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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	01-04-2026	
Date of end of financial year	31-03-2027	
Reporting Quarter Type	Half Yearly	
Date of Quarter Ending	30-09-2026	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 <<< Notes mandatory, if Not Applicable
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 <<< Notes mandatory, if Not Applicable
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	
Whether Annexure I (Part F) of the SEBI Circular dated December 31, 2024 related to Disclosure Of Loans / Guarantees / Comfort Letters / Securities Etc. 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 I

Annexure I to be submitted by listed entity on quarterly basis

I. Composition of Board of Directors

Disclosure of notes on composition of board of directors explanatory | Add Notes

Whether the listed entity has a Regular Chairperson | Yes

Whether Chairperson is related to MD or CEO | No

Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth	Disqualification of Directors under section 164 of the Companies Act, 2013: Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status	Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	Date of passing special resolution	Initial Date of appointment	Date of Re-appointment	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	Do any of Independent Director serve as Director in more than seven listed entities including this listed entity (Refer Regulation 17A(1) & (2) of Listing Regulations)	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	Do any of ex-Chairperson serve as Director in more than seven listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)	Reason for Cessation	Notes for not providing PAN	Notes for not providing DIN
Add	Edit	Delete																								
1	Mr.	Rahul Srivastava	XXXXXXXXX	01180118	Non-Executive - Non-Independent Director	Chairperson related to Promoter		17-08-1968	No				Active	N.A.		06-06-2022										
2	Ms.	Vineet Tandaiya	XXXXXXXXX	06973595	Executive Director	Not Applicable	KMP, MD	06-08-1973	No				Active	N.A.		01-08-2024										
3	Mr.	Saravanan Subramanian	XXXXXXXXX	09188215	Non-Executive - Independent Director	Not Applicable		12-08-1961	No				Active	N.A.		01-08-2024			36.00	1	1	1	1			
4	Mr.	Gandhipuram Sridhar	XXXXXXXXX	09188216	Non-Executive - Independent Director	Not Applicable		10-05-1961	No				Active	N.A.		01-08-2024		01-08-2024	36.00	1	1	1	1			
5	Mr.	Sriramdhas Sankaranarayanan Jay	XXXXXXXXX	09176628	Non-Executive - Independent Director	Not Promoter-Letter		03-03-1969	No				Active	N.A.		01-08-2024		01-08-2024	36.00	1	1	1	1			
6	Mr.	Madhu Kalia Ganesh	XXXXXXXXX	09189114	Non-Executive - Independent Director	Not Promoter-Letter		03-03-1968	No				Active	N.A.		01-08-2024		01-08-2024	36.00	1	1	1	1			

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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 Committee.
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	Srivardhini 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	05184138	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	Srivardhini Keshavamurthy Jha	Non-Executive - Independent Director	Member	01-04-2024		
5	06993314	Shalini Kalsi 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 Kalsi 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	Srivardhini 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 Kalsi Kamath	Non-Executive - Independent Director	Chairperson	16-09-2024		
2	06373409	Srivardhini 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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Annexure 1

III. Meeting of Board of Directors

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*
Add Delete							
1	13-05-2026			Yes	6	6	4
2	09-07-2026	56		Yes	6	6	4
3	28-07-2026	18		Yes	6	6	4
4	14-08-2026	16		Yes	6	6	4

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* to be filled in only for the current quarter meetings

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Annexure 1

IV. Meeting of Committees

Disclosure of notes on meeting of committees explanatory — Add Notes

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	13-05-2026				Yes	3	3	3	0
2	Audit Committee	09-07-2026	56			Yes	3	3	3	0
3	Audit Committee	14-08-2026	35			Yes	3	3	3	0
4	Nomination and remuneration committee	12-05-2026				Yes	5	5	4	0
5	Nomination and remuneration committee	11-08-2026	90			Yes	5	4	3	0
6	Stakeholders Relationship Committee	12-05-2026				Yes	4	4	3	0
7	Stakeholders Relationship Committee	11-08-2026	90			Yes	4	3	2	0
8	Corporate Social Responsibility Committee	12-05-2026				Yes	4	4	3	0
9	Corporate Social Responsibility Committee	26-05-2026	13			Yes	4	3	3	0
10	Corporate Social Responsibility Committee	23-07-2026	57			Yes	4	3	3	0
11	Corporate Social Responsibility Committee	11-08-2026	18			Yes	4	4	3	0
12	Risk Management Committee	12-05-2026				Yes	3	3	2	0

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* to be filled in only for the current quarter meetings

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

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Details of Cyber security incidence		
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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Affirmations on Compliance Requirements for AGM (applicable only for the first half-year filing i.e., 2nd quarter)				
I. Affirmations				
Sr	**Particulars**	**Regulation Number**	**Compliance status (Yes/No/NA)**	**If status is "No" details of non-compliance may be given here.**
1	Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, BRSR & BRSR core, if applicable, displayed on website	46(2)	Yes	
2	Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	Yes	
3	Presence of Chairperson of the nomination and remuneration committee at the annual general meeting	19(3)	Yes	
4	Presence of Chairperson of the Stakeholder Relationship committee at the annual general meeting	20(3)	Yes	
5	Disclosure of the Secretarial Audit Report of the listed entity and the material subsidiaries in the Annual Report	24A(1)	Yes	
6	Compliance with the conditions laid down for Secretarial Auditor or the person signing the Secretarial Compliance Report	24A(1A), 24A(1B), 24A(1C)	Yes	
7	Submission of Annual Secretarial Compliance Report	24A(2)	Yes	
8	Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes	
Any other information to be provided				Add Notes

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Annexure III		
1	Name of signatory	S.Sampath Kumar
2	Designation	Company Secretary and Compliance Officer

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Additional Half yearly Disclosure
DISCLOSURE OF LOANS / GUARANTEES / COMFORT LETTERS / SECURITIES ETC. (applicable only for half-yearly filings)

Any Other Information for Disclosure of Loans / Guarantees / Comfort Letters / Securities Etc. — Add Notes

I. Disclosure of Loans/ guarantees/comfort letters /securities etc. Refer note below — The Figure should be mentioned in Actual INR only

(A)Any loan or any other form of debt advanced by the listed entity directly or indirectly to

Entity	Aggregate amount advanced during six months	Balance outstanding at the end of six months
Promoter or any other entity controlled by them	0.00	995012543.38
Promoter Group or any other entity controlled by them	0.00	0.00
Directors (including relatives) or any other entity controlled by them	0.00	0.00
KMPs or any other entity controlled by them	0.00	0.00

(B) Any guarantee / comfort letter (by whatever name called) provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed By

Entity	Type (guarantee, comfort letter etc.)	Aggregate amount of issuance during six months	Balance outstanding at the end of six months(taking into account any invocation)
Promoter or any other entity controlled by them	0	0.00	0.00
Promoter Group or any other entity controlled by them	0	0.00	0.00
Directors (including relatives) or any other entity controlled by them	0	0.00	0.00
KMPs or any other entity controlled by them	0	0.00	0.00

(C) Any security provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by

Entity	Type of security (cash, shares etc.)	Aggregate value of security provided during six months	Balance outstanding at the end of six months
Promoter or any other entity controlled by them	0	0.00	0.00
Promoter Group or any other entity controlled by them	0	0.00	0.00
Directors (including relatives) or any other entity controlled by them	0	0.00	0.00
KMPs or any other entity controlled by them	0	0.00	0.00

(D) Additional Information — Add Notes

II. Affirmations

Affirmations	Compliance Status	Company Remarks
All loans (or other form of debt), guarantees, comfort letters (by whatever name called) or securities in connection with any loan(s) (or other form of debt) given directly or indirectly by the listed entity to promoter(s), promoter group, director(s) (including their relatives), key managerial personnel (including their relatives) or any entity controlled by them are in the economic interest of the company.	Yes	Add Notes

Name	Periakaruppan Palaniappan
Designation	CFO
Place	Chennai
Date	28-10-2026

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Notes:
1. These disclosures shall exclude any loan (or other form of debt), guarantee / comfort letter (by whatever name called) or security provided in connection with any loan or any other form of debt;
   a) by a government company to/ for the Government or government company
   b) by the listed entity to/for its subsidiary [and joint-venture company] whose accounts are consolidated with the listed entity.
   c) by a banking company or an insurance company; and
   d) by the listed entity to its employees or directors as a part of the service conditions
2. If the Listed Entity would like to provide any other information, the same may be indicated as Para D in the above table

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Signatory Details	
Name of signatory	S.Sampath Kumar
Designation of person	Company Secretary and Compliance Officer
Place	Chennai
Date	28-10-2026

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Investor Grievance Details	
No. of investor complaints pending at the beginning of Quarter	0
No. of investor complaints received during the Quarter	1
No. of investor complaints disposed off during the Quarter	0
No. of investor complaints those remaining unresolved at the end of the Quarter	1

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Disclosure of Updates to Ongoing Tax Litigations or Disputes

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	24-09-2024	Assessment Year 2021-22 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: a) Disallowance u/s 40(a)(i) for the service cost paid to the subsidiaries – Rs. 37,44,97,743 b) Disallowance u/s 40(a)(i) for the reimbursement cost paid to the subsidiaries – Rs. 30,38,12,844 c) Disallowance u/s 40(a)(i) for the service cost paid to the group companies – Rs. 28,18,545 d) Addition on account of difference of 26AS with books of accounts - Rs. 5,95,14,405 e) Addition on account of interest on trade receivable – Rs. 25,17,564 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. There was a total demand of 25,37,62,355 as per	The current status remains the same as disclosed in the last quarter. The Company has received an order dated 28 January 2026 received on 30 January 2026 from the Hon'ble Income Tax Appellate Tribunal, deciding as follows: 1. The transfer pricing addition amounting to Rs.18,67,077 has been dropped and allowed in favour of the Company. 2. The disallowance on account of non deduction of TDS under section 40(a)(i),on the gross amount, amounting to Rs.68,11,29,132 has been remitted back to the Assessing Officer for fresh consideration.