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General information about company		
Scrip code	533121	
NSE Symbol	EXPLEOSOL	
MSEI Symbol	NOTLISTED	
ISIN	INE201K01015	
Name of the entity	EXPLEO SOLUTIONS LIMITED	
Date of start of financial year	01-04-2025	
Date of end of financial year	31-03-2026	
Reporting Quarter Type	Quarterly	
Date of Quarter Ending	31-12-2025	Enter the quarter ended date only
Type of company	Equity	
Whether Annexure I (Part A) of the SEBI Circular dated December 31, 2024 related to Compliance Report on Corporate Governance is applicable to the entity?	Yes	
Whether Annexure I (Part B) of the SEBI Circular dated December 31, 2024 related to Investor Grievance Redressal Report is Applicable to the entity?	Yes	
Whether Annexure I (Part C) of the SEBI Circular dated December 31, 2024 related to Disclosure of Acquisition of Shares or Voting Rights in Unlisted Companies is Applicable to the entity?	No	Add Notes
Whether Annexure I (Part D) of the SEBI Circular dated December 31, 2024 related to Disclosure of Imposition of Fine or Penalty is Applicable to the entity?	No	Add Notes
Whether Annexure I (Part E) of the SEBI Circular dated December 31, 2024 related to Disclosure of Updates to Ongoing Tax Litigations or Disputes is Applicable to the entity?	Yes	
Risk management committee	Applicable	
Market Capitalisation as per immediate previous Financial Year	Top 2000 listed entities	
Is SCORE ID Available ?	Yes	
SCORE Registration ID	T00089	
Reason For No SCORE ID		
Type of Submission	Original	
Remarks (website dissemination)	Add Notes	
Remarks for Exchange (not for Website Dissemination)	Add Notes	

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Annexure 1
II. Composition of Committees

Disclosure of notes on composition of committees explanatory

[Add Notes](#)

For this quarter kindly note the following points:
 1. Date of Appointment and Date of Cessation (if applicable) must be mandatorily filled for every director.
 2. Date of Appointment can be any day upto September 30, 2022.
 3. Date of Cessation must be for the current quarter only, i.e. July 1,2022 to September 30,2022

Note: Please enter DIN. After entering DIN, Name of Committee members and Category 1 of Directors shall be prefilled automatically

Audit Committee Details

Whether the Audit Committee has a Regular Chairperson				Yes			
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00166621	Narayanan Subramaniam	Non-Executive - Independent Director	Chairperson	01-04-2024		
2	00082156	Varadharajan Sridhar	Non-Executive - Independent Director	Member	01-04-2024		
3	06373409	Sriwardhini Keshavamurthy Jha	Non-Executive - Independent Director	Member	16-09-2024		
4							
5							
6							
7							
8							
9							
10							

Note: Please enter DIN. After entering DIN, Name of Committee members and Category 1 of Directors shall be prefilled automatically

Nomination and remuneration committee

Whether the Nomination and remuneration committee has a Regular Chairperson				Yes			
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00082156	Varadharajan Sridhar	Non-Executive - Independent Director	Chairperson	01-04-2024		
2	05164418	Ralph Gilleßen	Non-Executive - Non Independent Director	Member	10-08-2023		
3	00166621	Narayanan Subramaniam	Non-Executive - Independent Director	Member	01-04-2024		
4	06373409	Sriwardhini Keshavamurthy Jha	Non-Executive - Independent Director	Member	01-04-2024		
5	06993314	Shalini Kalai Kamath	Non-Executive - Independent Director	Member	16-09-2024		
6							
7							
8							
9							
10							

Note: Please enter DIN. After entering DIN, Name of Committee members and Category 1 of Directors shall be prefilled automatically

Stakeholders Relationship Committee

Whether the Stakeholders Relationship Committee has a Regular Chairperson				Yes			
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00082156	Varadharajan Sridhar	Non-Executive - Independent Director	Chairperson	01-04-2024		
2	00166621	Narayanan Subramaniam	Non-Executive - Independent Director	Member	01-04-2024		
3	06993314	Shalini Kalai Kamath	Non-Executive - Independent Director	Member	16-09-2024		
4	01871595	Phani Tangirala	Executive Director	Member	16-09-2024		
5							
6							
7							
8							
9							
10							

Risk Management Committee

Whether the Risk Management Committee has a Regular Chairperson				Yes			
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00166621	Narayanan Subramaniam	Non-Executive - Independent Director	Chairperson	01-04-2024		
2	01871595	Phani Tangirala	Executive Director	Member	16-09-2024		
3	06373409	Sriwardhini Keshavamurthy Jha	Non-Executive - Independent Director	Member	16-09-2024		
4							
5							
6							
7							
8							
9							
10							

Note: Please enter DIN. After entering DIN, Name of Committee members and Category 1 of Directors shall be prefilled automatically

Corporate Social Responsibility Committee

Whether the Corporate Social Responsibility Committee has a Regular Chairperson				Yes			
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	06993314	Shalini Kalai Kamath	Non-Executive - Independent Director	Chairperson	16-09-2024		
2	06373409	Sriwardhini Keshavamurthy Jha	Non-Executive - Independent Director	Member	01-04-2024		
3	00082156	Varadharajan Sridhar	Non-Executive - Independent Director	Member	01-04-2024		
4	01871595	Phani Tangirala	Executive Director	Member	16-09-2024		
5							
6							
7							
8							
9							
10							

Other Committee

Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks
1						
2						
3						
4						
5						
6						
7						
8						
9						
10						

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Disclosure of notes on meeting of board of directors explanatory			Add Notes				
Sr. No.	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Notes for not providing Date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors as on date of the meeting	Number of Directors present* (All directors including Independent Director)	No. of Independent Directors attending the meeting*
1	14-08-2025			Yes	7	6	4
2	13-11-2025			Yes	7	5	3

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* to be filled in only for the current quarter meetings

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Sr	Name of Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Name of other committee	Reason for not providing date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors in the Committee as on date of the meeting	Number of Directors Present (All Directors including Independent Director)	No. of Independent Directors attending the meeting*	No. of members attending the meeting (other than Board of Directors)
Add	Delete									
1	Audit Committee	13-08-2025				Yes	3	3	3	0
2	Audit Committee	13-11-2025	91			Yes	3	2	2	0
3	Nomination and remuneration committee	14-08-2025				Yes	5	4	4	0
4	Nomination and remuneration committee	12-11-2025	89			Yes	5	5	4	0
5	Stakeholders Relationship Committee	14-08-2025				Yes	4	4	3	0
6	Committee	12-11-2025	89			Yes	4	4	3	0
7	Corporate Social Responsibility Committee	13-08-2025				Yes	4	4	3	0
8	Corporate Social Responsibility Committee	12-11-2025	90			Yes	4	4	3	0
9	Risk Management Committee	12-11-2025				Yes	3	3	2	0

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* to be filled in only for the current quarter meetings

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Sr	Subject	Compliance status (Yes/No)
1	The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
2	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015 a. Audit Committee	Yes
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee	Yes
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders relationship committee	Yes
5	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable to the top 1000 listed entities)	Yes
6	The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes
7	The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes
8	This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	Yes
9	Any comments/observations/advice of Board of Directors may be mentioned here:	Add Notes

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Sr	Subject	Compliance status
1	Name of signatory	S.Sampath Kumar
2	Designation	Company Secretary and Compliance Officer

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Whether as per Regulation 27(2)(ba) of SEBI (LODR) Regulations, 2015 there has been cyber security incidents or breaches or loss of data or documents during the quarter	No	
Other details of cyber security incidence or breaches or loss of data event	Add Notes	
Number of cyber security incidence or breaches or loss of data event occurred during the quarter		
Sr.	Date of the event	Brief details of the event

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Signatory Details

Name of signatory	S.Sampath Kumar
Designation of person	Company Secretary and Compliance Officer
Place	Chennai
Date	22-01-2026

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No. of investor complaints pending at the beginning of Quarter	0
No. of investor complaints received during the Quarter	0
No. of investor complaints disposed off during the Quarter	0
No. of investor complaints those remaining unresolved at the end of the Quarter	0

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The updates on tax litigations or disputes in terms of sub-para 8 of para B of Part A of Schedule III read with corresponding provisions of Annexure 18 of the Master Circular are given below:

Any Other Information for Disclosure of Updates to Ongoing Tax Litigations or Disputes				Add Notes
Sr. No.	Name of the opposing party	Date of initiation of the litigation / dispute	Status of the litigation / dispute as per last disclosure	Current status of the litigation / dispute
Add Delete				
1	Deputy Commissioner of Income Tax , Corporate Circle 1(1), Chennai	22-10-2024	<p>Assessment Year 2021-22</p> <p>The Assessing officer passed a draft order u/s. 144C r.w.s 143(3) on 29.12.2023 by making the following additions to the total income of the Assessee:</p> <p>a)Disallowance u/s 40(a)(i) for the service cost paid to the subsidiaries – Rs. 37,44,97,743</p> <p>b)Disallowance u/s 40(a)(i) for the reimbursement cost paid to the subsidiaries – Rs. 30,38,12,844</p> <p>c)Disallowance u/s 40(a)(i) for the service cost paid to the group companies – Rs. 28,18,545</p> <p>d)Addition on account of difference of 26AS with books of accounts - Rs. 5,95,14,405</p> <p>e)Addition on account of interest on trade receivable – Rs. 25,17,564</p> <p>Aggrieved by the addition made by the Assessing officer, Company has preferred appeal before the Dispute Resolution Panel-2 who vide their order dated 24.09.2024 provided relief to an extent of Rs. 5,90,98,120 on account of 26AS reconciliation and on all the other issues, upheld the order of the Assessing Officer.</p> <p>There was a total demand of 25,37,62,355 as per</p>	<p>Assessment Year 2021-22</p> <p>The Company has also filed an appeal before Hon'ble Income Tax Tribunal on 27.12.2024 against the Dispute Resolution Panel Order and the final order dated 22.10.2024 passed under Sec. 143(3) r.w.s 144C(13) of the I. T. Act.</p> <p>The matter is pending, we are awaiting the order from the Hon'ble Income Tax Tribunal</p>