarial Auditor shall be entitled to receive the out of pocket expenses as may be incurred by them during the course of the Audit or issuance of any other certificate or report or opinion.

None of the Director(s) and Key Managerial Personnel of the Company or their relatives is/are in any way concerned or interested in the said resolution.

Keeping in view all the above mentioned facts the Board recommends the passing of the proposed resolution as set out in Item No. 5 for member's approval by way of ordinary resolution.

**Item No. 6 to 10**

The Company places a strong emphasis on the holistic well-being of its employees. As part of its mission to foster a dynamic and engaging work environment, the Company has implemented numerous initiatives and programs aimed at ensuring the happiness of its

workforce. Equity-linked compensation is widely acknowledged as a fundamental component of employee remuneration in various industries. It facilitates the synchronization of individual employees' personal objectives with organizational goals by allowing them to partake in the ownership of the Company through stock-based compensation programs.

Further, it inspires employees to actively contribute to the Company's growth, foster an employee ownership culture, attract new talent, and ensure the retention of valuable personnel for sustained growth.

Based on the recommendation of the Nomination and Remuneration Committee ("NRC") the Board of Directors at its Meeting held on 14<sup>th</sup> August, 2025, considered and approved the following, subject to the approval of the Members of the Company and such other regulatory/statutory approvals as may be necessary:

- a. Formulation of 'Lex Nimble Solutions Employee Stock Option Scheme 2025' ("ESOS 2025" or "Plan 2025" or "LNS ESOS – 2025" or "Scheme") as per SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 ("SBEB & SE") for eligible employees of the Company, its Holding, Subsidiary(ies), Associate(s) and Group Companies, if any, in India or outside India as may be determined and decided by the NRC;
- b. Setting up Employee Welfare & Benefit Trust ("Trust") for implementation of ESOS 2025 and to acquire such number of Equity Shares, as may be required to implement said Scheme, from secondary market and/or acceptance of shares by way of gift from any promoter or promoter group or any shareholder of the Company by the said Trust.

The Resolutions contained at Item Nos. 6 to 10 set out in the Notice are being placed for approval of the Shareholders of the Company as per the following details:

- A) In terms of Regulation 6 of SBEB & SE and applicable provisions of the Companies Act, 2013 ("the Act"), the scheme for grant of Options to the eligible employees of the Company requires approval of the shareholders by way of a special resolution. Accordingly, the approval is sought to implement ESOS 2025 as set out at Item No.6.
- B) Further, as per Regulation 6(3) of SBEB & SE, approval of the shareholders by way of a separate resolution is also required for granting Options to the eligible Employees of the Group Company(ies), including Holding, Subsidiary Company(ies), or Associate Company(ies), in India or outside India. Accordingly, the approval is sought for granting of Options to the eligible employees of Group Companies as set out at Item No.7.
- C) Further, as per Regulation 6(3) of SBEB & SE, approval of the shareholders by way of a separate resolution is also required for secondary acquisition of Equity Shares by the

Trust (as defined in the Resolution) for implementation of the ESOS 2025. The objects of the Trust are given below in the disclosures as per Rule 16 of Companies (Share Capital and Debentures) Rules, 2014. Accordingly, the approval is sought for secondary acquisition of Equity Shares of the Company by the Trust from the secondary market and as set out at Item No. 8 & 9.

- D) Further, in order to execute ESOS 2025, through the Trust, the Company may be required to provide funds to the Trust in case the Trust purchases the Equity Shares of the Company from the secondary market, in compliance with Section 67 of the Act, read with Rule 16 of the Companies (Share Capital and Debentures) Rules, 2014. Accordingly, the approval is sought for making provision of funds by the Company to the Trust as set out at Item No. 10.

**I. The salient features of the Scheme, as required pursuant to Regulation 6(2) of the SBEB & SE Regulations, are as under:**

**1. Brief Description of the Scheme:**

The Board had, at its Meeting held on August 14, 2025, based on the recommendation of the Nomination and Remuneration Committee (“NRC” or “Committee”) and subject to the approval of the Members of the Company and such other regulatory/statutory approvals as may be necessary, considered and approved the formulation of ESOS 2025. As per the Scheme, the same was to be implemented and administered by the NRC/Trust. Hence, the Scheme shall henceforth be implemented and administered through the NRC, which shall further delegate the powers to the Trust (proposed to be set up).

The Scheme shall be called ‘Lex Nimble Solutions Employee Stock Option Scheme 2025’ (“ESOS 2025” or “Plan 2025” or “LNS ESOS – 2025” or “Scheme”). The ESOS 2025 shall be implemented and administered in accordance with applicable laws through the Committee and a Trust. Accordingly, the ESOS 2025 involves setting up an Employee Welfare & Benefit Trust for the implementation of ESOS 2025 and to acquire such number of Equity Shares as may be required to implement ESOS 2025, from the secondary market by the said Trust, or through any other permitted means including the receipt of shares by way of gift.

In terms of the ESOS 2025, the incentive is linked to the granting of Options of the Equity Shares of the Company over the tenure of the ESOS 2025. In case there is a requirement for acquisition of Equity Shares in the future for the purpose of the implementation of ESOS 2025, the Committee and the Trust shall take all steps for such acquisitions, in accordance with the applicable provisions of the SBEB & SE, the Act, and other applicable laws, including obtaining the approval of the shareholders of the Company, if any.



The ESOS 2025 contemplates the grant of Options to the eligible employees of the Company and its Group Company(ies), including its Holding, Subsidiary(ies)/Associate Company(ies), present and/or future, if any.

On vesting of Options, the eligible employees earn a right, but not an obligation, to exercise the vested Options within the exercise period, and accordingly, the equity shares of the Company shall be transferred by the Trust subject to payment/settlement/adjustment of the exercise price and satisfaction of any tax obligation arising thereon and other terms and conditions of the ESOS 2025.

The Trust shall administer the ESOS 2025 under the guidance of the NRC. All questions of interpretation of the ESOS 2025 shall be determined by the NRC or Trust as per the terms of the ESOS 2025. The Committee shall have the right and discretion to settle the Options upon exercise, by way of grant of Equity Shares, and the Committee/Trust shall take all steps required under the applicable law to enable such settlement.

**The objectives of the Scheme are:**

- To provide a means to enable the Company to attract and retain appropriate human talent;
- To achieve sustained growth of the Company and the creation of shareholder value by aligning the interests of the employees/directors, which will lead to long-term wealth creation; and
- To create a sense of ownership and participation amongst the employees/directors or otherwise increase their proprietary interest.

**2. The total number of Options to be offered and granted:**

The total number of stock options to be granted under the Plan shall not exceed 5% of the existing outstanding paid-up equity share capital of the Company, i.e., **2,09,500** equity shares. Each option shall be convertible into one equity share of ₹10/- (Rupees Ten Only) each fully paid-up and shall be transferred by the Trust to the employee.

In case of any corporate action(s) such as rights issue, bonus issue, merger, sale of division, split, or consolidation, among others, a fair and reasonable adjustment shall be made to the Options granted under ESOS 2025. Accordingly, if any additional Options are issued by the Company to the grantees for making such fair and reasonable adjustment, the ceiling of 2,09,500 Equity Shares representing up to 5% of the issued equity shares of the Company shall be deemed to be adjusted (expanded or reduced) to that extent.

Options not vested due to non-fulfilment of the vesting conditions or not exercised shall lapse, and these Options will be available for grant under the present ESOS 2025, subject to compliance with applicable laws.

The maximum aggregate number of Equity Shares that would be acquired from the secondary market by the Trust in a financial year and thereby the Options that may be granted in a financial year under the ESOS 2025 shall not exceed the limits as specified under Regulation 3(10) of the SBEB & SE. Further, the Trust shall at no time hold Shares (acquired from the secondary market) more than the limits as specified under Regulation 3(11) of the SBEB & SE. The limits are mentioned in point 14.

### **3. Identification of classes of employees entitled to participate and be beneficiaries in the scheme:**

The following classes of employees are entitled to participate in the Scheme:

- a. An employee as designated by the Company, who is exclusively working in India or outside India;
- b. A director of the Company, whether a whole-time director or not, including a non-executive director who is not a promoter or member of the promoter group, but excluding an independent director;
- c. An employee as mentioned above in point (a) or (b) of a Group Company, including Holding, Subsidiary(ies), or its Associate Company(ies) (Present or Future), in India or outside India, but does not include—
  - i. an employee who is a promoter or a person belonging to the promoter group; or
  - ii. a director who either himself or through his relative or through any body corporate, directly or indirectly, holds more than ten per cent of the outstanding Equity Shares of the Company.

An employee shall continue to be an employee during the period of (i) any leave of absence approved by the Company, or (ii) transfers between locations of the Company or between the Company, its Holding, and any Subsidiary(ies) or Group Company.

The employees to whom the Options would be granted and their eligibility criteria (including, but not limited to, performance, merit, grade, conduct, and length of service) shall be determined by the Committee, in its absolute discretion, from time to time.

#### **4. Requirements of Vesting and Period of Vesting:**

The Committee may, at its discretion, lay down certain criteria, including but not limited to performance metrics (such as business performance and achievement of set business targets), upon the achievement of which the granted Options would vest. The vesting of the Options may vary from Grantee to Grantee as per the discretion of the Committee. The decision of the Committee shall be final and binding. The detailed terms and conditions relating to such criteria for vesting shall be governed by the ESOS 2025.

The period over which, and the proportion in which, the Options granted under ESOS 2025 shall vest, shall be subject to the minimum and maximum vesting periods specified in point 5 below.

#### **5. Maximum period within which the Options shall be vested:**

The Options shall vest not earlier than one (1) year and not later than four (4) years from the date of grant of Options, as may be determined by the Committee. The vesting schedule (i.e., the exact proportion in which and the exact period over which the Options shall vest) shall be determined by the Committee, subject to the minimum vesting period of one year from the date of grant of Options. The Options granted under the ESOS 2025 shall vest in one or more tranches.

#### **6. Options' price or pricing formula:**

The exercise price for the purpose of grant of Options shall be determined by the Committee and shall not be less than the Face Value.

#### **7. Exercise period and process of exercise:**

The exercise period shall commence from the date of vesting and shall expire upon completion of a maximum exercise period of five (5) years from the date of respective vesting, or such lesser period as may be decided by the Committee at its sole discretion from time to time and mentioned in the grant letter of the Option grantee.

The Options shall be exercisable by the Employees/Legal Heirs or Nominees by a written application to the Trust to exercise the Options in such manner and on execution of such documents as may be prescribed by the Committee from time to time.

The Options shall lapse if not exercised within the specified Exercise Period and shall be added back to the ESOS pool. Such Options may be re-granted to eligible Employees in the future. An Option cannot be exercised partially.

The Company does not offer a cashless exercise facility under this Scheme. However, such a mechanism may be introduced in the future at the sole discretion of the Committee and subject to applicable laws and approvals.

If the Options are not exercised within the exercise period, they shall lapse and be cancelled forthwith. The Company shall not have any obligations to the Grantees towards such lapsed Options.

**8. The appraisal process for determining the eligibility of employees for the scheme:**

The NRC may, on the basis of all or any of the following criteria, decide on the Employees of the Company or Group Companies who are eligible for the grant of Options under the ESOS 2025 and the terms and conditions thereof:

- **Longevity of Service:** Determined on the basis of the tenure of employment of an Employee in the Company or Group Companies.
- **Performance of Employee:** Employee's performance during the financial year in the Company or Group Companies based on the decided parameters.
- **Performance of Company:** Performance of the Company as per the standards set by the Board of Directors.
- **Any Other Criteria:** As decided by the Committee in consultation with the Board of Directors from time to time.

**9. Maximum number of options to be offered and issued per employee and in aggregate, if any:**

The maximum number of Options granted per Employee shall be determined by the Committee on a case-to-case basis. The aggregate number of Options that may be granted to an identified Employee under ESOS 2025 in any one year shall be less than 1% of the issued capital of the Company at the time of Grant, unless a separate specific approval from Members of the Company through a Special Resolution is obtained for granting Options that are 1% or more of the issued capital of the Company.

The aggregate of all such Options under ESOS 2025 shall not exceed 209,500 equity shares of the Company (which number shall be adjusted in lieu of adjustments/re-organisation of the capital structure of the Company from time to time).

**10. Whether the scheme(s) is to be implemented and administered directly by the Company or through a trust:**

The ESOS 2025 shall be implemented and administered through the Trust. The ESOS 2025 shall be administered by the Committee, which shall delegate the administrative powers to the Trust, as per applicable laws for the effective administration of the Scheme.

**11. Whether the scheme(s) involves new issue of shares by the Company or Secondary Acquisition by the trust or both:**

The ESOS 2025 shall be implemented through a Trust to be established by the Company and may involve secondary acquisition of Equity Shares of the Company by way of: (i) acceptance of gift; and/or (ii) secondary acquisition from the open market in accordance with applicable provisions; or (iii) a combination of both (i) and (ii) above. Any such acceptance of gift, secondary acquisition from the market, and subsequent dealing in the equity shares of the Company shall be undertaken strictly in compliance with the SBEB & SE Regulations, the Companies Act, 2013, and other applicable laws, rules, and regulations, as may be amended from time to time.

**12. The amount of loan to be provided for implementation of the scheme(s) by the company to the trust, its tenure, utilization, repayment terms, etc.:**

The Company proposes to provide financial assistance to the Trust, if the Trust intends to acquire shares from the secondary market, for undertaking secondary acquisition of Equity Shares of the Company for the purpose of implementation of the Scheme. The terms of such loans shall inter alia include the following:

**Loan Amount and Term:** The Committee shall decide on the amount (not exceeding 5% of the aggregate of the paid-up share capital and free reserves of the Company of the previous financial year), tenure, repayment, and other terms of the loan to be provided to the Trust for the purpose of implementation of the ESOS 2025, subject to the ceiling prescribed under the Act.

**Tenure:** The tenure of such loan shall be until the objects of the Trust are accomplished or the repayment of the loan is made, whichever is earlier.

**Utilisation:** The loan will be utilised by the Trust for the objects of the Trust as mentioned in the Trust Deed, i.e., for acquisition of shares of the Company through secondary acquisition for the purpose of implementation and administration of the ESOS 2025 in accordance with SBEB & SE and other applicable laws.

**Repayment:** The Trust shall repay the loan to the Company from the proceeds realised

from exercise of Options by the Grantees and the accruals of the Trust during the tenure of the Scheme or termination of the Scheme.

**Interest on Loan:** The Company proposes to make an interest-free provision of money, not exceeding 5% of the aggregate of the paid-up share capital and free reserves of the Company of the previous financial year, from time to time. However, the Committee reserves the right to amend the terms and conditions, including interest on loans extended to the Trust, subject to applicable law, including the provisions of the Act and the rules framed thereunder. Such interest rates shall be as agreed between the Company through the Committee and the Trust on an annual basis for every financial year, provided that such interest rate shall be equal to the average interest rate incurred, if any, by the Company in the relevant previous financial year.

**Treatment of Loan in Case of Insufficient Funds with the Trust:** In the event that the Trust avails a loan from the Company for the purpose of acquiring shares under the Scheme, and subsequently does not have sufficient funds to repay the outstanding loan amount, the following course of action shall be applicable:

- a. The Trust shall first endeavour to liquidate the unallocated or remaining shares held by it, subject to applicable laws and regulatory approvals, in order to generate funds for repayment of the loan.
- b. If, despite such efforts, the Trust is unable to sell the shares in the secondary market or the proceeds from such sale are insufficient to cover the outstanding loan liability, the Board of Directors of the Company may, at its discretion, waive the remaining loan amount, either in full or in part, subject to compliance with applicable laws, accounting standards, and approval of shareholders, if required.

**13. Maximum percentage of secondary acquisition that can be made by the trust for the purposes of the scheme and ceiling limits thereof:**

As mentioned in Clause I (11) above, the ESOS 2025 shall be implemented through a Trust to be established by the Company, which may acquire equity shares of the Company by way of (i) acceptance of gift and/or (ii) secondary acquisition from market or (iii) combination thereof; in accordance with applicable provisions.

- a. The Trust can undertake secondary acquisition of equity shares of the Company so that the total number of shares under secondary acquisition held by the Trust shall not exceed 5% of the existing paid-up equity share capital of the Company as on March 31, 2025 restricted to an upper limit of 209,500 equity shares.
- b. In case of any corporate action(s) such as rights issue, bonus issue, merger, demerger, sale of division, expansion of capital, change in capital structure, or others,



if any, additional Options of the Company shall be granted to the Employees for the purpose of making a fair and reasonable adjustment to the Options granted to them. The above ceiling in terms of number of equity shares shall be deemed to be increased or reduced in proportion to the changes in equity shares arising from the aforesaid corporate action(s).

- c. The secondary acquisition of shares from the market by the Trust in a financial year shall not exceed 2 (two) percent of the paid-up equity capital as at the end of the respective previous financial year, as prescribed under the provisions of the SBEB & SE, as amended from time to time. Acquisition of shares by way of gift is not subject to this limit.

**14. A statement to the effect that the Company shall conform to the accounting policies specified in Regulation 15:**

The Company shall comply with the disclosure requirements and the accounting policies prescribed under Regulation 15 of the SBEB & SE or as may be prescribed by regulatory authorities from time to time.

**15. The method which the Company shall use to value its options:**

The Company shall comply with the requirements of IND – AS 102 / the Guidance Note on Accounting for Employee Share-based Payments and/or any relevant Accounting Standards as may be prescribed by the appropriate authorities from time to time, and shall use the Fair Value method. The fair value of Options will be calculated as per the prescribed method under the applicable regulations.

**16. Disclosure:**

As the Company is adopting the fair value method, presently there is no requirement for disclosure in the Directors' Report. However, if in the future, the Company opts for expensing of share-based employee benefits using the intrinsic value, then the difference between the employee compensation cost so computed and the employee compensation cost that would have been recognized if it had used the fair value shall be disclosed in the Directors' Report, and the impact of this difference on profits and on earnings per share ("EPS") of the Company shall also be disclosed in the Directors' Report.

**17. Period of lock-in:**

The shares allotted/transferred upon exercise of Options under the ESOS 2025 are not subject to any lock-in period. However, the NRC may decide specific lock-in requirements for each grant.

**18. Terms & conditions for buyback, if any, of specified securities covered under these regulations:**

The Board, in accordance with applicable laws, shall lay down the procedure for buy-back of specified securities issued under this Scheme, to be undertaken by the Company at any time under the SEBI (Buyback of Securities) Regulations, 2018, which shall also include:

- a. Permissible sources of financing for buy-back;
- b. Any minimum financial thresholds to be maintained by the Company as per its last financial statements; and
- c. Limits upon the quantum of specified securities that the Company may buy-back in a financial year.

**II. The disclosures as per Rule 16 of Companies (Share Capital and Debentures) Rules, 2014, are as under:**

1	The class of Employees for whose benefit the scheme is being implemented and money is being provided for purchase of or subscription to shares	As mentioned in Clause I (3) above.
2	The particulars of the Trustee or Employees in whose favour such Shares are to be registered	<p>The Trust will acquire equity shares from the Company, by purchase from the secondary market, or by way of gift. The shares will be registered in the name of all or any of the Trustees of the Trust to hold equity shares of the Company for and on behalf of the Trust. The equity shares acquired by the Trust shall be transferred to the Employees on exercise of vested stock options and registered in their respective names upon such transfer.</p> <p>The Trustee(s) of Lex Nimble Solutions Employee Welfare Trust will be appointed by the Board / Committee in compliance with the applicable provisions of the Act and the SEBI Regulations.</p>

		<p>A person shall not be appointed as a Trustee if he is a director, key managerial personnel, or promoter of the Company or its Group company(ies), including its Holding / Subsidiary / Associate Company(ies), or any relative of such director, key managerial personnel, or promoter, or if he beneficially holds 10% or more of the paid-up share capital of the Company.</p> <p>The Board of Directors in their Meeting held on August 14, 2025 have approved the appointment of Mr. Sreekanth Gannamaneni and Ms. Namratha Konda as Trustees of the Trust.</p>
3	Particulars of Trust	<p>An Irrevocable Trust is proposed to be set up with the name 'Lex Nimble Solutions Employee Welfare Trust' having its office at:</p> <p>Address: Q3, Module A-1, 10th Floor, Cyber Towers, Hitech City, Madhapur, Hyderabad, Telangana, India, 500081, or such other place as may be decided by the Board from time to time.</p> <p><b>Objects of the Trust:</b></p> <ul style="list-style-type: none"> <li>• Implement the Schemes as may be implemented by the Company from time to time pursuant to the SEBI Regulations / Applicable Laws and carry out all acts and deeds connected or incidental thereto.</li> <li>• To ensure eligible employees receive the benefits, once they meet the required targets.</li> <li>• Carry out any act or deed for the benefit of Employees under the Schemes.</li> <li>• The Trust may do all other acts and things as are conducive or helpful to the advancement and fulfilment of the purpose of the Trust.</li> </ul>

		<b>Name</b>	<b>Professional Address for communication</b>	<b>Occupation</b>	<b>Nationality</b>
4	Name, Address, Occupation and Nationality of Trustees.	Sreekanth Gannamaneni	Q3, Module A1, 10 <sup>th</sup> Floor, Cyber Towers, Hitech City, Madhapur, Hyderabad, Telangana, India, 500081	Employment	Indian
		Namratha Konda		Employment	Indian
5	Relationship of Trustees with Promoters, Directors or Key Managerial Personnel, if any	Nil			
6	Any interest of Key Managerial Personnel, Directors or Promoters in such Scheme or Trust and effect thereof	The Key Managerial Personnel and Directors are interested in the Options Scheme only to the extent of the Options that may be granted to them, if any, under the ESOS 2025.			
7	The detailed particulars of benefit which will accrue to the Employees from the implementation of the Scheme	Under ESOS 2025, employees have the right to exercise vested Options within the prescribed period. On exercise, they receive equity shares of the Company, gaining ownership, potential financial benefits from share appreciation, and alignment of personal and organizational goals.			
8	The details about who would exercise and how the voting rights in respect of the shares to be purchased or subscribed under the scheme would be exercised.	<ul style="list-style-type: none"> <li>The Trust will be considered the registered Shareholder of the Company until the date of transfer of Equity Shares to the Employees.</li> <li>The Trustees shall not be entitled to vote in respect of any shares or securities held by the Trust.</li> <li>Once the equity shares are transferred to the Employees upon their exercise, the Employees will be treated as the Shareholder(s) of the Company and shall exercise the right to vote in respect of such equity shares.</li> </ul>			



All material documents referred to in the Explanatory Statement shall be made available on request for electronic inspection from 10:00 a.m. to 5:00 p.m. (IST) on all working days till the last date of voting. Members seeking to inspect such documents can send an e-mail to [compliance@lexnimble.com](mailto:compliance@lexnimble.com).

In terms of Section 67 of the Companies Act, 2013, and Regulation 6 of the Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021, the approval of the Shareholders is sought by way of Special Resolution for the approval of “Lex Nimble Solutions Limited - Employee Stock Option Scheme - 2025,” hereinafter referred to as the “Scheme,” “LNS ESOS – 2025,” “ESOS 2025,” or “ESOS Scheme,” including related matters thereof. Therefore, your Board of Directors recommends the Special Resolutions as set out at Item Nos. 6 to 10 for approval by the members.

None of the Directors, Key Managerial Personnel of the Company, or their relatives is in any way concerned or interested, financially or otherwise, in the resolutions stated at Item Nos. 6 to 10 of this Notice, except to the extent of Equity Shares held by them in the Company or the Options that may be granted to them, if eligible under the said ESOS 2025.

**By the order of the Board  
For Lex Nimble Solutions Limited**

**Sd/-**

**(Praveen Chakravarthy Medikundam)  
Chairman & Director**

**Place: Hyderabad**

**Date: 14.08.2025**

## ANNEXURE – A

**Details of Directors seeking appointment/re-appointment at the ensuing Annual General Meeting** (Pursuant to Regulation 36(3) of SEBI (Listing obligations and disclosure Requirements) Regulations, 2015, and Secretarial Standard -2 on General Meetings)

<b>Name of the Director</b>	<b>Mr. Praveen Chakravarthy Medikundam</b>	<b>Mr. Gopal Rao Arigoppula</b>
Director Identification Number	02816167	11117746
Designation and Category of Director	Chairman & Non Executive Director	Whole-time Director
Date of birth and age	27.06.1976; 49 years	15.01.1974; 51 years
Date of First Appointment on Board	15.04.2005	16.07.2025
Qualifications	L.L.M; Member of the Institute of Company Secretaries of India and the Institute of Chartered Secretaries and Administrators of the UK	Master's Degree in Computer Applications
Brief profile and Expertise in specific functional areas	Mr. Praveen Chakravarthy Medikundam earned his Law Degree from Temple University Law School, Philadelphia, USA. He is admitted to the Bar of New York State, US District Court – Northern Illinois, US Court of International Trade, and the US Tax Court. He is a member of the American Bar Association and New York Bar Association, and holds corporate law admissions in the UK and India. He advises clients on Federal and New York Corporate Law, focusing	Mr. Gopal Rao Arigoppula has been an integral part of Lex Nimble Solutions Limited for over 10 years, leading major IT and software development initiatives. He worked extensively on the ServiceNow platform, enhancing his expertise in enterprise-grade product innovation and scalable technology solutions. As Director — Technology and Product Development, he leads the company's development team to build scalable, secure,



	on complex corporate strategy and international transactions, including corporate restructuring and acquisitions.	and user-centric platforms, reinforcing the company's vision for India-based law firms.
Terms and Conditions of Appointment/Re-appointment	Appointed as Director by the Board and holds office by virtue of being a founder of the Company.	As per appointment letter
Directorships held in other companies (excluding foreign companies)	NA	NA
Listed Entities from which he has resigned as Director in past 3 years	NA	NA
Memberships/Chairpersonships of Committees of other companies	NA	NA
Committee Positions held in other Companies	NA	NA
Details of Remuneration sought to be paid	NA	₹3,20,000 per month along with applicable performance-based incentives and perquisites as per the Company's policies.
Last Remuneration Drawn (Per Annum))	NA	NA
Number of Equity Shares held in the Company	26000	0
Relationship with other Directors, Managers, and KMP of the Company	Son of Smt. Sarada Devi Medikundam	Not related
No. of Board Meetings attended / held during Financial Year 2024	3 Board Meetings attended	NA
Resignation from listed entities in the past three years	NA	NA

Note: The above Annexure does not include the position in foreign companies, and position in companies under Section 8 of the Companies Act, 2013.

## **DIRECTOR'S REPORT**

**To,  
The Members  
M/s. LEX NIMBLE SOLUTIONS LIMITED  
Hyderabad.**

Dear Members,

Your Directors have pleasure in presenting the Company's 20<sup>th</sup> Annual Report along with the audited financial statements of the Company for the year ended 31<sup>st</sup> March, 2025.

### **FINANCIAL HIGHLIGHTS:**

**(Amount in Rs.)**

<b>S. No</b>	<b>Particulars</b>	<b>31.03.2024</b>	<b>31.03.2025</b>
1.	Income from Operations	3,85,85,387	7,16,60,418
2.	Other Income	1,02,40,905	1,12,11,922
3.	Expenses	3,73,77,796	6,64,71,287
4.	Finance Charges	-	-
5.	Depreciation	1,25,195	1,08,825
6.	Profit Before Tax and Exceptional items	1,13,23,300	1,62,92,227
7.	Exceptional items	(2,93,573)	-
8.	Tax Including deferred tax	28,54,143	44,10,252
9.	Profit After Tax	87,62,731	1,18,81,976
10.	Other Comprehensive Income	2,32,364	9,92,290
11.	Total Comprehensive Income for the period	89,95,095	1,28,74,265

### **SUMMARY OF BUSINESS OPERATIONS:**

The financial year 2024–25 marked a period of positive growth for the Company. Income from Operations increased by 85.72% to ₹716.60 lakh from ₹385.85 lakh in 2023–24, primarily driven by higher business volumes and the successful establishment of the Company's overseas branch, which contributed significantly to revenue expansion. Other Income grew to ₹112.12 lakh from ₹102.41 lakh.

Total expenses rose to ₹664.71 lakh compared to ₹373.78 lakh in the previous year, in line with the increased scale of operations. Profit Before Tax rose by 43.88% to ₹162.92 lakh from ₹113.23 lakh, while Profit After Tax increased by 35.60% to ₹118.82 lakh from ₹87.63 lakh. Earnings Per Share (EPS) improved to ₹2.84 from ₹2.10.

Other Comprehensive Income stood at ₹9.92 lakh (₹2.32 lakh in 2023–24), resulting in a Total Comprehensive Income of ₹128.74 lakh, reflecting a growth of 43.13%. The Company's performance demonstrates the positive impact of its strategic overseas expansion and its ability to deliver enhanced shareholder value while maintaining healthy profitability.

#### **TRANSFER TO RESERVES:**

During the financial year 2024–25, the Company has not transferred any amount to the Reserves and Surplus account.

#### **DIVIDEND:**

The Board of Directors is pleased to recommend a dividend of ₹1 per equity share (i.e., 10% on the face value of ₹10 each) for the financial year 2024–25. Based on 41,90,000 equity shares outstanding, the proposed dividend amounts to a total payout of ₹41,90,000. The dividend is subject to approval of the shareholders at the ensuing Annual General Meeting (AGM).

Pursuant to the Finance Act, 2020, dividend income is taxable in the hands of the Members with effect from April 1, 2020. Accordingly, the Company is required to deduct tax at source (TDS) on the dividend paid to Members at the applicable rates prescribed under the Income-tax Act, 1961.

The record date for determining the eligibility of Members to receive the final dividend for the financial year ended March 31, 2025, September 05, 2025.

#### **SHARE CAPITAL:**

As on 31<sup>st</sup> March, 2025, the authorized capital of the company was Rs. 5,70,00,000/- comprising 57,00,000 equity shares of Rs.10/- each. The issued, subscribed and paid-up share capital stood at ₹4,19,00,000, comprising 41,90,000 equity shares of ₹10 each.

#### **CHANGE IN NATURE OF BUSINESS OF THE COMPANY:**

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

#### **LISTING OF SECURITIES ON BOMBAY STOCK EXCHANGE - SME PLATFORM:**

The equity shares of the Company have been listed on the Bombay Stock Exchange – SME Platform with effect from 4<sup>th</sup> April, 2018.

## **CHANGES IN DIRECTORS AND KEY MANAGERIAL PERSONNEL:**

### **BOARD STRUCTURE INCLUDING KMP AS ON 31.03.2025:**

<b>S. No</b>	<b>DIN/PAN/ Membership No</b>	<b>Name of the Person</b>	<b>Designation</b>	<b>Date of Appointment</b>
1	02816167	Praveen Chakravarthy Medikundam	Chairman and Non-executive Director	15/04/2005
2	03258451	Sarada Devi Medikundam	Non-executive Director	17/10/2010
3	06361980	Chandra Sekhar Vanumu	Whole-time Director	25/10/2017
4	07934262	Rakesh Choudhary	Independent Director	22/11/2017
5	07953521	Sreenivas Katragadda	Independent Director	22/11/2017
6	07264259	Muralidhar Venkata Koduri	Independent Director	13/10/2018
7	EZJPS4671F	Swarali Sachin Shingne	Company Secretary	01/03/2024
8	AVXPM6458Q	Mavuleti Udayasri	Chief Financial Officer	02/04/2018

### **RESIGNATION AND APPOINTMENT:**

After the closure of the financial year, there were changes in the composition of the Key Managerial Personnel. Dr. Chandra Sekhar Vanumu, Whole-time Director, resigned from his post of Directorship due to personal engagements, with effect from 15.07.2025. Mr. Gopal Rao Arigoppula was appointed as an Additional Director, designated as Whole-time Director of the Company, with effect from 16.07.2025, subject to the approval of the shareholders in the ensuing Annual General Meeting.

### **COMMITTEES TO THE BOARD:**

The details of the Committees to the Board, viz., Audit Committee and Nomination and Remuneration Committee, are as follows. Please note that there are no changes in the composition of the Committees during the financial year.

On the resignation of Whole-time Director, Dr. Chandra Sekhar Vanumu, the Audit Committee of the Company has been reconstituted w.e.f. 16.07.2025.

## **AUDIT COMMITTEE:**

### **Description and Terms of Reference:**

The Audit Committee was constituted pursuant to Section 177 of the Companies Act, 2013, and other applicable provisions and rules of the said Act, with the following members.

<b>S. No.</b>	<b>Name</b>	<b>Designation</b>	<b>Category</b>
1	Mr. Rakesh Choudhary	Chairman	Independent Director
2	Dr. Chandrasekhar Vanumu	Member	Whole-time Director
3	Mr. Muralidhar Koduri	Member	Independent Director

### **Meetings:**

The members of the Audit Committee met four times during the financial year 2024-25.

<b>S. No.</b>	<b>Meeting Date</b>	<b>Attendance</b>
1	20.05.2024	3
2	31.07.2024	3
3	11.11.2024	3
4	25.02.2025	3

The Audit Committee was reconstituted pursuant to Section 177 of the Companies Act, 2013, and other applicable provisions and rules of the said Act, on 16.07.2025, with the following members.

<b>S. No.</b>	<b>Name</b>	<b>Designation</b>	<b>Category</b>
1	Mr. Rakesh Choudhary	Chairman	Independent Director
2	Mr. Gopal Rao Arigoppula	Member	Whole-time Director
3	Mr. Muralidhar Koduri	Member	Independent Director

## **NOMINATION AND REMUNERATION COMMITTEE:**

### **Description and Terms of Reference:**

The Nomination and Remuneration Committee was constituted pursuant to Section 178 of the Companies Act, 2013, and other applicable provisions and rules of the said Act, with the following members:

S. No.	Name	Designation	Category
1	Mr. Sreenivas Katragadda	Chairman	Independent Director
2	Mr. Rakesh Chowdhary	Member	Independent Director
3	Mr. Praveen Chakravarthy Medikundam	Member	Non-Executive Director

### Meetings:

Members of Nomination & Remuneration Committee met twice during the financial year 2024-25.

S. No.	Meeting Date	Attendance
1	20.05.2024	2
2	31.07.2024	2

### STAKEHOLDERS RELATIONSHIP COMMITTEE:

Pursuant to Section 178 of the Companies Act, 2013, the Company is not required to constitute a Stakeholders Relationship Committee. The Company Secretary & Compliance Officer is entrusted with the responsibility of reviewing and resolving investor complaints, if any, and reporting the same to the Board from time to time.

### MEETINGS OF BOARD OF DIRECTORS HELD DURING THE FINANCIAL YEAR 2024-25 AND ATTENDANCE OF DIRECTORS THEREOF:

#### Meetings of Board of Directors:

The Board of Directors met four (4) times during the financial year 2024-25, on the following dates:

S. No.	Date of Board Meeting	No. of Directors attended
1	20.05.2024	3
2	31.07.2024	3
3	11.11.2024	3
4	25.02.2025	3

### Attendance of Directors

S. No	Name of Director	Designation	Meetings held in the tenure	Meetings attended	Attendance at last AGM
1	Mr. Praveen Chakravarthy Medikundam	Chairman & Non-Executive Director	4	3	Yes
2	Mrs. Sarada Devi Medikundam	Non-Executive Director	4	3	Yes
3	Mr. Sreenivas Kartragadda	Independent Director	4	3	Yes
4	Mr. Koduri Venkata Muralidhar	Independent Director	4	1	Yes
5	Dr. Chandrasekhar Vanumu	Whole-time Director	4	1	Yes
6	Mr. Rakesh Choudhary	Independent Director	4	1	Yes

### MEETING OF INDEPENDENT DIRECTORS:

A separate meeting of the Independent Directors, without the attendance of Non-Independent Directors and members of the management, was held on 06.02.2025. The Independent Directors reviewed the performance of the Non-Independent Directors and the Chairperson based on the criteria prescribed by SEBI and the Companies Act, 2013.

### PERFORMANCE EVALUATION:

The Board of Directors carried out an evaluation of its own performance, the performance of the Board Committees, and individual Directors, pursuant to the provisions of the Companies Act, 2013.

The Nomination and Remuneration Committee evaluated the performance of the Board after seeking inputs from all Directors, based on criteria such as Board composition and structure, effectiveness of Board processes, availability of information, and overall functioning.

The Board evaluated the performance of its Committees after seeking inputs from the respective Committee members, based on criteria such as the composition of Committees, effectiveness of meetings, and the discharge of roles and responsibilities.



**DECLARATION BY INDEPENDENT DIRECTORS:**

Mr. Sreenivas Katragadda, Mr. Rakesh Choudhary, and Mr. Venkata Muralidhar Koduri are the Independent Directors on the Board as of 31.03.2025.

The Company has received declarations from all the Independent Directors confirming that they meet the criteria of independence as prescribed under Section 149(6) of the Companies Act, 2013, read with the rules issued thereunder, as well as Regulation 16(1)(b) of SEBI (LODR) Regulations.

Pursuant to the Companies (Appointment and Qualification of Directors) Rules, 2019, all the Independent Directors of the Company have registered themselves with the Independent Directors' Data Bank. Further, Mr. Rakesh Choudhary, Mr. Venkata Muralidhar Koduri, and Mr. Sreenivas Katragadda have qualified the online proficiency self-assessment test during the financial year 2020–21.

**DIRECTORS' RESPONSIBILITY STATEMENT:**

Pursuant to clause (c) of sub-section (3) of Section 134 of the Companies Act, 2013, the Directors hereby confirm that:

- a. In the preparation of the annual accounts, the applicable accounting standards have been followed along with proper explanation relating to material departures, if any;
- b. The Directors have selected such accounting policies and applied them consistently, and made judgments and estimates that are reasonable and prudent, so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit of the Company for that period;
- c. The Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013, for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- d. The Directors have prepared the annual accounts on a going concern basis;
- e. The Directors have laid down internal financial controls to be followed by the Company and such internal financial controls are adequate and operating effectively;
- f. The Directors have devised proper systems to ensure compliance with the provisions of all applicable laws and such systems are adequate and operating effectively; and

- g. The Company has complied with the provisions relating to the constitution of the Internal Complaints Committee under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

#### **NOMINATION AND REMUNERATION POLICY:**

The Board, on the recommendation of the Nomination & Remuneration Committee, has framed a policy for the selection, appointment, and remuneration of Directors and Key Managerial Personnel, including the criteria for determining qualifications, positive attributes, and independence of Directors.

The policy is available on the Company's website at the following link: <https://lexnimble.in/#investors>.

#### **PARTICULARS OF EMPLOYEES:**

The provisions of Rule 5(2) and Rule 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, are not applicable to the Company, as none of its employees has received remuneration above the limits specified therein during the financial year 2024-25.

The information required under Section 197(12) of the Companies Act, 2013, read with Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, is provided in the statement annexed herewith as **Annexure-III**.

#### **EXTRACT OF ANNUAL RETURN:**

The extract of the Annual Return as on March 31, 2025, pursuant to Section 92(3) of the Companies Act, 2013, and Rule 12(1) of the Companies (Management and Administration) Rules, 2014, is available on the Company's website at [www.lexnimble.in](http://www.lexnimble.in).

#### **PUBLIC DEPOSITS:**

During the year under review, the Company has not accepted any deposits within the meaning of Sections 73 to 76 of the Companies Act, 2013, read with the Companies (Acceptance of Deposits) Rules, 2014.

#### **SUBSIDIARY COMPANY:**

The Company has no subsidiaries as on 31.03.2025

**BRANCH OFFICE:**

During the financial year 2024–25, the Company's branch office in Illinois, USA, came into operational status and materially contributed to the significant growth in the Company's revenue and operations during the year.

**CORPORATE GOVERNANCE:**

The equity shares of the Company are listed on the BSE-SME Exchange. Therefore, pursuant to Regulation 15(2)(b) of the SEBI (LODR) Regulations, 2015, Regulation 27 of the SEBI (LODR) Regulations, 2015, and Part C of Schedule V relating to compliance with Corporate Governance, these provisions are not applicable to the Company. Hence, the Company is not required to comply with the requirements specified in Part E of Schedule II pursuant to Regulation 27 of the SEBI (LODR) Regulations, 2015.

**PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS UNDER SECTION 186 OF COMPANIES ACT, 2013:**

The Company has not made any loans, guarantees, or investments during the financial year 2024–25 under review.

**PARTICULARS OF MATERIAL CONTRACTS OR ARRANGEMENTS MADE WITH THE RELATED PARTIES:**

During the year under review, the Company has not entered into any new related party transactions.

However, details of existing contracts/arrangements made in previous financial years and renewed during the current financial year, which were in compliance with the applicable provisions of the Companies Act, 2013, and were on an arm's length basis, have been reported in Form AOC-2 as required under Section 134(3)(h) of the Companies Act, 2013, read with Rule 8 of the Companies (Accounts) Rules, 2014. This form is annexed to and forms part of this report.

All such transactions were placed before the Audit Committee and the Board for their approval.

**WHISTLE BLOWER POLICY:**

Pursuant to the provisions of Section 177 of the Companies Act, 2013, read with Rule 7 of the Companies (Meetings of Board and its Powers) Rules, 2014, the Board of Directors has approved the Policy on Vigil Mechanism/Whistleblower Policy.

Through this policy, Directors and employees may report concerns about unethical behavior, actual or suspected fraud, or violation of the Company's Code of Conduct or Ethics Policy.

The policy is available on the Company's website at [www.lexnimble.in](http://www.lexnimble.in).

#### **PREVENTION OF INSIDER TRADING:**

Pursuant to the provisions of SEBI (Prohibition of Insider Trading) Regulations, 2015, the Company has formulated a Code for Prevention of Insider Trading. The same is available on the Company's website at [www.lexnimble.in](http://www.lexnimble.in).

#### **DISCLOSURE UNDER THE SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013:**

During the year under review, no cases were filed under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013. Further, there were no complaints pending at the beginning or at the end of the financial year.

The Company has constituted an Internal Complaints Committee to resolve any such cases and to sensitize the women workforce on the issues covered under this Act.

The Members of the Committee are as follows:

<b>Name of the Person</b>	<b>Designation</b>	<b>Designation in Company</b>
Udayasri Mavuleti	Presiding Officer	Chief Financial Officer
V. Uma Maheswari	Member	External Member
Mr. Arigoppula Gopal Rao	Member	Employee
Mrs. Konda Namratha	Member	Employee

The Company is committed to providing a safe and healthy working environment for all employees, particularly women, and ensures that all necessary measures are in place to prevent any form of sexual harassment at the workplace.

#### **DETAILS OF CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS AND OUTGO:**

As the Company is not engaged in any manufacturing activity:

**a) Conservation of Energy - Not Applicable**

**b) Technology Absorption**

- i. **Research & Development - Nil**
- ii. **Technology Absorption and Innovation –**

During the year, the Company has adopted and implemented modern software development frameworks and tools, including Docker containerization technology and microservices-based architecture, to enhance scalability, deployment efficiency, and maintainability of its solutions. Continuous training programs were conducted to keep employees abreast of these emerging technologies.

The Company continues to make consistent efforts to keep its workforce informed of and skilled in new technological advancements.

**c) Foreign Exchange earnings & Out go**

- i. Earnings : **Rs. 7,06,05,418/-**
- ii. Out go : **Rs. 0/-**

**MANAGEMENT DISCUSSION AND ANALYSIS REPORT:**

As per Regulation 34(e) read with Schedule V of the SEBI (LODR) Regulations, 2015, the Management Discussion and Analysis Report of the Company for the financial year 2024–25 is set out in this report as **Annexure-I**.

**COST AUDIT:**

Pursuant to the provisions of Section 148 of the Companies Act, 2013, the maintenance of cost records is not applicable to the Company.

**INTERNAL FINANCIAL CONTROLS:**

The internal financial controls with reference to the financial statements for the year ended 31<sup>st</sup> March, 2025 are commensurate with the size and nature of the Company's business. These controls include budgetary controls, monitoring of expenses at various levels of authority, adherence to the Company's policies in the preparation and reporting of financial information, and continuous oversight of internal controls through the internal audit process.

**AUDITORS:****STATUTORY AUDITORS:**

Pursuant to the provisions of Section 139 of the Companies Act, 2013 and the rules framed thereunder, M/s Akasam & Associates, Chartered Accountants, Hyderabad (Firm Registration No: 005832S), were appointed as the Statutory Auditors of the Company from the conclusion of the Eighteenth (18<sup>th</sup>) Annual General Meeting (AGM) till the conclusion of the Twenty-Third (23<sup>rd</sup>) AGM to be held in the year 2028.

There is no qualification, reservation, adverse remark, or disclaimer made by the Statutory Auditors in their report for the financial year 2024–25.

**SECRETARIAL AUDITOR:**

Pursuant to Section 204 of the Companies Act, 2013 and the rules made thereunder, the Company had appointed M/s V. Bhaskara Rao & Co., Practicing Company Secretaries, as the Secretarial Auditor for the financial year 2024–25. The Secretarial Audit Report for the year 2024–25 is attached herewith as **Annexure II**. The Report does not contain any qualifications, reservations, or adverse remarks.

Further, in the meeting of the Board of Directors, the Company has approved the appointment of M/s. Pravesh Palod & Associates, Practicing Company Secretaries, as the Secretarial Auditor for the financial years 2025–26 to 2029–30, subject to the approval of the members at the ensuing Annual General Meeting.

**INTERNAL AUDITORS:**

Pursuant to Section 138 of the Companies Act, 2013 read with Rule 13 of the Companies (Accounts) Rules, 2014, Ms. V.S.K. Jyothi has been re-appointed as the Internal Auditor of the Company for the financial year 2025-26. The Internal Auditor reports directly to the Audit Committee. The audit is conducted based on an internal audit plan, which is reviewed and approved by the Audit Committee. The Committee periodically reviews the internal audit reports, considers suggestions for improvement, and follows up on the implementation of corrective actions.

**SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS:**

During the year under review, the Company has not received any significant or material orders passed by any regulatory authority, court, or tribunal that would impact its going concern status. The operations of the Company continued in the normal course without any such adverse directions or restrictions.

**RISK MANAGEMENT:**

Generally, we believe that high risk gives high returns, but it fails without appropriate risk management. An appropriate risk management policy mitigates the risk and maximizes the return.

Therefore, the Company has established a well-defined risk management policy, which is available on the website of the Company at [www.lexnimble.in](http://www.lexnimble.in).

**CORPORATE SOCIAL RESONSIBILITY:**

The Company is not covered under Section 135 of the Companies Act, 2013, and the rules made thereunder; hence, a Corporate Social Responsibility report is not required to be annexed.

**MATERIAL CHANGES OCCURRED AFTER THE END OF FINANCIAL YEAR AND BEFORE THE DATE OF THIS REPORT:**

There have been no changes or events after the close of the financial year that have materially affected the financial position of the Company, apart from a marginal slowdown in operations due to prevailing market conditions.

**ACKNOWLEDGMENTS:**

The Board of Directors wishes to place on record its sincere appreciation for the continued support, cooperation, and trust of all stakeholders. The Directors also acknowledge the dedication, hard work, and commitment of the Company's employees, whose efforts have been instrumental in its progress. Further, the Board extends its gratitude to valued customers, business associates, and partners for their continued patronage.

**For and on behalf of the Board of  
Lex Nimble Solutions Limited**

**Sd/-  
Praveen Chakravarthy Medikundam  
Chairman & Director**

**Place: Hyderabad  
Date: 14.08.2025**



## **Annexure I**

### **MANAGEMENT DISCUSSION AND ANALYSIS REPORT**

#### **a. Industry Structure and developments:**

Lex Nimble Solutions Ltd is a leading provider in the IT sector, specializing in IT consulting, product development, support services, quality assurance solutions, and BPO services. Our core IT services primarily support our Parent Company, Lex Nimble Solutions Inc., while continually striving for high standards and innovation.

The IT sector continues to experience strong growth driven by increasing demand for digital transformation across industries. This expanding market presents significant opportunities for the company to broaden its service offerings and enhance operational capabilities. Lex Nimble Solutions Ltd remains committed to innovation and efficiency to maintain a competitive edge in this dynamic environment.

#### **b. Opportunities and Threats:Strengths:**

- Experienced Management team
- Strategic Location
- Efficient and skilled Employees
- Robust infrastructure and technology platforms

#### **Weaknesses:**

- Rapid technological changes causing obsolescence
- High employee attrition rate
- Dependence on IT network infrastructure
- Challenges in scaling during rapid growth

#### **Opportunities:**

- Expansion into new markets and geographies
- Growing global outsourcing trends
- Increasing demand for digital transformation (cloud, AI, IoT)
- Enhancing operational efficiency and cost reduction

#### **Threats:**

- Intense competition in the IT sector
- Fast-paced technology changes
- Security and cybersecurity risks
- Talent retention challenges

The company is fully committed to leveraging its strengths to capitalize on opportunities while actively addressing weaknesses and managing threats. This balanced approach positions the company for a positive outlook and sustained growth in the coming years.

**c. Financial Performance Overview:**

During the financial year 2024–25, Lex Nimble Solutions Ltd experienced growth driven by increased business volumes and the establishment of its overseas branch. The company managed operational costs in line with the expanded scale of activities, leading to improved profitability and earnings per share.

This performance reflects the company’s focus on innovation, client acquisition, and operational efficiency. Looking ahead, management plans to continue building on these efforts by exploring new market opportunities and investing in technology and talent.

**d. Outlook:**

The company remains cautiously optimistic about the future, anticipating steady growth driven by ongoing demand for IT services and digital transformation initiatives. Expansion into new markets, both domestic and international, is expected to open additional revenue streams.

Management is focused on enhancing service quality, adopting emerging technologies, and strengthening client relationships to maintain competitiveness. While challenges such as technological changes and market competition persist, the company is committed to adapting and innovating to sustain long-term growth.

**e. Risks and Concerns:**

The company acknowledges the risks highlighted in the SWOT analysis, including technological changes, employee retention, cybersecurity, and regulatory challenges. To address these, management has implemented proactive risk management practices, ongoing employee training, technology upgrades, and strict compliance measures to safeguard operations and ensure business continuity.

Additionally, exchange rate fluctuations pose a concern as a significant portion of the company’s customers are based in the USA. Global economic, political, and social factors—such as fiscal and monetary policy changes and inflation—are beyond the company’s control but can impact business performance. The company actively manages exchange rate risk through pricing strategies aimed at minimizing currency volatility exposure.

**f. Internal Control Systems and Their Adequacy:**

The Company has implemented effective systems and processes to safeguard its assets and ensure accurate financial reporting. These measures help prevent fraud and errors by maintaining thorough and transparent accounting records while promoting accountability across all levels of the organization. The systems also facilitate risk assessment and ensure compliance with applicable laws and regulations.

Regular internal audits are conducted to evaluate the effectiveness of these controls, and the statutory requirement for an internal auditor for listed companies further strengthens the control framework.

Management remains committed to continuously reviewing and enhancing these controls to address evolving business needs and risks.

**g. Material Developments in Human Resources / Corporate Relations including Number of People Employed:**

During the financial year 2024–25, the Company focused on strengthening its human resources by attracting and retaining skilled professionals essential to support its growth and operational needs. It consistently provides expert training and development programs to enhance employee skills, morale, and engagement.

The employees have shown strong cooperation with management in driving the Company towards greater success. Performance appraisals and welfare measures have contributed to maintaining healthy corporate relations and a positive workplace culture. The total number of employees as on 31.03.2025 is **20**.

On the corporate relations front, the Company continued transparent engagement with stakeholders, promoting trust and collaboration, while actively pursuing initiatives to improve corporate governance and compliance.

**h. Details of Significant Changes in Key Financial Ratios:**

S. No.	Ratios	For the FY 2024-25	For the FY 2023-24
1	Debtors Turnover Ratio	13.8	9.9
2	Current Ratio	14.0	23.1
3	Debt Equity Ratio	0.0	0.0
4	Operating Profit Margin Ratio	0.2	0.3
5	Net Profit Margin Ratio	0.2	0.2
6	Return on Net Worth Ratio	0.1	0.1

**FORM NO. MR-3**  
**SECRETARIAL AUDIT REPORT**  
**FOR THE FINANCIAL YEAR ENDED 31<sup>ST</sup> MARCH 2025**

[Pursuant to section 204(1) of the Companies Act, 2013 and Rule 9 of the Companies  
(Appointment and Remuneration Personnel) Rules, 2014]

**SECRETARIAL AUDIT REPORT**

To,  
The Members of  
**Lex Nimble Solutions Limited**  
CIN: L74140TG2005PLC045904  
Q3, Module A-1, 10<sup>th</sup> Floor,  
Cyber Towers, Hitech City,  
Madhapur, Hyderabad-500081.

We have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Lex Nimble Solutions Limited (hereinafter called the Company)**. Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, We hereby report that in our opinion, the Company has, during the audit period covering the financial year ended on 31.03.2025 complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by **Lex Nimble Solutions Limited ("the Company")** for the financial year ended on 31.03.2025, according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made there under;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made there under;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;

- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):- viz
- a. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
  - b. The SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ;
  - c. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015, as amended from time to time;
  - d. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018.
  - e. The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2021; Not Applicable to the Company during the Audit period.
  - f. The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2021; Not Applicable to the Company during the Audit period.
  - g. The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
  - h. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021; Not Applicable to the Company during the Audit period.
  - i. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; Not Applicable to the Company during the Audit period.

We have relied on the representations made by the Company, its officers and reports of Internal Auditors for systems and mechanism framed by the Company for compliances under acts, Laws and regulations applicable to the company as mentioned above and our examination was limited to the verification of certificates/registrations /procedures on test basis and this report of compliance of other Acts as applicable to the Company, is neither an assurance nor of the effectiveness of compliance by the company.

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

- (i) Secretarial Standards issued by The Institute of Company Secretaries of India

- (ii) The Listing Agreements entered into by the Company with Stock Exchanges and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;

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

We further report that the Board of Directors of the Company has duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.

Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

Majority decisions are carried out unanimously and there were no dissenting members during the year under review.

We further report that during the audit period the company has taken following major actions bearing on the company affairs in pursuance of above referred acts, rules and regulations etc.,

1. The remuneration payable to Dr. Chandra Sekhar Vanumu, Whole Time Director (DIN: 06361980) has been reduced from Rs.2,50,000/- per month (Rupees Two Lacs and Fifty Thousand Only) to 50% of the revenue generated from quality certification, consulting and training for the remaining term of his appointment in the Board Meeting held on 31.07.2024.
2. The members vide Annual general meeting held on 29.08.2024 have given the approval for deviation of allocation of funds from the stated objects mentioned in the prospectus of company at the time of issue, subject to the limits laid down under Schedules other applicable provisions of the Companies Act, 2013.
3. The Company has changed its Branch Office address from 1699 E Woodfield Rd, Schaumburg, Illinois, 60173 United States of America (USA) to 1100 E Woodfield Road, Ste 420A Schaumburg, 1160173 w.e.f. 1<sup>st</sup> November, 2024.
4. We further report that there are adequate systems and processes in the Company Commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

We further report that, the compliance by the Company of applicable financial laws like direct and indirect tax laws and maintenance of financial records and books of accounts has not been reviewed in this audit since the same have been subject to review by statutory financial audit and other designated professionals.



We further report that, as informed, the Company has responded appropriately to notices/queries received from various statutory / regulatory authorities including initiating actions for corrective measures if any, wherever found necessary.

V.Bhaskara Rao and Co  
Company Secretaries

Sd/-  
V.Bhaskara Rao  
Proprietor  
FCS No.5939, CP No.4182  
Peer Review No.6351/2025  
UDIN: F005939G001010382

Place: Hyderabad  
Date: 14.08.2025



**‘ANNEXURE A’**

To,  
The Members of  
Lex Nimble Solutions Limited  
CIN: L74140TG2005PLC045904  
Q3, Module A-1, 10th Floor,  
Cyber Towers, Hitech City,  
Madhapur, Hyderabad-500081

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

1. Maintenance of secretarial records is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We 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.
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
4. Where ever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.
5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedures on test basis.
6. The Secretarial Audit report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company

V.Bhaskara Rao and Co  
Company Secretaries

Sd/-  
V.Bhaskara Rao  
Proprietor  
FCS No.5939, CP No.4182  
Peer Review No.6351/2025  
UDIN: F005939G001010382

Place: Hyderabad  
Date: 14.08.2025

### Annexure III

#### Statement of disclosures under Section 197 of Companies Act, 2013, and Rule 5(1) of the Companies (Appointment and Remuneration of Managerial personnel) Rules, 2014.

- a. The No. of Permanent employees on the rolls of the Company as 31.03.2025: 20
- b. The ratio of remuneration of each director to the Median Employee's remuneration for the financial year 2024-25:

Name of the Director	Title	Remuneration of Directors in FY 2024-25 (Rs/-)	Median Remuneration of Employees excluding WTD (Rs/-)	Median Remuneration of Employees including WTD (Rs/-)	Ratio of Remuneration of Director to the Median Remuneration of employees excluding WTD	Ratio of Remuneration of Director to the Median Remuneration of employees including WTD
Praveen Chakravarthy Medikundam	Chairman and Non-Executive Director	-	4,94,329.00	5,12,730.00	0.00	0.00
Dr.Chandra Sekhar Vanumu	Whole Time Director	15,87,446.00	4,94,329.00	5,12,730.00	3.21	3.10
Sarada Devi Medikundam	Non-Executive Director	-	4,94,329.00	5,12,730.00	0.00	0.00
Venkata Murali Koduri	Independent Director	-	4,94,329.00	5,12,730.00	0.00	0.00
Rakesh Choudhary	Independent Director	-	4,94,329.00	5,12,730.00	0.00	0.00
Sreenivas Katragadda	Independent Director	-	4,94,329.00	5,12,730.00	0.00	0.00

\*Independent directors receive sitting fees solely for the meetings attended during the financial year 2024-25.

- c. The percentage increase/decrease in the median remuneration of the employees of the Company during the financial year 2024-25:

	Median Remuneration of employees as on March 31, 2025	Median Remuneration of employees as on March 31, 2024	% increase/decrease in the median remuneration of employees in the FY 2024-25
Excluding WTD	4,94,329.00	3,71,655.00	33%
Including WTD	5,12,730.00	4,37,947.00	17%

- d. The percentage increase in remuneration of each Director, Chief Financial Officer, Chief Executive Officer, Company Secretary or Manager, if any, in the financial year 2024-25.

Name	Title	Remuneration in FY 2024-25 (Rs/-)	Remuneration in FY 2023-24 (Rs/-)	% Increase of Remuneration in the F.Y 2024-25 as compared to F.Y 2023-24
<b>Dr. Chandra Sekhar Vanumu</b>	Whole Time Director	<b>15,87,446.00</b>	<b>30,00,000.00</b>	<b>-47%</b>
<b>Udayasri Mavuleti</b>	Chief Financial Officer	<b>31,75,000.00</b>	<b>31,20,000.00</b>	<b>2%</b>
<b>Company Secretary</b>	Company Secretary and Compliance Officer	<b>4,94,329.00</b>	<b>6,52,441.00</b>	<b>-24%</b>
<b>Praveen Chakravarthy Medikundam</b>	Chairman and Non-Executive Director	-	-	<b>0%</b>
<b>Sarada Devi Medikundam</b>	Non-Executive Director	-	-	<b>0%</b>
<b>Venkata Murali Koduri</b>	Independent Director	-	-	<b>0%</b>
<b>Rakesh Choudhary</b>	Independent Director	-	-	<b>0%</b>
<b>Sreenivas Katragadda</b>	Independent Director	-	-	<b>0%</b>

- e. Average percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration:

% Increase in the remuneration of employees for the F.Y 2024-25 when compared to F.Y 2023-24	% Increase in managerial remuneration for the F.Y 2024-25 when compared to F.Y 2023-24
<b>0.12%</b>	<b>-0.22%</b>

- f. There are no exceptional circumstances for increase of Managerial Remuneration.
- g. The percentile increase in salaries of employees other than managerial personnel is slightly lower than the percentile increase in managerial remuneration due to the appointment of fresher employees in place of senior employees.



- h. It is hereby affirmed that the remuneration paid to the directors and employees is as per the remuneration policy of the Company.

**For and on behalf of the Board  
Lex Nimble Solutions Limited**

**Sd/-**

**Praveen Chakravarthy Medikundam  
Chairman & Director**

**Place: Hyderabad  
Date: 14.08.2025**

## INDEPENDENT AUDITOR'S REPORT

**To the members of M/s. LEX NIMBLE SOLUTIONS LIMITED**

### **Report on the Audit of the Financial Statements**

#### **Opinion**

We have audited the accompanying Financial Statements of **M/s. LEX NIMBLE SOLUTIONS LIMITED** ("the Company"), which comprise the Balance Sheet as at March 31, 2025, the statement of Profit and Loss (including other comprehensive income), the statement of Changes in Equity, the statement of Cash Flows for the year on that date and Notes to the Financial Statements, including a summary of significant accounting policies and other explanatory information ("hereinafter referred to as "the Financial Statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Financial Statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2025, its profit and other comprehensive income, changes in equity and cashflows for the year on that date.

#### **Basis for Opinion**

We conducted our audit of the Financial Statements in accordance with the Standards on Auditing specified under section 143(10) of the Act (SAs). 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 entity in accordance with the Code of Ethics issued by Institute of Chartered Accountants of India ("ICAI") together with the ethical requirements that are relevant to our audit of the Financial Statements under the provisions of the Act and Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Financial Statements.

#### **Key Audit Matters**

Key audit matters are those matters that, in our professional judgement, was of most significance in our audit of the financial statements of the current period. 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. We have determined the matters described below to be the key audit matters to be communicated in our report.

<b>Key Audit Matter</b>	<b>Auditor's Response</b>
During the year, the Company revised the utilization amounts under different categories of IPO proceeds pursuant to the Special Resolution dated on August 29, 2024.	As a result, Based on the information and explanations received the entire IPO funds have been fully utilized as on March 31, 2025.

### **Information other than the Financial Statements and Auditor's Report Thereon**

The Company's Board of Directors is responsible for the preparation of the other information. The other information comprises the information included in the Company's Annual Report, but does not include the Financial Statements and our auditor's report thereon. Our opinion on the Financial Statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the Financial Statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the Financial Statements or our knowledge obtained during the course of our 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.

### **Responsibility of Management for the Financial Statements**

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, cash flows and changes in equity of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended. This responsibility also includes 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 the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the Financial Statements, management and Board of Directors are 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.

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

### **Auditor's Responsibility for the Audit of the Financial Statements**

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

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

- Identify and assess the risks of material misstatement of the Financial Statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal financial controls 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 adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.



- Evaluate the overall presentation, structure and content of the Financial Statements, including the disclosures, and whether the Financial Statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

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

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

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

### **Report on Other Legal and Regulatory Requirements**

- 1) As required by the Companies (Auditor's Report) Order, 2020 ("the Order") issued by the Central Government in terms section 143(11) 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) 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, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.

- c) The Balance Sheet, the Statement of Profit and Loss including other comprehensive income, Statement of Changes in Equity and the Statement of Cash Flows dealt with by this Report are in agreement with the relevant books of account.
- d) In our opinion, the aforesaid Financial Statements comply with the Ind AS specified under Section 133 of the Act.
- e) On the basis of written representations received from the directors, as on March 31, 2025 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2025 from being appointed as a director in terms of Section 164(2) of the Act.
- f) 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**”. Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company’s internal financial controls over financial reporting.
- g) With respect to the matter to be included in the Auditor’s Report under Section 197(16) of the Act, as amended, in our opinion and according to the information and 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 Act.
- h) With respect to the other matters to be included in 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 explanations given to us:
  - i) The Company does not have any pending litigation which would impact its financial position.
  - ii) The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
  - iii) There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.
    - (a) The Management has represented that, to the best of its knowledge and belief, as disclosed in the notes to financial statements, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities (“Intermediaries”), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, 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 Management has represented that, to the best of its knowledge and belief, as disclosed in the notes to financial statements, no funds have been received by the company from any person(s) or entity(ies), including foreign entities (“Funding Parties”), with the understanding, whether recorded in writing or otherwise, that the Company shall, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (“Ultimate Beneficiaries”) or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and
- (c) Based on such audit procedures as 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 (iv) (a) and (iv) (b) contain any material mis-statement.
- iv) The Company has not declared any dividend in previous financial year which has been paid in current year. Further, no dividend has been declared in current year. Accordingly, the provision of section 123 of the Act is not applicable to the Company.
- v) Based on our examination, which included test checks, the Company has used accounting softwares for maintaining its books of account for the financial year ended March 31, 2025 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 softwares. Further, during the course of our audit we did not come across any instance of the audit trail feature being tampered with and the audit trail has been preserved by the Company as per the statutory requirements of record retention.

**for akasam & associates**  
Chartered Accountants  
Firm Regn. No: 005832S

Place: Hyderabad  
Date: May 21, 2025

**Sd/-**  
**S. Ravi Kumar**  
Partner  
Membership No. 028881  
UDIN No: 25028881BMISJP1867

### **Annexure-A to the Independent Auditor's Report**

The “Annexure-A” referred to in clause 1 of “**Report on Other Legal and Regulatory Requirements**” Paragraph of the Independent Auditor's Report of even date to the members of **M/s. LEX NIMBLE SOLUTIONS LIMITED** on the Financial Statements for the year ended March 31, 2025.

(i)

a)

A. The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment.

B. The Company has maintained proper records showing full particulars of intangible assets.

b) The Property, Plant and Equipment of the Company have been physically verified by the management during the year in accordance with a regular programme of verification which, in our opinion, provides for physical verification of all the property, plant and equipment at reasonable intervals having regard to the size of the Company and nature of the its assets. According to the information and explanation given to us, no material discrepancies were noticed on such verification.

c) According to the information and explanations given to us, the Company doesn't own any immovable properties, hence this clause not applicable.

d) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not revalued its property, plant and equipment or Intangible assets or both during the year.

e) No proceedings have been initiated or are pending against the Company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder. Accordingly, reporting under clause (i)(e) of the Order is not applicable to the Company.

(ii)

a) The Company is into rendering of services, primarily rendering software services. Accordingly, it does not hold any physical inventories. Accordingly, the provisions of clause (ii)(a) of the Order are not applicable to the Company

b) The Company does not have any working capital limits from banks or financial institutions and hence reporting under cause (ii)(b) of the Order is not applicable to the Company.

- (iii) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not made any investments, provided guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured to companies, firms, limited liability partnerships or other parties during the year. Accordingly, the provisions of clause (iii) of the Order are not applicable to the Company.
- (iv) In According to the information and explanations given to us and on the basis of our examination of the records of the Company, during the year, the Company has not made any investments, given any loans, guarantees, or security which attracts compliance of section 185 and section 186 of Companies act. Accordingly, the provisions of clause (iv) of the Order are not applicable to the Company.
- (v) According to the information and explanations given to us, the Company has not accepted any deposits or amounts which are deemed to be deposits from the public within the meaning of Sections 73 to 76 of the Act and rules framed thereunder. Accordingly, the provisions of clause (v) of the Order are not applicable to the Company.
- (vi) The maintenance of cost records has not been specified by the Central Government under Section 148(1) of the Act for the business activities carried out by the Company. Hence reporting under Clause (vi) of the order is not applicable to the Company.
- (vii) In respect of statutory dues:
  - a) The Company has been regular in depositing undisputed statutory dues including Income Tax, Goods and Service Tax, Provident Fund and other material statutory dues applicable to it with the appropriate authorities. There were no undisputed amounts payable in respect of aforesaid dues which were in arrears as at March 31, 2025 for a period of more than six months from the date they became payable.
  - b) According to the information and explanation given to us, there are no statutory dues referred in sub-clause (a) above which have not been deposited as on March 31, 2025 on account of any dispute.
- (viii) According to the information and explanations given to us and on the basis of our examination of the records of the Company, there were no transactions relating to previously unrecorded income that were surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (43 of 1961).

(ix)

- a) The Company has not taken any loans or other borrowings from any lender. Hence reporting under clause (ix)(a) of the Order is not applicable to the Company.
- b) The Company has not been declared 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 unutilized term loans at the beginning of the year and hence, reporting under clause (ix)(c) of the Order is not applicable.
- d) According to the information and explanations given to us and on overall examination of records of the Company, we report that no funds have been raised on short-term basis by the Company and hence, reporting under clause (ix)(d) of the Order is not applicable.
- e) According to the information and explanation given to us, the Company does not hold any investment in subsidiaries, associates or joint ventures. Accordingly, the provisions of clause (ix)(e) of the Order is not applicable to the Company.
- f) According to the information and explanation given to us, the Company does not hold any investment in subsidiaries, associates or joint ventures. Accordingly, the provisions of clause (ix)(f) of the Order is not applicable to the Company.

(x)

- a) The Company has not raised any moneys by way of initial public offer or further public offer (including debt instruments). Accordingly, clause (x)(a) of the Order is not applicable.
- b) The Company has not made any preferential allotment or private placement of shares or fully or partly or optionally convertible debentures during the year. Accordingly, clause (x)(b) of the Order is not applicable.

(xi)

- a) During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India, and according to the information and explanations given to us, we have neither come across any instance of material fraud by the Company or on the Company, noticed or reported during the year, nor have we been informed of any such case by the Management.

- b) No report under sub-section (12) of section 143 of the Act has been filed in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government.
  - c) As represented to us by the management, there are no whistle blower complaints received by the company during the year.
- (xii) According to the information and explanations given to us, the Company is not a Nidhi Company. Accordingly, clause (xii) of the Order is not applicable.
- (xiii) In our opinion and according to the information and explanations given to us and based on our examination of the records of the Company, transactions with the related parties are in compliance with Section 177 and 188 of Act, wherever applicable, and the details of such related party transactions have been disclosed in the Financial Statements as required by the applicable Ind AS.
- (xiv)
- a) The Company has an internal audit system commensurate with the size and nature of its business.
  - b) The internal audit reports of the Company issued till the date of the audit report, for the period under audit have been considered by us.
- (xv) The Company has not entered into any non-cash transactions with its directors or persons connected with its directors and hence provisions of section 192 of the Act are not applicable to the Company.
- (xvi)
- a) The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, clause (xvi)(a) of the Order is not applicable.
  - b) The Company has not conducted non-banking financial / housing finance activities during the year. Accordingly, the reporting under Clause (xvi)(b) of the Order is not applicable to the Company.
  - c) The Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India. Accordingly, the reporting under Clause (xvi)(c) of the Order is not applicable to the Company.
  - d) Based on the information and explanations provided by the management of the Company, the Group do not have any CIC. Accordingly, the reporting under Clause (xvi)(d) of the Order is not applicable to the Company.
- (xvii) The Company has not incurred cash losses in the current year and in the immediately preceding financial year.



- (xviii) There has been no resignation of the statutory auditors during the year. Accordingly, clause (xviii) of the Order is not applicable.
- (xix) On the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that Company is not 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. We, however, state that this is not an assurance as to the future viability of the company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the company as and when they fall due.
- (xx) According to the information and explanations given to us, the provisions of Section 135 of the Act in relation to Corporate Social Responsibility is not applicable to the Company for the year. Accordingly, reporting under clause (xx) of the Order is not applicable to the Company.
- (xxi) The reporting under clause (xxi) is not applicable in respect of audit of Financial Statements of the Company. Accordingly, no comment has been included in respect of said clause under this report.

**for akasam & associates**  
Chartered Accountants  
Firm Regn. No: 005832S

Place: Hyderabad  
Date: May 21, 2025

**Sd/-**  
**S. Ravi Kumar**  
Partner  
Membership No. 028881  
UDIN No: 25028881BMISJP1867

## **Annexure-B to the Independent Auditor's Report**

The “Annexure-B” referred to in clause 2(f) of “**Report on Other Legal and Regulatory Requirements**” Paragraph of the Independent Auditor's Report of even date to the members of **M/s. LEX NIMBLE SOLUTIONS LIMITED** on the Financial Statements for the year ended March 31, 2025.

### **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 **M/s. LEX NIMBLE SOLUTIONS LIMITED**, (“the Company”) as at March 31, 2025 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 and the Board of directors are 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 Act.

### **Auditor's 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”) issued by ICAI and the Standards on Auditing prescribed under section 143(10) of the Act, to the extent applicable to an audit of Internal Financial Controls. 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:

- (a) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company;
- (b) 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
- (c) 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, 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, 2025, 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 akasam & associates**  
Chartered Accountants  
Firm Regn. No: 005832S

Place: Hyderabad  
Date: May 21, 2025

**Sd/-**  
**S. Ravi Kumar**  
Partner  
Membership No. 028881  
UDIN No: 25028881BMISJP1867

**Lex Nimble Solutions Limited**

(CIN: L74140TG2005PLC045904)

Balance Sheet as at March 31, 2025

(All amounts are in lakhs of Indian Rupees, unless otherwise stated)

Particulars	Note No	As at March 31, 2025	As at March 31, 2024
<b>ASSETS</b>			
<b>Non-current Assets</b>			
(a) Property, Plant and Equipment	2	1.55	2.37
(b) Capital work-in-progress		-	-
(c) Investment Property		-	-
(d) Other intangible Assets	3	0.02	0.03
(e) Financial Assets			
(i) Investments		-	-
(ii) Loans		-	-
(iii) Others	4	101.95	619.06
(f) Deferred Tax Assets (net)	5	0.76	2.62
(g) Other non-current Assets		-	-
<b>Current Assets</b>			
(a) Inventories		-	-
(b) Financial Assets			
(i) Investments		-	-
(ii) Trade Receivables	6	74.64	29.51
(iii) Cash and Cash Equivalents	7		
(1) Cash on hand		0.00	0.00
(2) Balances with Bank		47.79	15.50
(iv) Bank Balances other than (iii) above		1,441.74	820.84
(v) Loans		-	-
(iv) Others	8	94.44	61.49
(c) Current Tax Assets	9	44.05	33.01
(d) Other Current Assets	10	15.91	30.91
<b>Total Assets</b>		<b>1,822.85</b>	<b>1,615.35</b>
<b>EQUITY AND LIABILITIES</b>			
<b>Equity</b>			
(a) Equity Share Capital	11	419.00	419.00
(b) Other Equity	12	1,248.24	1,119.49
<b>Liabilities</b>			
<b>Non-current Liabilities</b>			
(a) Financial Liabilities			
(i) Borrowings		-	-
(ii) Trade Payables		-	-
(iii) Other Financial Liabilities			
(b) Provisions	13	32.78	33.00
(c) Other non-current Liabilities		-	-
d) Deferred Tax Liability		-	-
<b>Current liabilities</b>			
(a) Financial Liabilities			
(i) Borrowings		-	-
(ii) Trade payables	14		
Total outstanding dues of micro enterprises and small enterprises		-	0.93
Total outstanding dues of creditors other than micro enterprises and small enterprises		74.19	0.17
(iii) Other Financial Liabilities	15	0.44	5.99
(b) Other current Liabilities	16	5.98	7.72
(c) Provisions		-	-
(d) Current Tax Liabilities	17	42.24	29.05
<b>Total Equity and Liabilities</b>		<b>1,822.85</b>	<b>1,615.35</b>

As per our report on even date

For akasam & associates  
Chartered Accountants  
FRN: 005832S

CA Ravi Kumar S  
Partner  
MRN: 028881  
ICAI UDIN: 25028881BMISJP1867

Place: Hyderabad  
Date: 21-05-2025

For and on behalf of the Board of Lex Nimble Solutions  
Limited

Praveen Chakravarthy Medikundam  
Chairperson & Director  
DIN: 02816167

Udayasri Mavuleti  
Chief Financial Officer

Swarali Sachin Shingne  
Company Secretary

# Lex Nimble Solutions Limited

(CIN: L74140TG2005PLC045904)

Statement of Profit and Loss for the year ended March 31, 2025  
(All amounts are in lakhs of Indian Rupees, unless otherwise stated)

Particulars	Note No	Year Ended March 31, 2025	Year Ended March 31, 2024
<b>Income</b>			
i) Revenue From Operations	18	716.60	385.85
ii) Other Income	19	112.12	102.41
<b>Total Income</b>		<b>828.72</b>	<b>488.26</b>
<b>Expenses</b>			
i) Employees' Benefit Expenses	20	259.41	250.59
ii) Consultancy and Professional Charges	21	372.75	83.02
iii) Depreciation and Amortization Expenses	22	1.09	1.25
iv) Other Expenses	23	32.56	40.18
<b>Total Expenses</b>		<b>665.80</b>	<b>375.03</b>
<b>Profit/(Loss) before exceptional items and tax</b>		162.92	113.23
Exceptional Items		-	-
Prior Period Items		-	(2.94)
<b>Profit Before Tax</b>		162.92	116.17
Tax Expenses	24	44.10	28.54
-Current Tax		42.24	29.05
-Deferred Tax		1.87	(0.51)
<b>Profit/(Loss) for the period from continuing operations</b>		118.82	87.63
Profit/(Loss) from discontinued operations		-	-
Tax expense of discontinued operations		-	-
<b>Profit/(Loss) from discontinued operations after tax</b>		-	-
<b>I Profit/(Loss) for the Period</b>		<b>118.82</b>	<b>87.63</b>
<b>II Other Comprehensive Income:</b>			
<b>i) Items that will not be reclassified to profit or loss:</b>			
-Remeasurements of the defined benefit plans	25	9.88	2.32
Exchange differences on translation of foreign operations		-	-
-Equity Instruments through other comprehensive income		-	-
-Income Tax relating to these items		-	-
<b>ii) Items that will be reclassified to profit or loss:</b>			
-Debt Instruments through Other Comprehensive Income		-	-
Exchange differences on translation of foreign operations		0.05	-
-The effective portion of gains and loss on hedging instruments in a cash flow hedge		-	-
-Income Tax relating to these items		-	-
<b>Other Comprehensive Income</b>		<b>9.92</b>	<b>2.32</b>
<b>Total Comprehensive Income for the period</b>		<b>128.74</b>	<b>89.95</b>
Earnings per equity share :	27		
(1) Basic		2.84	2.09
(2) Diluted		2.84	2.09
(3) Adjusted Basic		-	-

As per our report on even date

For akasam & associates  
Chartered Accountants  
FRN: 005832S

For and on behalf of the board of Lex Nimble Solutions Limited

CA Ravi Kumar S  
Partner  
MRN: 028881  
ICAI UDIN: 25028881BMISJP1867

Praveen Chakravarthy Medikundam  
Chairperson & Director  
DIN: 02816167

Udayasri Mavuleti  
Chief Financial Officer

Place: Hyderabad  
Date: 21-05-2025

Swarali Sachin Shingne  
Company Secretary

(All amounts are in lakhs of Indian Rupees, unless otherwise stated)

As per our report as on even date	
For akasam & associates Chartered Accountants FRN: 005832S	For and on behalf of the board of Lex Nimble Solutions Limited
	Praveen Chakravarthy Medikundam Chairperson & Director DIN: 02816167
CA Ravi Kumar S Partner MRN: 028881 ICAI UDIN: 25028881BMISJP1867	Udayasri Mavuleti Chief Financial Officer
Place: Hyderabad Date: 21-05-2025	Swarali Sachin Shingne Company Secretary





**Note 1:****COMPANY OVERVIEW AND SIGNIFICANT ACCOUNTING POLICIES:****I. Company Overview**

Lex Nimble Solutions Limited (formally known as Lex Nimble Solutions Private Limited) is a company providing Software As A Service (SAAS) services to its holding company, outsourcing services to its associate companies outside India and Quality consulting and advisory services. Lex Nimble Solution is incorporated as private Limited company incorporated and domiciled in India and has its registered office at Q3, Module A-1, 10th Floor, Cyber Towers, Hitech City, Madhapur Hyderabad, Telangana, India. The Company has been converted into public limited in the month July 2017, and the company got listed as SME in Bombay Stock Exchange (BSE) in the month of April 2018.

The Financial Statement are approved by the Board of Directors on 21th of May 2025 in the Board of Directors Meeting held at Illinois, USA.

**II. Basis of Preparation of Financial Statements**

These financial statements are prepared in accordance with Indian Accounting Standards (Ind AS), the provisions of the Companies Act, 2013 (“the Companies Act”), as applicable and guidelines issued by the Securities and Exchange Board of India (“SEBI”). The Ind AS are prescribed under Section 133 of the Act read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 and Companies (Indian The accounting policies have been applied consistently to all periods presented in these financial statements).

**III. Basis of Measurement**

These financial statements have been prepared on a historical cost convention and on an accrual basis, except for certain assets and liabilities which have been measured at fair value as per Ind AS. The financial statements are presented in Indian Rupees (INR) being the functional currency of the Company.

**IV. Use of Estimates**

The preparation of financial statements in conformity with Ind AS requires management to make estimates, judgments and assumptions (including revisions, if any). These estimates,

judgments and assumptions affect the application of accounting policies and reported amounts of assets and liabilities, the disclosure of contingent assets and liabilities at the date of financial statements and the reported amounts of revenue and expenses during the period. Appropriate changes in the estimates are made as management becomes aware of changes in circumstances. Changes in the estimates are reflected in the financial statements in the period in which changes are made.

#### **V. Revenue of Recognition**

Revenue is net of GST wherever applicable, recognized on accrual basis, to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured. Revenue is recognized in respect of services/software against completion of milestones/ acceptance/acknowledgement from the customers. Interest income is recognized using the effective interest rate method.

#### **VI. Property Plant and Equipment**

Property, Plant and Equipment are stated at cost net of GST, if any and subsequently at cost less depreciation and impairment losses if any. Assets are depreciated on the written down value method and depreciation is charged on pro rata basis for the additions/ deletions during the year. The useful lives of the assets and the rates of depreciation wherever applicable have been adopted as per Schedule II to the Companies Act, 2013 ;except in the case of lease hold improvements which have been amortised for the period of lease.

#### **VII. Intangibles**

Identifiable intangible assets are recognized when the company controls the asset; it is probable that future economic benefits expected with the respective assets will flow to the company for more than one economic period; and the cost of the asset can be measured reliably. At initial recognition, intangible assets are recognized at cost. Intangible assets are amortized on straight line basis over estimated useful lives from the date on which they are available for use. Trademark is amortized for a period of 10 Years being the estimated useful life.

#### **VIII. Impairment**

The carrying amount of assets are assessed as to whether there is any indication of impairment

as at the end of each Balance Sheet date. Impairment exists when the carrying value of an asset or cash generating unit exceeds its recoverable amount, which is the higher of its fair value less costs of disposal and its value in use.

If the estimated recoverable amount is found less than its carrying amount, the impairment loss is recognized and assets are written down to their recoverable amount, if any.

#### **IX. Foreign Exchange Transactions/Translation**

Transactions in foreign currencies are accounted at functional currency, at the exchange rate prevailing on the date of transactions. Gains/losses arising out of the fluctuations in the exchange rate between functional currency and foreign currency are recognized in the Statement of Profit & Loss in the period in which they arise. The fluctuations between foreign currency and functional currency relating to monetary items at the year ending are accounted as gains / losses in the Statement of Profit & Loss.

The Assets and Liabilities of Foreign Branch are translated in Indian rupees as per the rates specified in IND AS 21 –“The Effects of Changes in Foreign Exchange Rates”.

#### **X. Provisions, Contingent Assets/ Contingent Liabilities**

Provisions are recognized when the company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of economic benefits will be required to settle the obligation, and a reliable estimate can be made of the amount of the obligation. Show cause notices issued by Government Authorities where the probability of outflow of economic resources is remote are not considered as obligations. When the demands are raised against show-cause notices and are disputed by the company, these are treated as disputed obligations along with other contingent liabilities. Such contingent liabilities are not recognized but are disclosed in the notes. Contingent Assets are not recognized but disclosed in the notes to the financial statements; if any.

#### **XI. Leases**

The company is a lessee, and the Operating lease payments are recognized as expense on a straight-line basis over the lease term.

## **XII. Income Tax**

Income tax expense represents the sum of current tax payable and deferred tax.

**Current Tax:** The tax currently payable is based on the current year taxable profit for the year. The current tax is calculated using the tax rates that have been enacted or substantively enacted at the end of the reporting period.

**Deferred tax:** Deferred tax is provided using the Balance Sheet method on temporary differences between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date. Deferred tax assets are generally recognized for all deductible temporary differences to the extent that it is probable that the taxable profits will be available against which those deductible temporary differences can be utilized. Deferred tax is calculated using the tax rates that have been enacted or substantively enacted at the end of the reporting period. The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilized.

## **XIII. Earnings per Share**

The Company presents basic and diluted earnings per share data for its ordinary shares. Basic earnings per share is calculated by dividing the profit or loss attributable to ordinary shareholders of the Company by the weighted average number of ordinary shares outstanding during the year, adjusted for own shares held. Diluted earnings per share is determined by adjusting the profit or loss attribute to ordinary shareholders and the weighted average number of ordinary shares outstanding, adjusted for own shares held, for the effects of all dilutive potential ordinary shares.

## **XIV. Employee benefits**

The company provides for Gratuity, a Defined Benefit retirement plan covering eligible employees. The gratuity plan provides a lump sum payment to vested employees at retirement, death or termination of employment of an amount based on the respective employee's salary and the tenure of employment with the company. Liabilities with regard to Gratuity plan are determined by the actuarial valuation at each balance sheet date. Actuarial gain/loss is recognized in the statement of profit and loss. Retirement benefit in the form of provident fund is a Defined Contribution scheme. Contribution made to statutory provident fund is accounted on accrual basis.

## **XV. Financial Instruments**

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

### **Non-derivative financial instruments**

Non-derivative financial instruments consist of:

1. financial assets, which include cash and cash equivalents, trade receivables, other advances and eligible current and non-current assets;
2. Financial liabilities, which include long and short-term loans and borrowings, trade payables, eligible current and non-current liabilities.

Non derivative financial instruments are recognized initially at fair value including any directly attributable transaction costs. Financial assets are derecognized when substantial risks and rewards of ownership of the financial asset have been transferred. In cases where substantial risks and rewards of ownership of the financial assets are neither transferred nor retained, financial assets are derecognized only when the Company has not retained control over the financial asset.

Subsequent to initial recognition, non-derivative financial instruments are measured as described below:

#### **1. Cash and cash equivalents**

For the purposes of the cash flow statement, cash and cash equivalents include cash in hand, at banks and demand deposits with banks, net of outstanding bank overdrafts, if any, that are repayable on demand and are considered part of the Company's cash management system.

#### **2. Loans and receivables**

Loans and receivables are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market. They are presented as current assets, except for those maturing later than 12 months after the reporting date which are presented as non-current assets. Loans and receivables are initially recognized at fair value plus directly attributable transaction costs and subsequently measured at amortized cost, less any impairment losses. Loans and receivables comprise trade receivables and other assets.

The company estimates the un-collectability of accounts receivable by analysing historical payment patterns, customer concentrations, customer credit-worthiness and current economic

trends. If the financial condition of a customer deteriorates, additional allowances may be required.

### **3. Trade and payable**

Liabilities are recognized for amounts to be paid in future for goods or services received, whether billed by the supplier or not.

### **4. Financial assets at fair value through other comprehensive income (FVTOCI)**

A 'Financial assets' is classified as at the FVTOCI if both of the following criteria are met:

- a) The objective of the business model is achieved both by collecting contractual cash flows and selling the financial assets, and
- b) The asset's contractual cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

Financial assets included within the FVTOCI category are measured initially as well as at each reporting date at fair value. Fair value movements are recognized in the other comprehensive income (OCI). However, the Company recognizes interest income, impairment losses and reversals in the statement of Profit and Loss. On derecognition of the asset, cumulative gain or loss previously recognized in OCI is reclassified from the equity to Statement of Profit and Loss.

Interest earned whilst holding FVTOCI Financial assets is reported as interest income using the effective interest rate (EIR) method.

### **5. Financial assets at fair value through profit and loss (FVTPL)**

FVTPL is a residual category for Financial assets. Any Financial assets, which does not meet the criteria for categorization as at amortized cost or as FVTOCI, is classified as FVTPL.

In addition, the Company may elect to designate Financial assets, which otherwise meets amortized cost or FVTOCI criteria, as at FVTPL. However, such election is allowed only if doing so reduces or eliminates a measurement or recognition inconsistency (referred to as 'accounting mismatch').

Financial assets included within FVTPL category are measured at fair value with all changes recognized in the statement of profit and loss.



**XVI. Segment Information**

The Company has been identified one of Director as the Chief Operating Decision Maker (CODM) as defined by Ind AS-108, “Operating Segments.” The CMD of the Company evaluates the segments based on their revenue growth and operating income. The Company has identified its Operating Segments as SAAS services to the holding company and consulting services performed in India. The Assets and liabilities used in the Company’s business that are not identified to any of the operating segments are shown as unallocable assets/liabilities. Management believes that it is currently not practicable to provide segment disclosures relating to total assets and liabilities since the assets are used interchangeably and hence a meaningful segregation of the available data is onerous.

**XVII. Events after the reporting period**

Adjusting events are events that provide further evidence of condition that existed at the end of the reporting period. The financial statements are adjusted for such events before authorization for issue.

**XVIII. Prior Period Errors**

Errors of material amount relating to prior period(s) are disclosed by a note with nature of prior period errors, amount of correction of each such prior period presented retrospectively, to the extent practicable along with change in basic and diluted earnings per share. However, where retrospective restatement is not practicable for a particular period then the circumstances that lead to the existence of that condition and the description of how and from where the error is corrected are disclosed in Notes to Accounts.

**For akasam & associates  
Chartered Accountants  
FRN: 005832S**

**For and on behalf of the Board of  
Lex Nimble Solutions Limited  
Sd/-**

**CA Ravi Kumar S.  
Partner  
MRN: 028881  
UDIN: 25028881BMISJP1867**

**Praveen Chakravarthy Medikundam  
Chairperson & Director**

**Swarali Sachin Shingne  
Company Secretary**

**Udayasri Mavuleti  
Chief Financial Officer**

**Lex Nimble Solutions Limited**

Notes to accounts for the year ended March 31, 2025

(All amounts are in lakhs of Indian Rupees, unless otherwise stated)

**Note 2: Property, Plant and Equipment**

Particulars	Gross carrying value as at April 1, 2024	Additions	Disposal/ adjustments	Gross carrying value as at March 31, 2025	Accumulated depreciation as at April 1, 2024	Depreciation for the year	Disposal/ adjustments	Accumulated depreciation as at March 31, 2025	Carrying Value as at March 31, 2025	Carrying Value as at March 31, 2024
<b>Property Plant and Equipment</b>										
Computers	24.36	0.20	-	24.56	22.38	0.97	-	23.35	1.21	1.98
Furniture and Fixtures	1.75	-	-	1.75	1.59	0.04	-	1.63	0.12	0.16
Plant and Machinery	0.80	-	-	0.80	0.80	-	-	0.80	(0.00)	(0.00)
Office Equipment and Electricals	3.23	0.06	-	3.29	3.01	0.07	-	3.08	0.21	0.22
Lease hold improvements	11.70	-	-	11.70	11.70	-	-	11.70	-	-
<b>Total Tangible Assets - A</b>	<b>41.85</b>	<b>0.25</b>	<b>-</b>	<b>42.10</b>	<b>39.48</b>	<b>1.08</b>	<b>-</b>	<b>40.56</b>	<b>1.55</b>	<b>2.37</b>
<b>Previous Year</b>	<b>39.53</b>	<b>2.32</b>	<b>-</b>	<b>41.85</b>	<b>38.23</b>	<b>1.24</b>	<b>-</b>	<b>39.48</b>	<b>2.37</b>	<b>1.30</b>

**Note 3: Intangible Assets**

Particulars	Gross carrying value as at April 1, 2024	Additions	Disposal/ adjustments	Gross carrying value as at March 31, 2025	Accumulated depreciation as at April 1, 2024	Depreciation for the year	Disposal/ adjustments	Accumulated depreciation as at March 31, 2025	Carrying Value as at March 31, 2025	Carrying Value as at March 31, 2024
Software	4.18			4.18	4.18	-	-	4.18	(0.00)	(0.00)
Trademark	0.09	-	-	0.09	0.06	0.01	-	0.07	0.02	0.03
<b>Total Intangible Assets - B</b>	<b>4.27</b>	<b>-</b>	<b>-</b>	<b>4.27</b>	<b>4.24</b>	<b>0.01</b>	<b>-</b>	<b>4.25</b>	<b>0.02</b>	<b>0.03</b>
<b>Previous Year</b>	<b>4.27</b>	<b>-</b>	<b>-</b>	<b>4.27</b>	<b>4.23</b>	<b>0.01</b>	<b>-</b>	<b>4.24</b>	<b>0.03</b>	<b>0.04</b>
<b>Total (A+B)</b>	<b>46.12</b>	<b>0.25</b>	<b>-</b>	<b>46.37</b>	<b>43.72</b>	<b>1.09</b>	<b>-</b>	<b>44.80</b>	<b>1.57</b>	<b>2.40</b>
<b>Previous Year</b>	<b>43.80</b>	<b>2.32</b>	<b>-</b>	<b>46.12</b>	<b>42.46</b>	<b>1.25</b>	<b>-</b>	<b>43.72</b>	<b>2.40</b>	<b>1.34</b>

**Lex Nimble Solutions Limited**  
Notes to accounts for the year ended March 31, 2025  
(All amounts are in lakhs of Indian Rupees, unless otherwise stated)

**Note 2: Property, Plant and Equipment**

Particulars	Computers	Furniture and Fixtures	Plant and Machinery	Office Equipment and Electricals	Lease hold improvements	Total Property Plant and Equipment as on 31.04.2025	Total Property Plant and Equipment as on 31.04.2024
Gross carrying value as at April 1, 2024	24.36	1.75	0.80	3.23	11.70	41.85	39.53
Additions	0.20	-	-	0.06	-	0.25	2.32
Disposal/ adjustments	-	-	-	-	-	-	-
Gross carrying value as at March 31, 2025	24.56	1.75	0.80	3.29	11.70	42.10	41.85
Accumulated depreciation as at April 1, 2024	22.38	1.59	0.80	3.01	11.70	39.48	38.23
Depreciation for the year	0.97	0.04	-	0.07	-	1.08	1.24
Disposal/ adjustments	-	-	-	-	-	-	-
Accumulated depreciation as at March 31, 2025	23.35	1.63	0.80	3.08	11.70	40.56	39.48
<b>Carrying Value as at March 31, 2025</b>	<b>1.21</b>	<b>0.12</b>	<b>(0.00)</b>	<b>0.21</b>	<b>-</b>	<b>1.55</b>	<b>2.37</b>
<b>Carrying Value as at March 31, 2024</b>	<b>1.98</b>	<b>0.16</b>	<b>(0.00)</b>	<b>0.22</b>	<b>-</b>	<b>2.37</b>	<b>1.30</b>

**Note 3: Intangible Assets**

Particulars	Software	Trademark	Total Intangible Assets 31.04.2025	Total Intangible Assets 31.04.2024
Gross carrying value as at April 1, 2024	4.18	0.09	4.27	4.27
Additions	-	-	-	-
Disposal/ adjustments	-	-	-	-
Gross carrying value as at March 31, 2025	4.18	0.09	4.27	4.27
Accumulated depreciation as at April 1, 2024	4.18	0.06	4.24	4.23
Depreciation for the year	-	0.01	0.01	0.01
Disposal/ adjustments	-	-	-	-
Accumulated depreciation as at March 31, 2025	4.18	0.07	4.25	4.24
<b>Carrying Value as at March 31, 2025</b>	<b>(0.00)</b>	<b>0.02</b>	<b>0.02</b>	<b>0.03</b>
<b>Carrying Value as at March 31, 2024</b>	<b>(0.00)</b>	<b>0.03</b>	<b>0.03</b>	<b>0.04</b>

# Lex Nimble Solutions Limited

Notes to accounts for the year ended March 31, 2025

(All amounts are in lakhs of Indian Rupees, unless otherwise stated)

## Note 4 Other Financial Assets (Non-Current)

Particulars	As at March 31, 2025	As at March 31, 2024
Unsecured (considered good)	-	-
Security Deposits	14.30	14.30
Gratuity Fund	35.06	31.14
Fixed Deposits for more than 12 months	52.60	573.63
<b>Total</b>	<b>101.95</b>	<b>619.06</b>

## Note 5 Deferred Tax (net)

Particulars	As at March 31, 2025	As at March 31, 2024
Opening balance of Deferred Tax Asset	2.62	2.11
Adjustment during the year	-	-
	2.62	2.11
Current year deferred tax Asset/(Liability)	(1.87)	0.51
<b>Deferred Tax (Liability) /Asset</b>	<b>0.76</b>	<b>2.62</b>

**Lex Nimble Solutions Limited**  
Notes to accounts for the year ended March 31, 2025  
(All amounts are in lakhs of Indian Rupees, unless otherwise stated)

**Note 6 Trade Receivables (Current)**

Particulars	As at March 31, 2025	As at March 31, 2024
(i) Trade Receivables from related parties		
Secured, considered Good	-	-
Unsecured, considered good	72.64	23.32
Doubtful	-	-
Allowances for doubtful debts	-	-
<b>Sub-Total</b>	<b>72.64</b>	<b>23.32</b>
(ii) Other Trade Receivables		
Secured, considered Good	-	-
Unsecured, considered good	2.00	6.18
Doubtful	-	-
Allowances for doubtful debts	-	-
<b>Sub-Total</b>	<b>2.00</b>	<b>6.18</b>
<b>Total</b>	<b>74.64</b>	<b>29.51</b>

The trade receivables ageing schedule for the year ended as on 31st March, 2025 as follows:

Particulars	Outstanding from the following periods from the date of invoice					Total
	Less than 6 months	6 months to 1 year	1 - 2 years	2-3 years	More than 3 years	
Undisputed trade receivables - considered good	73.02	-	1.62	-	-	74.64
Undisputed trade receivables - credit impaired	-	-	-	-	-	-
Disputed trade receivables - considered good	-	-	-	-	-	-
Disputed trade receivables - credit impaired	-	-	-	-	-	-
<b>Total Trade Receivables</b>	<b>73.02</b>	<b>-</b>	<b>1.62</b>	<b>-</b>	<b>-</b>	<b>74.64</b>

The trade receivables ageing schedule for the year ended as on 31st March, 2024 as follows:

Particulars	Outstanding from the following periods from the date of invoice					Total
	Less than 6 months	6 months to 1 year	1 - 2 years	2-3 years	More than 3 years	
Undisputed trade receivables - considered good	28.26	-	-	1.24	-	29.51
Undisputed trade receivables - credit impaired	-	-	-	-	-	-
Disputed trade receivables - considered good	-	-	-	-	-	-
Disputed trade receivables - credit impaired	-	-	-	-	-	-
<b>Total Trade Receivables</b>	<b>28.26</b>	<b>-</b>	<b>-</b>	<b>1.24</b>	<b>-</b>	<b>29.51</b>

**Note 7 Cash and Cash Equivalents**

Particulars	As at March 31, 2025	As at March 31, 2024
Cash on hand	0.00	0.00
Balances with Banks		
- in Current Account (India)	27.95	15.50
- in Foreign Branch Account	19.84	-
Unsecured (considered good)		
Bank Balances other than mentioned above		
In deposit A/c with of Less than one year	1,441.74	820.84
<b>Total</b>	<b>1,489.53</b>	<b>836.34</b>

**Note 8 Other Financial Assets (Current)**

Particulars	As at March 31, 2025	As at March 31, 2024
Unsecured (considered good)		
Cash Ledger balance in GST	-	-
Accrued Interest	94.44	61.49
<b>Total</b>	<b>94.44</b>	<b>61.49</b>

**Note 9 Current Tax Assets**

Particulars	As at March 31, 2025	As at March 31, 2024
Advance tax paid	31.50	20.62
TDS Receivable	12.55	12.39
<b>Total</b>	<b>44.05</b>	<b>33.01</b>

**Note 10 Other Assets (Current)**

Particulars	As at March 31, 2025	As at March 31, 2024
Prepaid Expenses	2.48	1.99
GST Refund Receivable	-	18.66
Balance with GST credit ledger	13.42	10.25
Other Current Assets	0.01	-
<b>Total</b>	<b>15.91</b>	<b>30.91</b>

## Lex Nimble Solutions Limited

Notes to accounts for the year ended March 31, 2025

(All amounts are in lakhs of Indian Rupees, unless otherwise stated)

### Note 11 Equity Shares

Particulars	As at March 31, 2025	As at March 31, 2024
<b>Authorized</b>		
Ordinary shares of par value of Rs. 10/- each		
<b>Total number of shares</b>	<b>57,00,000</b>	<b>57,00,000</b>
<b>Total Authorized Capital</b>	570	570
<b>Issued, subscribed and fully paid</b>		
Ordinary shares of par value of Rs.10/- each		
16,23,778 equity shares of INR 10/- each	16,23,778	16,23,778
25,58,890 bonus shares of INR 10/- each	25,58,890	25,58,890
7,332 equity shares on preferential basis of INR 10/- each	7,332	7,332
<b>Total number of shares</b>	<b>41,90,000</b>	<b>41,90,000</b>
<b>Amount</b>	<b>419</b>	<b>419</b>
<b>Total Issued, subscribed and fully paid up Capital</b>	<b>419</b>	<b>419</b>

### Reconciliation of number of shares:

Particulars	As at March 31, 2025	As at March 31, 2024
Opening Equity Shares	41,90,000	41,90,000
Add: -No. of Shares, Share Capital issued during the year*	-	-
Less: Deduction	-	-
<b>Closing balance</b>	<b>41,90,000</b>	<b>41,90,000</b>

### Promoters Shareholding:

Particulars	No of Shares as on March 31, 2025	% of Holding	% Changes during the year
Sarda Devi Medikundam	89,278	2.13%	0.00%
Praveen Chakravarthy Medikundam	26,000	0.62%	100.00%
Lex Nimble Solutions Inc	30,10,668	71.85%	0.00%
<b>Closing balance</b>	<b>31,25,946</b>		

### Promoters Shareholding:

Particulars	No of Shares as on March 31, 2024	% of Holding	% Changes during the year
Sarda Devi Medikundam	89,278	2.13%	0.00%
Lex Nimble Solutions Inc	30,10,668	71.85%	0.00%
<b>Closing balance</b>	<b>30,99,946</b>		

### No. of Shares in the company held by shareholder holding more than 5 percent

Name of the Shareholder	As at March 31, 2025	As at March 31, 2024
Lex Nimble Solutions Inc	30,10,668	30,10,668

The Company has one class of share capital, comprising ordinary shares of Rs. 10/- each. Subject to the Company's Articles of Association and applicable law, the Company's ordinary shares confer on the holder the right to receive notice of and vote at general meetings of the Company, the right to receive any surplus assets on a winding-up of the Company, and an entitlement to receive any dividend declared on ordinary shares.

Lex Nimble Solution Inc Company is the holding company.

**Lex Nimble Solutions Limited**  
Notes to accounts for the year ended March 31, 2025  
(All amounts are in lakhs of Indian Rupees, unless otherwise stated)

**Note 12 Other Equity**

Particulars	As at March 31, 2025	As at March 31, 2024
<b>Securities Premium</b>		
Opening balance	648.61	648.61
Add: Premium on issue of shares	-	-
Less: Issue of Bonus Shares	-	-
<b>Total</b>	<b>648.61</b>	<b>648.61</b>
<b>General Reserve</b>		
Opening balance	3.97	3.97
Add: Current Year Transfer	-	-
Less: Written Back in Current Year	-	-
<b>Total</b>	<b>3.97</b>	<b>3.97</b>
<b>Surplus in Profit and Loss account</b>		
Opening balance	466.91	376.96
Add: IndAS Adjustments	-	-
Add: Other Comprehensive Income	9.88	2.32
Add: Profit and loss account for the year	118.87	87.63
Less: Current Year Transfer	-	-
<b>Total</b>	<b>595.65</b>	<b>466.91</b>
<b>Total Other Equity</b>	<b>1,248.24</b>	<b>1,119.49</b>

**Note 13 Provisions (Non Current)**

Particulars	As at March 31, 2025	As at March 31, 2024
Provision for employee benefits	32.78	33.00
<b>Total</b>	<b>32.78</b>	<b>33.00</b>

**Note 14 Trade Payable (Current)**

Particulars	As at March 31, 2025	As at March 31, 2024
MSMEs		
-Trade Payables	-	0.93
-Trade Payables to Related Parties	-	-
Other than MSMEs		
-Trade Payables	74.19	0.17
-Trade Payables to Related Parties	-	-
MSMEs	-	-
<b>Total</b>	<b>74.19</b>	<b>1.10</b>

The information as required to be disclosed pursuant under the Micro, Small and Medium Enterprises Development Act, 2006 (MSMED Act, 2006) has been determined to the extent such parties have been

Particulars	As at March 31, 2025	As at March 31, 2024
Amounting remaining unpaid		
Principal	-	0.93
Interest	-	-
Interest paid by the Company under MSMED Act, 2006 along with the amounts of the payment made to the supplier beyond the appointed day	-	-
<b>Total</b>	<b>-</b>	<b>0.93</b>

The trade payables ageing schedule for the year ended as on 31st March, 2025 as follows:

Particulars	Outstanding from the following periods from the date of invoice				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Outstanding dues to MSME	-	-	-	-	-
Others	74.13	-	0.03	0.02	74.19
<b>Total Trade Payables</b>	<b>74.13</b>	<b>-</b>	<b>0.03</b>	<b>0.02</b>	<b>74.19</b>

The trade payables ageing schedule for the year ended as on 31st March, 2024 as follows:

Particulars	Outstanding from the following periods from the date of invoice				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Outstanding dues to MSME	0.93	-	-	-	0.93
Others	0.17	-	-	-	0.17
<b>Total Trade Payables</b>	<b>1.10</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>1.10</b>

**Note 15 Other Financial Liabilities ( Current )**

Particulars	As at March 31, 2025	As at March 31, 2024
Employees salaries and other payables	0.29	5.79
Others	0.15	0.20
<b>Total</b>	<b>0.44</b>	<b>5.99</b>



**Lex Nimble Solutions Limited**

Notes to accounts for the year ended March 31, 2025

(All amounts are in lakhs of Indian Rupees, unless otherwise stated)

**Note 16 Other Current Liabilities**

Particulars	As at March 31, 2025	As at March 31, 2024
<b>Current</b>		
Advances from Customer	-	-
Gratuity fund payable	-	-
Provision for Bonus	0.00	0.57
GST Payable	0.03	0.20
Statutory dues Payable	3.66	4.12
Provision for Expenses	1.53	1.53
Other Payables	0.75	1.30
<b>Total</b>	<b>5.98</b>	<b>7.72</b>

**Note 17 Current Tax Liabilities (Net)**

Particulars	As at March 31, 2025	As at March 31, 2024
Provision for Taxation	42.24	29.05
<b>Total</b>	<b>42.24</b>	<b>29.05</b>

## Lex Nimble Solutions Limited

Notes to accounts for the year ended March 31, 2025

(All amounts are in lakhs of Indian Rupees, unless otherwise stated)

### Note 18 Revenue From Operations

Particulars	For the year ended March 31, 2025	For the year ended March 31, 2024
Revenue from Services		
Export	706.05	370.60
Domestic	10.55	15.26
<b>Total</b>	<b>716.60</b>	<b>385.85</b>

### Note 19 Other Income

Particulars	For the year ended March 31, 2025	For the year ended March 31, 2024
Interest income	112.02	99.68
Interest on Income Tax Refund	0.10	2.73
<b>Total</b>	<b>112.12</b>	<b>102.41</b>

### Note 20 Employees' Benefit Expenses

Particulars	For the year ended March 31, 2025	For the year ended March 31, 2024
Salaries	243.71	237.00
Bonus	0.85	1.10
Gratuity	7.60	4.18
Employer Contribution to Provident Fund and ESI	5.48	6.18
Leave Encashment	0.35	0.38
Staff Welfare	0.24	0.57
Employee Medical Insurance	1.18	1.17
<b>TOTAL</b>	<b>259.41</b>	<b>250.59</b>

### Note 21 Consultancy and Professional Expenses

Particulars	For the year ended March 31, 2025	For the year ended March 31, 2024
Consultancy Services	337.24	16.72
Professional Services	35.51	66.29
<b>TOTAL</b>	<b>372.75</b>	<b>83.02</b>

### Note 22 Depreciation and Amortization Expenses

Particulars	For the year ended March 31, 2025	For the year ended March 31, 2024
<b>Depreciation / Amortization for the year</b>		
Depreciation on PPE	1.08	1.24
Amortization on Intangible Assets	0.01	0.01
<b>TOTAL</b>	<b>1.09</b>	<b>1.25</b>

**Lex Nimble Solutions Limited**  
Notes to accounts for the year ended March 31, 2025

**Note 23 Other Expenses**

Particulars	For the year ended March 31, 2025	For the year ended March 31, 2024
Rent	15.60	15.60
Foreign Exchange Loss	1.49	5.05
Bad Debts	2.14	5.03
Membership and Subscriptions	5.49	5.03
Audit Fee	1.70	1.70
Office maintenance	2.42	1.62
GST Input Tax Credit Expensed	1.56	1.45
Advertisement Charges	0.09	1.21
Repairs and Maintenance:		
- Computers	0.83	0.97
Travelling and Conveyance Expenses	0.15	0.71
Rates and taxes	0.31	0.91
Annual Listing Fees	0.32	0.25
ROC Filing Fee	0.05	0.12
Communication Charges	0.05	0.05
Miscellaneous Expenditure	0.36	0.48
<b>TOTAL</b>	<b>32.56</b>	<b>40.18</b>

**(i) Amounts to auditors:**

Particulars	For the year ended March 31, 2025	For the year ended March 31, 2024
As Statutory Auditor	1.70	1.70
For Reimbursement of Expenses	-	-
<b>TOTAL</b>	<b>1.70</b>	<b>1.70</b>

**Prior Period Expense:**

Particulars	For the year ended March 31, 2025	For the year ended March 31, 2024
Excess Tax Provision for previous year	-	(0.20)
Other Provision of previous year	-	(2.73)
<b>TOTAL</b>	<b>-</b>	<b>(2.94)</b>

Notes to accounts for the year ended March 31, 2025  
(All amounts are in lakhs of Indian Rupees, unless otherwise stated)

A reconciliation of the Income Tax provision to the amount computed by applying the statutory income tax rate to the profit before tax is summarized as follows:

Note 25 Employee Benefits

a) **Provident Fund and ESI:** Company pays fixed contribution to provident fund and ESI at prescribed rates as per the respective acts to the government authorities. The contribution of Rs. 5.48 Lakhs (previous year Rs 6.18Lacs) and administrative charges also is recognized as expense and is charged in the Statement of Profit and Loss. The obligation of the Company is to make such fixed contribution and to ensure a minimum rate of return as specified by Government of India to the employees. The overall interest earnings and cumulative surplus is more than the statutory interest payment requirement during the year.

Company shall make annual contribution to the Fund based on the present value of the Defined Benefit obligation and the related current service costs which are measured on actuarial valuation carried out as on Balance Sheet date. The liability has been assessed using Projected Unit Credit Method.

Reconciliation of opening and closing balances of the present value of the defined benefit obligation as at the year ended March 31, 2025 are as follows:

Present value of obligation at the end of the period	32.78	33.00
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Fair value of planned assets at the end of the period	35.06	31.14
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## Lex Nimble Solutions Limited

Notes to accounts for the year ended March 31, 2025

(All amounts are in lakhs of Indian Rupees, unless otherwise stated)

III. Expenses recognized in the Statement of Profit & Loss	For the year ended March 31, 2025	For the year ended March 31, 2024
Interest Cost	2.50	2.17
Current Service Cost	5.09	3.66
Prior Service cost	-	-
Expected return on Plan Assets	(2.14)	(1.74)
Net Actuarial (gain)/loss recognized in the period	(7.74)	(2.24)
Actual return on plan assets	2.06	2.32
<b>Expenses recognized in the statement of Profit &amp; Loss</b>	<b>(2.28)</b>	<b>1.86</b>

IV. Amounts recognized in the Balance Sheet	As at March 31, 2025	As at March 31, 2024
Present value of Obligation as at the end of the period	32.78	33.00
Fair value of Plan Assets at the end of the period	(35.06)	(31.14)
Funded Status	(2.28)	1.86
Unrecognized Past Service cost	-	-
<b>Net Asset or Liability recognized in the Balance sheet</b>	<b>(2.28)</b>	<b>1.86</b>

V. Actual Return of plan assets:	As at March 31, 2025	As at March 31, 2024
Actual Return on Plan Assets	2.06	2.32
	<b>2.06</b>	<b>2.32</b>

VI. Movement in Balance Sheet	As at March 31, 2025	As at March 31, 2024
Opening Liability	33.00	28.81
Expenses as above	(2.28)	4.18
Contribution paid	-	-
<b>Closing Liability</b>	<b>30.72</b>	<b>33.00</b>

VII. Principal Assumptions	As at March 31, 2025	As at March 31, 2024
Discounting Rate	6.55%	7.15%
Salary Escalation Rate	10.00%	12.00%
Expected rate of return on plan assets	7.00%	7.00%

The estimates of future salary increase considered in actuarial valuation, have been factored in inflation, seniority, promotion and other relevant factors.

## Lex Nimble Solutions Limited

Notes to accounts for the year ended March 31, 2025

(All amounts are in lakhs of Indian Rupees, unless otherwise stated)

### Note 26 Related Party Disclosures

**List of Related Parties** with whom the company has entered into transactions during the year/where control exists

#### A. Key Management Personnel

- i) Mr. Chandra SekharVanumu - Whole Time Director
- ii) Swarali Sachin Shingne - Company Secretary
- iii) Udayasri Mavuleti - CFO
- iv) Muralidhar Venkata koduri - Director
- v) Praveen Chakravarthy Medikundam - Director
- vi) Sarada Devi Medikundam - Director
- vii) Rakesh Choudary - Director
- viii) Sreenivas Katragadda - Director

#### B. Holding and Associate Companies

- i) Lex Nimble Solutions Inc - Holding Company
- ii) ILBS - LLP - Associate LLP
- iii) LNS Ltd- Branch office in USA

#### C. Transaction with Related Parties

Name of the Related Party	Nature of Transaction	2024-2025	2023-2024
Chandra SekharVanumu - Whole Time Director	Salary and other allowances	15.87	30.00
Muralidhar Venkata koduri	Director's Sitting Fee	0.06	0.09
Rakesh Choudary	Director's Sitting Fee	0.06	0.09
Jagan Mohan Venkata Bukkaraju	Director's Sitting Fee	-	0.01
Sreenivas Katragadda	Director's Sitting Fee	0.06	0.07
Kalyan Chakravarthy Medikundam	Director's Sitting Fee	-	0.01
Yogiraj Hemant Atre - Company Secretary	Salary and other allowances	-	6.02
Swarali Sachin Shingne - Company Secretary	Salary and other allowances	4.95	0.37
Udayasri Mavuleti - Chief Financial Officer	Salary and other allowances	31.75	31.20
Lex Nimble Solutions Inc	Revenue from Operations	646.49	360.92
Lex Nimble Solutions Inc	Receivable	72.64	23.32
ILBS LLP	Rent	15.60	15.60

## Lex Nimble Solutions Limited

Notes to accounts for the year ended March 31, 2025

(All amounts are in lakhs of Indian Rupees, unless otherwise stated)

### Note 27 Earnings per Share:

Particulars		2024-2025	2023-2024
Profit/ (Loss) after Tax	<b>Rs</b>	118.82	87.63
The weighted average number of ordinary shares for			
Basic EPS	Nos	41,90,000	41,90,000
Diluted EPS	Nos	41,90,000	41,90,000
Adjusted Basic EPS		-	-
The nominal value per Ordinary Share	<b>Rs</b>	10	10
<b>Earnings per Share</b>			
<b>Basic</b>	<b>Rs</b>	2.84	2.09
<b>Adjusted Basic EPS</b>	<b>Rs</b>	-	0.00
<b>Diluted</b>	<b>Rs</b>	2.84	2.09

### Note 28 Contingent liabilities and commitments

Particulars	2024-2025	2023-2024
<b>Contingent liabilities</b>		
Claims against the company not acknowledged as debt	-	-
<b>Total</b>	-	-

### Note 29 Segmental Reporting :

Based on the “management approach” as defined in Ind AS 108, the Chief Operating Decision Maker (CODM) evaluates the company’s performance and allocates resources based on an analysis of various performance indicators by business segments. Accordingly, information has been presented for each business segment. The accounting principles used in the preparation of the financial statements are consistently applied to record revenue and expenditure in individual business segments, and are as set out in the significant accounting policies. Business segments of the company are :

1. Software Services
2. Consulting services

#### Segment Revenue and Expense

#### Details regarding revenue and expenses attributable to each segment must be disclosed

Segment assets include all operating assets in respective segments comprising of net fixed assets and current assets, loans and advances etc. Assets relating to corporate and construction are included in unallocated segments. Segment liabilities include liabilities and provisions directly attributable to respective segment.

#### Segment revenues and results:



## Lex Nimble Solutions Limited

Notes to accounts for the year ended March 31, 2025

(All amounts are in lakhs of Indian Rupees, unless otherwise stated)

Amount in Rs for the year ended March 31, 2025				
	Software Services	Consulting Services		
Particulars	IT development/Consulting	IT staffing, Support Services/Payroll and accounting Services	Quality Certification/consulting and Training	Total
<b>Segment Revenue from External Customers</b>				
Within India	-	-	10.55	10.55
Outside India	322.60	382.19	1.27	706.05
<b>Total Segment Revenue</b>	322.60	382.19	11.82	716.60
<b>Expenses</b>				
For Customers Within India	-	-	25.79	25.79
For Customers Outside India	299.27	322.46	3.08	624.81
<b>Total Segment Expenses</b>	299.27	322.46	28.87	650.60
<b>Segment Results</b>				
Within India	-	-	(15.24)	(15.24)
Outside India	23.33	59.72	(1.81)	81.24
<b>Total Segment Results</b>	23.33	59.72	(17.05)	66.00
<b>Unallocated Corporate Income and Expenses</b>				
Interest Income	112.02			
Other Income	0.10			
<b>Less: Unallocated Expenses</b>	(17.72)			
<b>Prior Period Items</b>	2.52			
<b>Profit before tax</b>	162.92			

During the financial year 2024-25, the company has opened a foreign branch in USA. The operations and revenue details from the foreign branch have been included in Segment Revenue under Outside India, for the appropriate presentation and disclosure in the financial statements.

Amount in Rs for the year ended March 31, 2024

Particulars	IT development/Consulting	IT staffing, Support Services/Payroll and accounting Services // Other Consulting Services	Quality Certification/consulting and Training	Total
<b>Segment Revenue from External Customers</b>				
Within India	-	-	15.26	15.26
Outside India	123.36	244.76	2.47	370.60
<b>Total Segment Revenue</b>	123.36	244.76	17.73	385.85
<b>Expenses</b>				
Within India	-	-	32.02	32.02
Outside India	104.82	211.10	5.19	321.11
<b>Total Segment Expenses</b>	104.82	211.10	37.21	353.13
<b>Segment Results</b>				
Within India	-	-	(16.76)	(16.76)
Outside India	18.54	33.66	(2.72)	49.48
<b>Total Segment Results</b>	18.54	33.66	(19.48)	32.72
<b>Unallocated Corporate Income and Expenses</b>				
Interest Income	99.68			
Other Income	2.73			
<b>Less: Unallocated Expenses</b>	(21.90)			
<b>Round Off Expenses/Reconciliation discrepancies</b>	(0.00)			
<b>Profit before tax</b>	113.23			

## Lex Nimble Solutions Limited

Notes to accounts for the year ended March 31, 2025

(All amounts are in lakhs of Indian Rupees, unless otherwise stated)

### Segment assets and liabilities

Amount in Rs for the year ended March 31, 2025

Particulars	Software Services	Consulting Services		Total
	IT development/Consulting	IT staffing, Support Services/Payroll and accounting Services	Quality Certification/consulting and Training	
<b>Segment Assets :</b>				
Assets	41.91	30.74	2.00	74.64
Unallocated assets		-	-	1,748.21
<b>Total Assets</b>	<b>42</b>	<b>31</b>	<b>2</b>	<b>1,822.85</b>
<b>Segment Liabilities :</b>				
Liabilities	-	-	-	-
Unallocated liabilities	-	-	-	1,822.85
<b>Total Liabilities</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>1,822.85</b>

Amount in Rs for the year ended March 31, 2024

Particulars	IT development/Consulting	IT staffing, Support Services/Payroll and accounting Services	Quality Certification/consulting and Training	Total
<b>Segment Assets :</b>				
Assets	7.25	16.08	6.18	29.51
Unallocated assets	1,585.84	-	-	1,585.84
<b>Total Assets</b>	<b>1,593.09</b>	<b>16.08</b>	<b>6.18</b>	<b>1,615.35</b>
<b>Segment Liabilities :</b>				
Liabilities	-	-	-	-
Unallocated liabilities	-	-	-	1,615.35
<b>Total Liabilities</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>1,615.35</b>

**Lex Nimble Solutions Limited**  
Notes to accounts for the year ended March 31, 2025  
(All amounts are in lakhs of Indian Rupees, unless otherwise stated)

**Note 30. Financial Instruments- Fair Values and Risk Management**

**a. Financial Instruments by Categories**

The following tables show the carrying amounts and fair values of financial assets and financial liabilities by categories. It does not include fair value information for financial assets and financial liabilities not measured at fair value if the carrying amount is a reasonable approximation of fair value

Amount in Rs as of March 31, 2025					
Particulars	Cost	Financial assets/ liabilities at FVTPL	Financial assets/liabilities at fair value through OCI	Total carrying value	Total fair value
<b>Assets:</b>					
Cash & Cash Equivalents	47.79	-	-	47.79	47.79
Bank Balances other than above	1,441.74	-	-	1,441.74	1,441.74
Trade Receivable	74.64	-	-	74.64	74.64
Other Financial Assets	196.39	-	-	196.39	196.39
<b>Liabilities:</b>					
Trade Payable	74.19	-	-	74.19	74.19
Other Financial Liabilities	0.44	-	-	0.44	0.44

Amount in Rs as of March 31, 2024					
Particulars	Cost	Financial assets/ liabilities at FVTPL	Financial assets/liabilities at fair value through OCI	Total carrying value	Total fair value
<b>Assets:</b>					
Cash & Cash Equivalents	15.50	-	-	15.50	15.50
Bank Balances other than above	820.84	-	-	820.84	820.84
Trade Receivable	29.51	-	-	29.51	29.51
Other Financial Assets	680.56	-	-	680.56	680.56
<b>Liabilities:</b>					
Trade Payable	1.10	-	-	1.10	1.10
Other Financial Liabilities	5.99	-	-	5.99	5.99

Fair Value Hierarchy Management considers that, the carrying amount of those financial assets and financial liabilities that are not subsequently measured at fair value in the Financial Statements approximate their transaction value. No financial instruments are recognized and measured at fair value for which fair values are determined using the judgments and estimates. The fair value of Financial Instruments referred below has been classified into three categories depending on the inputs used in the valuation technique. The hierarchy gives the highest priority to quoted prices in active market for identical assets or liabilities (Level-1 measurements) and lowest priority to unobservable (Level-3 measurements).

The Company does not hold any equity investment and no financial instruments hence the disclosures are nil.

**Lex Nimble Solutions Limited**  
**Notes to accounts for the year ended March 31, 2025**  
**(All amounts are in lakhs of Indian Rupees, unless otherwise stated)**

**Financial Risk Management:**

The Company's activities expose to a variety of financial risks viz., market risk, credit risk and liquidity risk. The Company's focus is to foresee the unpredictability of financial markets and seek to minimize potential adverse effects on its financial performance. The primary market risk to the Company is credit risk and liquidity risk. The Company's exposure to credit risk is influenced mainly by the regulations made by the governing statutory bodies to the Company and other regulations by the government.

**Management of Market Risk:**

Market risks comprises of Price risk and Interstate risk. The Company does not designate any fixed rate financial assets as fair value through Profit and Loss nor at fair value through OCI. Therefore, the Company is not exposed to any interstate risk. Similarly, the Company does not have any Financial Instrument which is exposed to change in price.

**Foreign Currency Risks:**

The Company is exposed to foreign exchange risk arising from various Currency exposures primarily with respect to the US Dollars (USD), for the imports being made by the Company.

The Company exposure to foreign currency risk as at the end of the reporting periods expressed in INR are as follows:

Particulars	As at March 31, 2025	As at March 31, 2024
<b>Financial Assets:</b>		
Cash & Cash Equivalents	-	-
Trade Receivable	74.64	23.32
Deposits	-	-
Other Financial Assets	-	-
<b>Financial Liabilities:</b>		
Trade Payable	-	-
Borrowings	-	-
Other Financial Liabilities	-	-

**Credit Risk:**

Credit risk is the risk of financial loss to the Company if a customer fails to meet its contractual obligations. The maximum exposure to the credit risk at the reporting date is primarily from trade receivables. The Company operations are mostly with parent companies and hence no issues on credit worthiness w.r.t transactions between parent and associate company. The Company considers that, all the financial assets that are not impaired and past due as on each reporting dates under review are considered credit worthy.

**Lex Nimble Solutions Limited**  
**Notes to accounts for the year ended March 31, 2025**  
**(All amounts are in lakhs of Indian Rupees, unless otherwise stated)**

**Credit risk exposure**

An analysis of age-wise trade receivables at each reporting date is summarized as follows: :

**For the year ended March 31, 2025**

Particulars	Gross Carrying Amount	Less than one year	More than one year	More than two year	More than three year
Gross Carrying Amount	74.64	73.02	2.81	-	-
Expected Credit loss	-	-	-	-	-
Carrying amount (net of impairment)	74.64	73.02	2.81	-	-

**For the year ended March 31, 2024**

Particulars	Gross Carrying Amount	Less than one year	More than one year	More than two year	More than three year
Gross Carrying Amount	29.51	28.27	-	1.24	-
Expected Credit loss	-	-	-	-	-
Carrying amount (net of impairment)	29.51	28.27	-	1.24	-

**Liquidity Risk:**

The Company's liquidity needs are monitored on the basis of monthly projections. The principal sources of liquidity are cash and cash equivalents, cash generated from operations and availability of cash credit.

Short term liquidity requirements consist mainly of sundry creditors, expenses payable and employee dues during the normal course of business. The Company maintains sufficient balance in cash and cash equivalents and working capital facilities to meet the short term liquidity requirements.

The Company assesses long term liquidity requirements on a periodical basis and manages them through internal accruals and committed credit lines.

The following table shows the maturity analysis of the Companies Financial Liabilities based on contractually agreed, undiscounted cash flows as at the balance sheet date

Particulars	Gross Carrying Amount	Less than one year	More than one year	More than two year	More than three year
<b>As on March 31 2025</b>					
Trade Payables	74	74	-	0	0
Other Financial liabilities	0	0	-	-	-
<b>As on March 31 2024</b>					
Trade Payables	1.10	1.10	-	-	-
Other Financial liabilities	5.99	5.99	-	-	-

**Note 31 Expenditure in Foreign Currency:**

Particulars	FY 24-25	FY 23-24
Fees paid for certification	-	-
Dues and Subscriptions	-	-
<b>Total</b>	-	-

**Lex Nimble Solutions Limited**  
**Notes to accounts for the year ended March 31, 2025**  
**(All amounts are in lakhs of Indian Rupees, unless otherwise stated)**

**Note 32 Confirmations**

Sundry Creditors includes Rs. Nil/- (previous year Rs. 92,974/-) due to Small Scale & Ancillary undertakings. There are no Micro, Small and Medium Enterprises, to whom the Company owes dues, which are outstanding for more than 45 days at the Balance Sheet date. The above information has been determined to the extent such parties have been identified on the basis of information available with the Company. This has been relied upon by the auditors.

**Note 33 Confirmations**

The Company requested its debtors and creditors to confirm the balances as at the end of year in respect of trade payables, trade receivables and advances directly to the Statutory Auditors.

**Note 34:**

Previous year's figures have been regrouped/reclassified/recasted wherever necessary to confirm to the current year's presentation.

**Note 35:**

- i. The Company does not have any Benami property, where any proceeding has been initiated or pending against the Group for holding any Benami property.
- ii. The Company does not have any transactions with companies struck off.
- iii. The Company does not have any charges or satisfaction which is yet to be registered with ROC beyond the statutory period.
- iv. The Company has not traded or invested in Crypto Currency or Virtual Currency during the financial year.
- v. The Company has not been declared wilful defaulter by any bank or financial institution or government or any government authority.
- vi. The Company has not advanced or loaned or invested funds to any other person(s) or entity(ies), 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 Beneficiaries) or b) Provide any guarantee, security or the like to or behalf of the Ultimate Beneficiaries.
- vii. The Company has not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that Group 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.
- viii. The Company has not such transaction which is not recorded in books of accounts that has been surrendered or disclosed as income during the year in the assessments under the income tax Act, 1961 (such as, search or survey or any other relevant provision of the income tax act, 1961).
- ix. The Company is not covered under section 135 of Companies Act, 2013.

**Lex Nimble Solutions Limited**  
Notes to accounts for the year ended March 31, 2025  
(All amounts are in lakhs of Indian Rupees, unless otherwise stated)

**Note 36: Financial Ratios**

Note 5b. Financial Ratios							
Sr. No	Particulars		Amount	Ratio		% of change	Remarks
	Financial Ratio	Antecedent/Consequent		FY 2024-25	FY 2023-24		
1	Current Ratio	Antecedent - Current Assets	1,718.57	13.99	23.09	-39.41%	Percentage of Increase in Trade payable higher than the percentage of increase in Trade Receivable.
		Consequent - Current Liabilities	122.84				
2	Debt-Equity Ratio	Antecedent - Total Debt	Nil	NA			
		Consequent - Shareholder's Equity	1,667.24				
3	Debt Service Coverage Ratio	Antecedent - EBIT	162.92	NA			
		Consequent - Interest + Principal Payment	Nil				
4	Return on Equity	Antecedent - Net Profit after Tax	118.82	0.07	0.06	25.13%	Increase in Net Profit After Tax
		Consequent - Shareholder's Equity	1,667.24				
5	Inventory Turnover Ratio	Antecedent - Revenue from Operations	716.60	NA			
		Consequent - Average Inventory	Nil				
6	Trade Receivables Turnover Ratio	Antecedent - Revenue from Operations	716.60	13.76	9.90	39.03%	% Increase in revenue is more than the % increase in average trade receivables in current year led to increase in trade receivables turnover ratio.
		Consequent - Average Trade Receivables	52.07				
7	Trade Payables Turnover Ratio	Antecedent - Purchase of services	385.79	10.38	84.40	-87.70%	Increase in consultancy charges and average trade payables led to decrease trade payables turnover ratio.
		Consequent - Average Trade Payables	37.18				
8	Net Capital Turnover Ratio	Antecedent - Revenue from Operations	716.60	0.449	0.407	10.37%	
		Consequent - Average Working Capital	1,595.73				
9	Net Profit Ratio	Antecedent - Net Profit after Tax	118.82	0.17	0.23	-26.99%	Increase in Net profit after Tax
		Consequent - Revenue from Operations	716.60				
10	Return on Capital Employed	Antecedent - EBIT	162.92	0.098	0.076	29.42%	Increase in EBIT
		Consequent - Shareholder's Equity	1,667.24				
11	Return on Investment	Antecedent - Income generated from Investments	112.02	0.075	0.071	4.87%	
		Consequent - Average Investments	1,494.34				

As per our report on even date  
For akasam & associates  
Chartered Accountants  
FRN: 005832S

CA Ravi Kumar S  
Partner  
MRN: 028881  
ICAI UDIN: 25028881BMISJP186

Place: Hyderabad  
Date: 21-05-2025

For and on behalf of the board of Lex Nimble Solutions Limited

Praveen Chakravarthy Medikundam  
Chairperson & Director  
DIN: 02816167

Udayasri Mavuleti  
Chief Financial Officer

Swarali Sachin Shingne  
Company Secretary



## Annexure IV

FORM FOR DISCLOSURE OF PARTICULARS OF CONTRACTS/ARRANGEMENTS ENTERED INTO BY THE COMPANY WITH RELATED PARTIES REFERRED TO IN SUB-SECTION (1) OF SECTION 188 OF THE COMPANIES ACT, 2013 INCLUDING CERTAIN ARM'S LENGTH TRANSACTIONS UNDER THIRD PROVISIO THERETO (PURSUANT TO CLAUSE (H) OF SUB-SECTION (3) OF SECTION 134 OF THE ACT AND RULE 8(2) OF THE COMPANIES (ACCOUNTS) RULES, 2014, PURSUANT REGULATION 34 AND SCHEDULE V TO THE SEBI (LODR) REGULATIONS, 2015 AND IND AS 24.

### 1. Details of contracts or arrangements or transactions not at arm's length basis:

During the financial year 2024-25, there are no contracts/ arrangements/ transactions with related parties which are not at arm's length basis.

### 2. Details of material contracts or arrangement or transactions at arm's length basis:

Name and Nature of relationship and Nature of Contract	Duration of Contract	Date of approval by the Board/ Shareholders	Advances paid, If any	Amount of Transaction Rs/-
International Legal and Business Services LLP (Associate LLP)  Contract: Rental Agreement	Continuous Contract	The terms of the contract were revised with the approval of Board vide Board Meeting dated 13.03.2021.	Nil	15,60,000
Lex Nimble Solutions Inc. (Holding Company)  Contract: Outsourcing Service Agreement	Continuous Contract	Terms of contract was revised Vide Board Meeting dated 13.10.2018.  The transaction was entered into by the Company in its ordinary course of Business and at arm's length basis	Nil	6,46,49,103

**3. Details of Remuneration paid to Directors and Key Managerial Personnel during the Financial year 2024-25 pursuant to Ind AS-24 and SEBI (LODR) Regulations, 2015.**

<b>Name</b>	<b>Tenure of the Contract</b>	<b>Date of Appointment</b>	<b>Advances paid, If any</b>	<b>Remuneration per Annum Rs/-</b>
Dr. Chandrasekhar Vanumu	3 Years (resigned w.e.f. 15.07.2025)	25.10.2017  Reappointed for 3 years vide Board meeting dated: 25.07.2023 and AGM dated 24.08.2023.	Nil	15,87,446 in terms of salary
Udayasri Mavuleti	N/A	02.04.2018	Nil	31,75,000 in terms of salary
Swarali Shingne	N/A	01.03.2024	Nil	4,94,329/- in terms of salary and other statutory payments

**By the order of the Board  
For Lex Nimble Solutions Limited**

**Sd/-**

**(Praveen Chakravarthy Medikundam)  
Chairman & Director**

**Place: Hyderabad  
Date: 14.08.2025**



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SOLUTIONS

**CONTACT US**

**10TH FLOOR, MODULE A1, QUADRANT 3,  
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