J. C. BHALLA & CO.

CHARTERED ACCOUNTANTS

BRANCH OFFICE : B-5, SECTOR-6, NOIDA - 201 301 (U.P.)
TEL. : +91 - 120 - 4241000, FAX : +91-120-4241007
E-MAIL : taxaid@jcbhalla.com

CERTIFICATE ON TRANSLATED VERSION OF MATERIAL SUBSIDIARY AUDITED FINANCIAL STATEMENTS

To,
The Board of Directors
Pine Labs Limited *(formerly known as Pine Labs Private Limited)*
Unit No. 408, 4th Floor, Time Tower
MG Road, DLF QE
Gurgaon 122 002
Haryana, India

Fave Group Pte. Ltd.
3, Coleman Street, # 03-24,
Peninsula Shopping Complex,
Singapore – 179804.

Dear Ladies and Gentlemen,

Re: Proposed initial public offering of equity shares (the "Equity Shares") of Pine Labs Limited (the "Company", and such initial public offering, the "Offer")

This certificate is issued in accordance with the terms of our engagement letter with the Company dated November 20, 2024.

We have verified the translated version of the audited standalone/consolidated (wherever available) financial statements (the "Annexure") of **Fave Group Pte. Ltd.** (the "Subsidiary Company") for the years ended March 31, 2025 ("Financial Year"). These financial statements have been translated by the Company in Indian Rupee in accordance with Ind AS 21, 'The Effect of Changes in Foreign Currency Rates'. The work carried out by us is in accordance with the Standard on Related Services (SRS) 4400, "Engagements to Perform Agreed-upon Procedures regarding Financial Information" issued by the Institute of Chartered Accountants of India.

As required under Schedule VI Part A item no.(11)(I)(A)(ii)(b) of Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended ("SEBI ICDR Regulations"), the Company has prepared the translated version of the audited standalone/consolidated (wherever available) financial statements contained in the Annexure attached to this certificate which is proposed to be uploaded on the website of the Company in connection with the Offer.

The preparation of the accompanying translated version of the audited standalone/ consolidated (wherever available) financial statements for the Financial Year is the responsibility of the management of the Company including the preparation and maintenance of all accounting and other relevant supporting records and documents. This responsibility includes the design, implementation and maintenance of internal control relevant to the preparation and presentation of the Annexure and applying an appropriate basis of preparation; and making estimates that are reasonable in the circumstances.

J.C. BHALLA & CO. Chartered Accountants

The management of the Company is also responsible for ensuring that the Annexure complies with all the relevant requirements of the SEBI Regulations inter alia Schedule VI Part A item no.(11)(I)(A)(ii)(b) of Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended ("SEBI ICDR Regulations") and requirement of IND AS 21.

Our Responsibility is to Examine that the financial statements have been translated by the Company in Indian Rupee in accordance with Ind AS 21, 'The Effect of Changes in Foreign Currency Rates'.

Accordingly, we have performed the following procedures in relation to the Annexure:

a. Obtained the Copy of Audited Financial Statements for the Financial Year of the Subsidiary Company and auditors report thereon.
b. Compared the content of the Annexure from the Audited Financial Statements of the Subsidiary Company.
c. Verified the arithmetical accuracy of the information included in the Annexure.
d. Ensure that the translation has done in accordance with the IND AS 21.
e. Made necessary inquiries with the management of the Company and obtained relevant representations in respect of matters relating to the Annexure.

Based on our examination, we confirm that the information in this Annexure is true, fair, correct, accurate and there is no untrue statement or omission which would render the contents of this certificate misleading in its form or context.

We did not audit the standalone/consolidated (wherever available) financial statements of **Fave Group Pte. Ltd.** These financial statements have been audited by other audit firms, whose reports have been furnished to us by the Company.

These translated financials should not in any way be construed as a reissuance or re-dating of any of the previous audit reports, nor should these be construed as a new opinion on any of the audited standalone/consolidated (wherever available) financial statements referred to herein.

These translated financials are intended solely for use of the management for uploading on website of **the Company** in connection with the Offer.

This certificate has been provided by us at the request of the Company and solely for the information of **Axis Capital Limited, Morgan Stanley India Company Private Limited, Citigroup Global Markets India Private Limited, J.P. Morgan India Private Limited, Jefferies India Private Limited** (collectively referred to as the "Book Running Lead Managers" or the "**BRLMs**") and **Board of Directors of the Company** to assist them in conducting their due-diligence and documenting their investigations of the affairs of the Company in connection with the proposed Offer. This certificate may be relied on by the BRLMs, their affiliates and legal counsel in relation to the Offer.

This certificate is not intended for general circulation or publication and is not to be reproduced or used for any other purpose without our prior consent in writing, other than for the purpose stated above. We, however, hereby give consent for inclusion of our name and this information (in full or in part) in the Draft Red Herring Prospectus, Red Herring Prospectus and Prospectus proposed to be filed by the Company with the Securities and Exchange Board of India ("**SEBI**"), the stock exchanges where the Equity Shares of the

J.C. BHALLA & CO.
Chartered Accountants

Company are proposed to be listed (the "**Stock Exchanges**") with the Registrar of Companies ("**RoC**") and any other material used in connection with the Offer and submission of this certificate to SEBI, Stock Exchanges, or RoC in connection with the proposed Offer, as the case may be. Additionally, we hereby give our consent for the submission of this certificate to any other regulatory authority as may be required under applicable law in connection with the proposed Offer, as the case may be.

Yours Sincerely,

For J C Bhalla & Co.
Chartered Accountants
Firm Regn No. 001111N

J C BHALLA & CO. Chartered Accountants

(Akhil Bhalla)
Partner
Membership No. 505002
UDIN: 25505002BMIMQE2065

Place: Noida
Date : October 29, 2025

cc:
Legal Counsel to the Lead Managers as to Indian Law

S&R Associates
One World Center, 1403 Tower 2 B
841 Senapati Bapat Marg
Lower Parel, Mumbai 400 013
Maharashtra, India

Legal Counsel to the Lead Managers as to U.S. Law

Latham & Watkins LLP
9 Raffles Place
#42-02 Republic Plaza
Singapore 048 619

Legal Counsel to the Company as to Indian Law

Cyril Amarchand Mangaldas
Level 1 and Level 2, Max Towers
Plot No. C-001/ A/1, Sector 16 B
Gautam Buddha Nagar
Noida 201 301
Uttar Pradesh, India

FAVE GROUP PTE. LTD

Translated version of Statement of Financial Position as at 31 March 2025

Particulars	**Note**	**2025 USD**	**2024 USD**	**2025 INR**	**2024 INR**
Assets					
Non-current asset					
Investment in subsidiaries	7	11,480,315	21,254,606	539,830,226	1,380,009,401
Current assets					
Cash and cash equivalents	8	246	448,024	21,053	37,353,508
Other receivables	9	2,518	2,591	215,494	216,022
Amount due from subsidiaries	10	3,786,943	5,478,774	324,091,884	456,786,756
Amount due from ultimate holding company	10	328,813	298,858	28,140,277	24,916,957
		4,118,520	6,228,247	352,468,708	519,273,243
Total assets		15,598,835	27,482,853	892,298,934	1,899,282,644
Liabilities					
Current liabilities					
Other payables	11	17,740	10,926	1,518,216	910,944
Amount due to a subsidiary	10	26,797	601,795	2,293,325	50,173,996
Amount due to ultimate holding company	10	1,042,658	-	89,232,131	-
Total liabilities		1,087,195	612,721	93,043,672	51,084,940
Net assets		14,511,640	26,870,132	799,255,262	1,848,197,704
Equity attributable to equity holder of the Company					
Share capital	12	30,104,386	29,104,386	2,358,237,487	2,274,860,987
Preference share capital	13	46,805,882	46,805,882	3,250,196,790	3,250,196,790
Capital Contribution	12	1,000,000	-	85,730,200	
Accumulated losses		(63,398,628)	(49,040,136)	(5,098,048,124)	(3,884,032,708)
Foreign currency translation reserved				203,138,909	207,172,635
Total equity		14,511,640	26,870,132	799,255,262	1,848,197,704

The accompanying accounting policies and explanatory information form an integral part of the financial statements.

For and on behalf of
J.C. Bhalla & Co.
Chartered Accountants
ICAI Firm Registration No.: 001111N

J.C. BHALLA & CO. Chartered Accountants

Akhil Bhalla
Partner
Membership No.: 505002
Date: 29/10/2025
Place: Noida

For and on behalf of Fave Group Pte Ltd

PINE LABS LTD.

Indresh Kumar Gupta
Authorised Signatory

Date: 29/10/2025
Place: Gurugram

FAVE GROUP PTE. LTD

Translated version of Statement of Comprehensive Income for the financial year ended 31 March 2025

Particulars	**Note**	**2025 USD**	**2024 USD**	**2025 INR**	**2024 INR**
Revenue	4	-	-	-	-
Other income	4	-	18,201	-	1,506,915
Interest income	4	6,763	20,663	571,814	1,710,751
Less: Expenses					
Administrative expenses		(55,699)	(59,150)	(4,709,370)	(4,897,204)
Interest expenses		(45,515)	(20,662)	(3,848,309)	(1,710,669)
Other operating expenses		(14,264,041)	(31,034,222)	(1,206,029,551)	(2,569,415,357)
Loss before income tax	5	(14,358,492)	(31,075,170)	(1,214,015,416)	(2,572,805,564)
Income tax	6	-	-	-	-
Loss for the financial year		(14,358,492)	(31,075,170)	(1,214,015,416)	(2,572,805,564)
Other comprehensive income (OCI)					
Foreign exchange differences on translation		-	-	4,033,726	(5,668,762)
Other comprehensive income for the financial year		-	-	4,033,726	(5,668,762)
Loss for the financial year including other comprehensive income for the financial year		(14,358,492)	(31,075,170)	(1,209,981,690)	(2,578,474,326)

The accompanying accounting policies and explanatory information form an integral part of the financial statements.

For and on behalf of
J.C. Bhalla & Co.
Chartered Accountants
ICAI Firm Registration No.: 001111N

J.C. BHALLA & CO. Chartered Accountants

Akhil Bhalla
Partner
Membership No.: 505002
Date: 29/10/2025
Place: Noida

For and on behalf of Fave Group Pte Ltd

PINE LABS LTD.

Indresh Kumar Gupta
Authorised Signatory

Date: 29/10/25
Place: Gurugram

FAVE GROUP PTE. LTD

Translated version of Statement of Cash Flows for the financial year ended 31 March 2025

Particulars	**Note**	**2025 USD**	**2024 USD**	**2025 USD**	**2024 USD**
Cash flows from operating activities					
Loss before tax		(14,358,492)	(31,075,170)	(1,214,015,416)	(2,572,805,564)
Adjustments for:					
- Adjustment on preference share capital		-	15,969	-	1,322,121
- Unrealised foreign exchange loss		48,404.00	-	4,092,575.00	-
- Impairment of investment in subsidiaries		14,215,637	31,034,222	1,201,936,977	2,569,415,357
- Interest expense		45,515	20,662	3,848,309	1,710,668
- Interest income		(6,763)	(20,663)	(571,814)	(1,710,751)
Operating cash flows before changes in working capital Working capital changes:		(55,699)	(24,980)	(4,709,369)	(2,068,169)
- Other receivables		73	4,033	6,172	333,904
- Other payables		6,854	(28,225)	579,508	(2,336,832)
- Due from ultimate holding company		(29,955)	-	(2,532,706)	-
Cash used in operations		(78,727)	(49,172)	(6,656,395)	(4,071,097)
Interest income received		6,763	20,663	571,814	1,710,751
Net cash flows used in operating activities		**(71,964)**	**(28,509)**	**(6,084,581)**	**(2,360,346)**
Cash flows from investing activities					
Capital investment in subsidiaries		(2,031,000)	(1,229,020)	(171,721,746)	(101,754,214)
Advances to subsidiaries		(304,754)	(1,260,325)	(25,767,055)	(104,346,048)
Repayment from / (Advances to) holding company		-	401,365	-	33,230,200
Net cash flows used in investing activities		**(2,335,754)**	**(2,087,980)**	**(197,488,801)**	**(172,870,062)**
Cash flows from financing activities					
Proceeds from issuance of ordinary share capital		1,000,000	2,600,000	83,376,500	213,521,203
Proceeds from capital contribution		1,000,000	-	85,730,200	-
Advances from ultimate holding company		1,000,000	-	84,550,342	-
Advances from a subsidiaries		(1,040,060)	(544,867)	(87,937,429)	(45,111,156)
Net cash flows generated from financing activities		**1,959,940**	**2,055,133**	**165,719,613**	**168,410,047**
Net decrease in cash and cash equivalents		(447,778)	(61,356)	(37,853,769)	(6,820,361)
Cash and cash equivalents at the beginning of financial year		448,024	509,380	37,353,508	41,879,645
Foreign exchange differences on translation				521,314	2,294,224
Cash and cash equivalents at the end of financial year	8	246	448,024	21,053	37,353,508

The accompanying accounting policies and explanatory information form an integral part of the financial statements.

For and on behalf of
J.C. Bhalla & Co.
Chartered Accountants
ICAI Firm Registration No.: 001111N

Akhil Bhalla
Partner
Membership No.: 505002
Date: 29/10/2025
Place: Noida

J.C. BHALLA & CO.
Chartered Accountants

For and on behalf of Fave Group Pte Ltd

PINE LABS LTD.

Indresh Kumar Gupta
Authorised Signatory

Date: 29/10/25
Place: Gurugram

FAVE GROUP PTE. LTD
Translated version of Statement of Changes in Equity as at 31 March 2025

Particulars	Share Capital USD	Preference Share Capital USD	Capital Contribution USD	Accumulated Losses USD	Total USD	Share Capital INR	Preference Share Capital INR	Capital Contribution INR	Accumulated Losses INR	Foreign Currency Translatoin Reserve INR	Total INR
Balance at 1 April 2024	29,104,386	46,805,882	-	(49,040,136)	26,870,132	2,274,860,987	3,250,196,790	-	(3,884,032,708)	207,172,635	1,848,197,704
Loss for the year, representing total comprehensive loss for the year	-	-	-	(14,358,492)	(14,358,492)	-	-	-	(1,214,015,416)		(1,214,015,416)
Issuance of ordinary shares (Note 12)	1,000,000	-	-	-	1,000,000	83,376,500	-	-	-		83,376,500
Capital Contribution (Note 12)	-	-	1,000,000	-	1,000,000	-	-	85,730,200	-		85,730,200
Foreign exchange differences on translations	-	-	-	-	-	-	-	-	-	(4,033,726)	(4,033,726)
Balance at 31 March 2024	30,104,386	46,805,882	1,000,000	(63,398,628)	14,511,640	2,358,237,487	3,250,196,790	85,730,200	(5,098,048,124)	203,138,909	799,255,262

Particulars	Share Capital USD	Preference Share Capital USD	Accumulated Losses USD	Total USD	Share Capital INR	Preference Share Capital INR	Accumulated Losses INR	Foreign Currency Translatoin Reserve INR	Total INR
Balance at 1 April 2023	26,504,386	46,789,913	(17,964,966)	55,329,333	2,061,339,784	3,248,897,575	(1,311,227,144)	201,503,873	4,200,514,088
Loss for the year, representing total comprehensive loss for the year	-	-	(31,075,170)	(31,075,170)	-	-	(2,572,805,564)	-	(2,572,805,564)
Issuance of shares	2,600,000	-	-	2,600,000	213,521,203	-	-	-	213,521,203
Adjustment	-	15,969	-	15,969	-	1,299,215	-	-	1,299,215
Foreign exchange differences on translations	-	-	-	-	-	-	-	5,668,762	5,668,762
Balance at 31 March 2024	29,104,386	46,805,882	(49,040,136)	26,870,132	2,274,860,987	3,250,196,790	(3,884,032,708)	207,172,635	1,848,197,704

The accompanying accounting policies and explanatory information form an integral part of the financial statements.

For and on behalf of
J.C. Bhalla & Co.
Chartered Accountants
ICAI Firm Registration No.: 001111N

J.C. BHALLA & CO. Chartered Accountants

Akhil Bhalla
Partner
Membership No.: 505002
Date: 29/10/2025
Place: Noida

For and on behalf of Fave Group Pte Ltd

PINE LABS LTD.

Indresh Kumar Gupta
Authorised Signatory
Date: 29/10/25
Place: Gurugram

Fave Group Pre Ltd
(Incorporated in Singapore)

FAVE GROUP PTE. LTD
Translated version of Notes to the Financial Statements for the year ended 31 March 2025

These notes form an integral part of and should be read in conjunction with the accompanying financial statements.

1 General Information

Fave Group Pte. Ltd. (the "Company") is a private company limited by shares, incorporated and domiciled in Singapore.

At the date of authorisation of the financial statements, the Company's immediate and ultimate holding ompany are Pine Labs Investment Ltd and Pine Labs Limited, incorporated in Singapore and India respectively.

The registered office of the Company is located at 3 Coleman Street, #03-24, Peninsula Shopping Complex, Singapore 179804. The principal place of business of the Company is located at One Temasek Avenue, Millenia Tower #14-04, Singapore 039192.

The principal activity of the Company is an investment holding. The principal activities of its subsidiaries are presented in Note 7 to the financial statements.

The financial statements for the financial year ended 31 March 2025 were authorised for issue in accordance with a resolution of the Board of Directors of the Company on the date of Directors' Statement.

2 Basis of preparation

2.1 Statement of compliance and basis of measurement

The financial statements have been prepared in accordance with Financial Reporting Standards in Singapore ("FRS") and the provisions of the Companies Act 1967. The financial statements have been prepared under the historical cost basis, except as disclosed in the accounting policies below.

2.2 Functional and presentation currency

The financial statements are presented in United States Dollars ("USD") which is the Company's functional currency. All financial information presented has been rounded to the nearest dollar ("USD"), unless otherwise stated.

2.3 Going concern assumption

During the financial year, the Company incurred a net loss of USD 14,358,492 (2024: USD 31,075,170) (INR 1,214,015,416 (2024: INR 2,572,805,564)) and net cash flows used in operating activities amounting to USD 71,96 (2024: USD 28,509) (INR 6,084,581 (2024: INR 2,360,345)). These are indications which may cast doubt over the Company's ability to continue as a going concern.

The directors of the Company are of the view that the use of going concern assumption in the preparation and presentation of the financial statements for the financial year ended 31 March 2025 is appropriate, based on the reasons set out below

(a) As at 31 March 2025, the Company's current and total assets exceeded its current and total liabilities by USD 3,031,325 (2024: USD 5,615,526) (INR 259,425,037 (2024: INR 468,188,303)) and USD 14,511,640 (2024: USD 26,870,132) (INR 799,255,263 (2024: INR 1,848,197,705)) respectively;

(b) The Board of Directors are of the view that the Company, being an investment holding company and with its financial support from its ultimate holding company, will have sufficient working capital and will be able to meet its obligations as and when they fall due based on the cash flow forecast for the next 12 months;

(c) The Company does not have any bank borrowings as at reporting date;
(d) The immediate and ultimate holding company has undertaken to provide continuing financial support to enable the Company to meet its debts as and when they fall due for the next twelve months from the date of authorisation of the financial statements of the Company for the financial year ended 31 March 2025.

The ability of the Company to continue as going concern and to meet its obligations for the next twelve months from the reporting date is dependent on the continuing financial support from its ultimate holding company.

If the Company is unable to continue in operational existence for the foreseeable future, the Company may be unable to discharge its liabilities in the normal course of business and adjustments may have to be made to reflect the situation that assets may need to be realised other than in the normal course of business and at amounts which could differ significantly from the amounts at which they are currently recorded in the statements of financial position. In addition, the Company may have to provide for further liabilities that might arise, and to reclassify non-current assets as current assets. No such adjustments have been made to these financial statements.

2.4 Adoption of new and revised standards

The accounting policies adopted are consistent with those of the previous financial year except in the current financial year, the Company has adopted all the new and revised standards which are relevant to the Company and are effective for annual financial periods beginning on or before 1 April 2024. The adoption of these standards did not have any material effect on the financial performance or position of the Company.

2.5 Standards issued but not yet effective

The Company has not adopted standards applicable to the Company that have been issued but not yet effective. The directors expects that the adoption of the standards below will have no material impact on the financial statements in the year of initial application.

The following standards that have been issued but not yet effective are as follows:

Description	Effective for annual years beginning
Amendments to FRS 21: The Effects of Changes in Foreign Exchange Rates: Lack of Exchangeability	1 January 2025
Amendments to FRS 109 and FRS 107: Amendments to the Classification and Measurement of Financial Instruments	1 January 2026
Annual improvements to FRS — Volume 11	
• Amendments to FRS 101: First-Time Adoption of Financial Reporting Standards in Singapore	
• Amendments to FRS 107: Financial Instruments.' Disclosures and Amendments to Guidance on Implementing FRS 107 Financial Instruments: Disclosures	
• Amendments to FRS 109: Financial Instruments	
• Amendments to FRS 110: Consolidated financial statements	
• Amendments to FRS 7: Statement of Cash Flows	1 January 2026
FRS 118: Presentation and Disclosure in Financial Statements	1 January 2027
FRS 119: Subsidiaries without Public Accountability: Disclosures Exchangeability	1 January 2027

J C BHALLA & CO. Chartered Accountants

PINE LABS LTD.

The directors are in the process to assess the impact on the financial performance or financial position of the Company in the period of initial application.

FRS 118: Presentation and Disclosure in Financial Statements

FRS 118 sets out requirements on presentation and disclosures in financial statements and will replace FRS 1 "Presentation of Financial Statements". FRS 118 introduces new requirements to present specified categories and defined subtotals in the statement of profit or loss; provide disclosures on management- defined performance measures in the notes to the financial statements and improve aggregation and disaggregation of information to be disclosed in the financial statements. Minor amendments to FRS 7 "Statement of Cash Flows" and FRS 33 "Earnings per Share" are also made.FRS 118, and the consequential amendments to other FRS Accounting Standards, will be effective for annual periods beginning on or after 1 January 2027, with early application permitted.

2.6 Critical accounting judgements and key sources of estimation uncertainty

The preparation of the financial statements in conformity with FRSs requires management to make judgements, estimates and assumptions about the future, including climate-related risks and opportunities that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates.

These estimates and underlying assumptions are reviewed on an ongoing basis and are consistent with the Company's risk management and climate-related commitments where appropriate. Revisions to accounting estimates are recognised in the period in which the estimate is revised if the revision affects only that period, or in the period of the revision and future periods if the revision affects both current and future periods.

(a) Critical judgements made in applying the accounting policies
Management is of the opinion that there are no significant judgements made in applying accounting policies and estimates that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year.

(b) Key sources of estimation uncertainty

The key assumptions concerning the future and other key sources of estimation uncertainty at the end of the financial year that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities and the reported amounts of revenue and expenses within the next financial year are discussed below.

(i) Impairment of investments in subsidiaries
The Company conducts an annual impairment review of its investments in subsidiary companies. The Company carried out the impairment test based on the assessment of the fair value less costs to sell of the investees' assets or CGU. An impairment loss will be recognised if the carrying values of these CGU are assessed to be in excess of their recoverable amounts. During the current financial year, the annual impairment review resulted in the Company recognising an impairment loss in respect of its investments in subsidiaries as disclosed in Note 7 to the financial statements.

(ii) Provision for expected credit losses on trade and other receivables (including amount due from Subsidiaries and holding company)
The Company measures the loss allowance for receivables in accordance with accounting policy as disclosed in Note 3.4(b). The expected lifetime losses are recognised from initial recognition of these assets. These assets are grouped based on shared credit risk characteristics and the days past due for measuring the expected credit losses.

The allowance matrix is based on its historical observed default rates (over a period of certain months) over the expected life of the receivables and is adjusted for forward-looking estimates. If forecast economic conditions (i.e., gross domestic product) are expected to deteriorate over the next year which can lead to an increased number of defaults in the financial technology sector, the historical default rates are adjusted. At every reporting date, the historical observed default rates are updated and changes in the forward-looking estimates are analysed.

The assessment of the correlation between historical observed default rates, forecast economic conditions and ECLs is a significant estimate. The amount of ECLs is sensitive to changes in circumstances and of forecast economic conditions. The Company's historical credit loss experience and forecast of economic conditions may also not be representative of customer's actual default in the future.

The carrying amounts are disclosed in Note 9 and Note 10 to the financial statements.

3 Material accounting policies

The accounting policies set out below have been consistently applied to all periods presented in these financial statements, except as disclosed in Note 2.4 on the new standards and amendments which addresses changes in accounting policies.

3.1 Foreign currency transactions and balances

The management has determined the currency of the primary economic environment in which the Company operates i.e. functional currency, to be United State Dollars ("USD") of ("US$").

Transactions in foreign currencies are measured in the functional currency of the Company and are recorded on initial recognition in the functional currency at exchange rates approximating those ruling at the transaction dates. Monetary assets and liabilities denominated in foreign currencies are translated at the rate of exchange ruling at the end of the reporting period. Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rates as at the dates of the initial transactions. Non-monetary items measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value was measured.

Exchange differences arising on the settlement of monetary items or on translating monetary items at the end of the reporting period are recognised in the profit or loss.

3.2 Investment in subsidiaries

A subsidiary is an entity controlled by the Company. The Company controls an entity when it is exposed, or has rights, to variable returns from its involvement with an entity and has the ability to affect those returns through its power over the entity.

Investment in a subsidiary is stated in the Company's statement of financial position at cost less impairment loss.

These financial statements are the separate financial statements of the Company. The Company is exempted from preparing consolidated financial statements by virtue of FRS 110 "Consolidated Financial Statements" as the following conditions are met:

(i) It is a wholly-owned subsidiary or is a partially-owned subsidiary of another entity and all its other owners, including those not otherwise entitled to vote, have been informed about, and do not object to, the parent not presenting consolidated financial statements;

(ii) its debt or equity instruments are not traded in a public market (a domestic or foreign stock exchange or an over-the counter market, including local and regional markets);

(iii) it did not file, nor is it in the process of filing, its financial statements with a securities commission or other regulatory organization for the purpose of issuing any class of instruments in a public market; and

(iv) The immediate and ultimate holding company, Pine Labs Limited, a company incorporated in Singapore, prepares consolidated financial statements which includes the financial statements of the Company and its subsidiaries. The consolidated financial statements are publicly available at the registered address of 38 Beach Road #29-11, South Beach Tower Singapore 189767.

3.3 Impairment of non-financial assets

The Company assesses at each reporting date whether there is an indication that an asset may be impaired. If any such indication exists, or, where applicable, when annual impairment testing for an asset is required, the Company makes an estimate of the asset's recoverable amount.

An asset's recoverable amount is the higher of an asset's or cash-generating unit's fair value less costs of disposal and its value in use and is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or groups of assets. Where the carrying amount of an asset or cash-generating unit exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount. Impairment losses are recognised in profit or loss.

A previously recognised impairment loss is reversed only if there has been a change in the estimates used to determine the asset's recoverable amount since the last impairment loss was recognised. If that is the case, the carrying amount of the asset is increased to its recoverable amount. That increase cannot exceed the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognised previously. Such reversal is recognised in profit or loss.

J C BHALLA & CO. Chartered Accountants

PINE LABS LTD.

3.4 Financial assets

(a) Classification and measurement
The Company classifies its financial assets at amortised costs, fair value through other comprehensive income and fair value through profit or loss. The classification depends on the Company's business model for managing the financial assets as well as the contractual terms of the cash flows of the financial assets. The Company reclassifies debt instruments when and only when its business model for managing those assets changes.

Financial assets with embedded derivatives are considered in their entirety when determining whether their cash flows are solely payment of principal and interest.

At initial and subsequent recognition
At initial recognition, the Company measures a financial asset at its fair value plus, in the case of a financial asset not at fair value through profit or loss, transaction costs that are directly attributable to the acquisition of the financial asset. Transaction costs of financial assets carried at fair value through profit or loss are expensed in profit or loss.

A financial asset is measured at amortised cost if it is held within a business model whose objective is to hold assets to collect contractual cash flows and its contractual terms give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding. These assets are subsequently measured at amortised cost using the effective interest method. The amortised cost is reduced by impairment losses, if any. Interest income, foreign exchange gains and losses and impairment are recognised in profit or loss. Any gain or loss on derecognition is recognised in profit or loss.

The Company's debt instruments which mainly comprised of cash and cash equivalents and trade and other receivables are measured at amortised costs.

(b) Impairment of financial assets

The Company recognises loss allowances from expected credit losses ("ECLs") on financial assets measured at amortised cost. Loss allowances of the Company are measured on either of 12-month ECLs resulting from possible default events within the 12 months after the reporting date or lifetime ECLs resulting from all possible default events over the expected life of a financial instrument.

The Company applies the simplified approach and records lifetime ECLs on all trade receivables. The simplified approach requires the loss allowance to be measured at an amount equal to lifetime ECLs.

The Company applies the genera approach to provide for ECLs on all other financial instruments. Under the general approach, the loss allowance is measured at an amount equal to 12-month ECLs at initial recognition. At each reporting date, the Company assesses whether the credit risk of a financial instrument has increased significantly since initial recognition. When credit risk has increased significantly since initial recognition, loss allowance is measured at an amount equal to lifetime ECLs.

When determining whether the credit risk of a financial asset has increased significantly since initial recognition and when estimating ECLs, the Company considers reasonable and supportable information that is relevant and available without undue cost or effort. This includes both quantitative and qualitative information and analysis, based on the Company's historical experience and informed credit assessment and includes forward-looking information.

If credit risk has not increased significantly since initial recognition or if the credit quality of the financial instruments improves such that there is no longer a significant increase in credit risk since initial recognition, loss allowance is measured at an amount equal to 12-month ECLs. The maximum period considered when estimating ECLs is the maximum contractual period over which the Company is exposed to credit risk.
ECLs are probability-weighted estimates of credit losses. Credit losses are measured at the present value of all cash shortfalls, which is the difference between the cash flows due to the entity in accordance with the contract and the cash flows that the Company expects to receive.

The Company considers a financial asset to be in default when internal or external information indicates that the Company is unlikely to receive the outstanding contractual amounts in full. The Company writes off a financial asset when there is information indicating that the counterparty is in severe financial difficulty and there is no realistic prospect of recovery, e.g. when the counterparty has been placed under liquidation or has entered into bankruptcy proceedings. Financial assets written off may still be subject to enforcement activities under the Company's recovery procedures, taking into account legal service where appropriate. Any recoveries are recognised in the profit or loss.

At each reporting date, the Company assesses whether financial assets carried at amortised cost are credit-impaired. A financial asset is credit-impaired when one or more events that have a detrimental impact on the estimated future cash flows of the financial asset have occurred. Evidence that a financial asset is credit-impaired includes significant financial difficulty of a debtor, the probability that the debtor will enter bankruptcy, and default or significant delay in payments. Loss allowances for financial assets measured at amortised cost are deducted from the gross carrying amounts of these assets.
(c) Recognition and de-recognition

The Company recognises a financial asset when, and only when the Company becomes party to the contractual provisions of the instruments. All regular way purchases and sales of financial assets are recognised on trade-date, the date on which the Company commits to purchase or sell the asset. The Company derecognises a financial asset only when the contractual rights to the cash flows from the asset expire, or when it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another party.

3.5 Financial liabilities

(a) Classification and measurement
At initial and subsequent recognition
Financial liabilities are recognised when, and only when, the Company becomes a party to the contractual provisions of the financial instrument. The Company determines the classification of its financial liabilities at initial recognition.

All financial liabilities are recognised initially at fair value plus in the case of financial liabilities not at fair value through profit or loss, directly attributable transaction costs.

After initial recognition, financial liabilities that are not carried at fair value through profit or loss are subsequently measured at amortised cost using the effective interest method. Gains and losses are recognised in profit or loss when the liabilities are derecognised, and through the amortisation process.
(b) Derecognition
A financial liability is de-recognised when the obligation under the liability is discharged, cancelled or expires. On derecognition, the difference between the carrying amounts and the consideration paid is recognised in profit or loss.

3.6 Cash and cash equivalents

Cash and cash equivalents comprise cash at bank and on hand, that are readily convertible to known amount of cash and which are subject to an insignificant risk of changes in value.

3.7 Taxes

(a) Current income tax
Current income tax assets and liabilities for the current periods are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted at the end of the reporting period.

Current income taxes are recognised in profit or loss except to the extent that the tax relates to items recognised outside profit or loss, either in other comprehensive income or directly in equity. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

(b) Deferred tax
Deferred tax is provided using the liability method on temporary differences at the end of the reporting period between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes.

Deferred tax liabilities are recognised for all taxable temporary differences, except:

- Where the deferred tax liability arises from the initial recognition of goodwill or of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss; and

- In respect of taxable temporary differences associated with investments in subsidiaries, where the timing of the reversal of the temporary differences can be controlled and it is probable that the temporary differences will not reverse in the foreseeable future.

J.C. BHALLA & CO. Chartered Accountants

PINE LABS LTD.

Deferred tax assets are recognised for all deductible temporary differences carry-forward of unused tax credits and unused tax losses, to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry-forward of unused tax credits and unused tax losses can be utilised except:

- Where the deferred tax asset relating to the deductible temporary difference arises from the initial recognition of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss; and

- In respect of deductible temporary differences associated with investments in subsidiaries, deferred tax assets are recognised only to the extent that it is probable that the temporary differences will reverse in the foreseeable future and taxable profit will be available against which the temporary differences can be utilised.

The carrying amount of deferred tax assets is reviewed at the end of each reporting period 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 utilised. Unrecognised deferred tax assets are reassessed at the end of each reporting period and are recognised to the extent that it has become probable that future taxable profit will allow the deferred tax asset to be recovered.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realised or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the end of each reporting period.

Deferred tax relating to items recognised outside profit or loss is recognised outside profit or loss. Deferred tax items are recognised in correlation to the underlying transaction either in other comprehensive income or directly in equity and deferred tax arising from a business combination is adjusted against goodwill on acquisition.

3.8 Share capital and share issuance expenses

Proceeds from issuance of ordinary shares are recognised as share capital in equity. Incremental costs directly attributable to the issuance of ordinary shares are deducted against share capital.

3.9 Employee benefits

(a) Defined contribution plans

The Company makes contributions to the Central Provident Fund (the "CPF") scheme in Singapore, a defined contribution pension scheme. Contributions to defined contribution pension schemes are recognised as an expense in the period in which related service is performed.

(b) Employment leave entitlement

Employee entitlements to annual leave are recognised when they are accrued to the employees. A provision is made for the estimated liability for leave for services rendered by employees up to the end of the reporting period.

(c) Employee share option plans

Employees of the Company receive remuneration in the form of share options as consideration for services rendered. The cost of these equity-settled share-based payment transactions with employees is measured by reference to the fair value of the options at the date on which the options are granted which takes into account market conditions and non-vesting conditions.

This cost is recognised in profit or loss, with a corresponding increase in the employees' share plan reserve over the vesting period. The cumulative expense recognised at each reporting date until the vesting date reflects the extent to which the vesting period has expired and the Company's best estimate of the number of share options and share awards that will ultimately vest. The charge or credit to profit or loss for a period represents the movement in cumulative expense recognised at the beginning and end of the year.

No expense is recognised for share options or share awards that do not ultimately vest, except for share options or share awards where vesting is conditional upon a market or non-vesting condition, which are treated as vested irrespective of whether or not the market or non-vesting condition is satisfied, provided that all other performance and/or service conditions are satisfied. When the share options are exercised or share awards are vested, the employees' share plan reserve relating to the exercised options or vested shares is transferred to share capital. When the share options or share awards are forfeited, the employees' share plan reserve relating to the forfeited share options or share awards is transferred to accumulated losses.

3.10 Related parties transactions

A party is related to an entity if:

(a) A person or a close member of that person's family is related to the Company if that person:
- (i) Has control or joint control over the Company;
- (ii) Has significant influence over the Company; or
- (iii) Is a member of the key management personnel of the Company or of parent of the Company.

(b) An entity is related to the Company if any of the following conditions applies:
- (i) The entity and the Company are members of the same Company (which means that each parent, subsidiary and fellow subsidiary is related to the others).
- (ii) One entity is an associate or joint venture of the other entity (or an associate or joint venture of a member of a Company of which the other entity is a member).
- (iii) Both entities are joint ventures of the same third party.
- (iv) One entity is a joint venture of a third party and the other entity is an associate of the third entity.
- (v) The entity is a post-employment benefit plan for the benefit of employees of either the Company or an entity related to the Company. If the Company is itself such a plan, the sponsoring employers are also related to the Company.
- (vi) The entity is controlled or jointly controlled by a person identified in (a).
- (vii) A person identified in (a) (i) has significant influence over the entity or is a member of the key management personnel of the entity (or of a parent of the entity).
- (viii) The entity, or any member of a Company of which it is a part, provides key management personnel services to the Company or to the parent of the Company.

J.C. BHALLA & CO.
Chartered Accountants

PINE LABS LTD.

4 Revenue and Other Income

The Company did not earn revenue during the financial years.

	2025 USD	2024 USD	2025 INR	2024 INR
Foreign exchange gain, net	-	18,201	-	1,506,915
Interest income	6,763	20,663	571,814	1,710,751
	6,763	38,864	571,814	3,217,666

Interest income earned from bank deposits are recognised during the effective interest rate method.

5 Loss before income tax

This is arrived at after charging/(crediting) the following:

	2025 USD	2024 USD	2025 INR	2024 INR
Salaries and bonuses	29,967	97,059	2,533,720	8,035,803
Professional fees	18,482	27,296	1,562,659	2,259,917
Foreign currency loss/(gain)	48,404	(18,201)	4,092,575	(1,506,915)
Impairment of subsidiaries	14,215,637	31,034,222	1,201,936,977	2,569,415,357
Interest expenses	45,515	20,662	3,848,309	1,710,668

6 Income tax

	2025 USD	2024 USD	2025 INR	2024 INR
Income tax expense	-	-	-	-

A reconciliation between income tax expense and the product of accounting loss before tax multiplied by the applicable corporate tax rate for the financial years ended 31 March 2025 and 2024 are as follows:

	2025 USD	2024 USD	2025 INR	2024 INR
Loss before tax	(14,358,492)	(31,075,170)	(1,214,015,416)	(2,572,805,564)
Tax at the statutory tax rate of 17% (2023: 17%)	(2,440,944)	(5,282,779)	(206,382,651)	(437,376,954)
Adjustments:				
Non-deductible expenses	2,440,944	5,282,779	206,382,651	437,376,954
Income tax expense recognised in profit or loss	-	-	-	-

J C BHALLA & CO. Chartered Accountants

PINE LABS LTD.

FAVE GROUP PTE. LTD
Translated version of Notes to the Financial Statements for the year ended 31 March 2025

7 Investment in subsidiaries

	2025 USD	2024 USD	2025 INR	2024 INR
Cost				
At 1 April	64,072,236	59,015,164	4,825,009,969	4,409,285,438
Additions	4,441,346	5,172,382	376,414,941	424,148,780
Write off investment	-	(115,310)	-	(8,424,249)
At 31 March	68,513,582	64,072,236	5,201,424,910	4,825,009,969
Less: Accumulated impairment				
At 1 April	42,817,630	11,898,718	3,445,000,568	884,009,459
Additions	14,215,637	31,034,222	1,216,594,116	2,569,415,357
Write off investment	-	(115,310)	-	(8,424,249)
At 31 March	57,033,267	42,817,630	4,661,594,684	3,445,000,568
Net carrying amount	11,480,315	21,254,606	539,830,226	1,380,009,401

The Company has the following significant investment in subsidiaries at reporting period:

		Effective Interest held		Net Carrying Amount		Net Carrying Amount	
		2025	2024	2025	2024	2025	2024
Name/Country	Principal	%	%	USD	USD	INR	INR
Fave Asia Sdn Bhd Malaysia	Provision of management services for its related companies serving as a region hub	100	100	7,133,461	7,133,461	610,491,579	594,744,464
PT Disdus Indonesia Indonesia	E-commerce relating to offering services at discounts	99.99	99.99	892,186	892,186	76,354,527	74,385,026
Fave Asia Technologies Sdn Bhd Malaysia	E-commerce relating to offering services at discounts	100	100	3,454,668	3,961,220	295,655,324	330,262,360
Beeconomic Singapore Pte. Ltd. Singapore	E-commerce relating to offering services at discounts and	100	100	-	9,267,739	-	772,687,545
				11,480,315	21,254,606	982,501,430	1,772,079,395

Impairment assessment on subsidiaries
As at reporting date, the Company recorded a total impairment loss on investment in subsidiaries amounting to USD 57,033,267 (2024: USD 42,817,630) (INR 4,661,594,684 (2024: INR 3,445,000,568)) as the recoverable amounts determined based on the higher of fair value less costs of disposal or value-in-use calculations based on cash flow forecasts prepared by management are lower than its carrying amounts. The recoverable amounts of the investments in subsidiaries are determined based on Level 3 of the fair value hierarchy.

If the management's estimated discount rate applied to the value-in-use cash flow increased by 1.0%, with all other assumptions remained unchanged, the impairment loss will increase to USD 14,374,195 (2024: USD 31,987,121) (INR 1,215,343,110 (2024: INR 2,648,308,694)).

Additional investments
During the current financial year, the additions of investments on investment in subsidiaries amounting to USD 4,441,346 (2024: USD 5,172,382) (INR 376,414,941 (2024: INR 424,148,780). Out of which, USD 2,031,000 (2024: USD 1,229,020) (INR 173,815,823 (2024: INR 101,613,407)) are invested in cash and the remaining USD 1,975,081 (2024: USD 2,817,362) (INR 169,030,197 (2024: INR 327,145,373)) are set off against Amount due from a subsidiary and USD 435,265 (INR 37,250,588) are set off to Amount due to subsidiary (2024: USD 1,126,000 (INR 93,737,573) are set off to Amount due to a subsidiary).

8 Cash and Cash Equivalent

	2025 USD	2024 USD	2025 INR	2024 INR
Cash at bank	246	448,024	21,053	37,353,508
Total cash and short-term deposits	246	448,024	21,053	37,353,508

Cash at banks earns interest at floating rates based on daily bank deposit rates. Cash and cash equivalents are denominated in United States Dollar.

9 Other receivables

	2025 USD	2024 USD	2025 INR	2024 INR
Prepayment	2,518	2,591	215,494	216,022
	2,518	2,591	215,494	216,022

Loss allowance for other receivables are not material. Other receivables are denominated in Singapore Dollars.

J.C. BHALLA & CO. Chartered Accountants

PINE LABS LTD.

10 Amounts due from/(to) subsidiaries the holding company

	2025 USD	2024 USD	2025 iNR	2024 iNR
Non-trade amounte due from:				
- Subsidiaries	3,786,943	5,478,774	324,091,884	456,786,756
- Ultimate holding company	328,813	298,858	28,140,277	24,916,957
Non-trade amounte due (to):				
- Subsidiaries	26,797	601,795	2,293,325	50,173,996
- Ultimate holding company	1,042,658	-	89,232,131	-

	2025 USD	2024 USD	2025 INR	2024 INR
Amount due from (to) subsidiaries				
Malaysia Ringgit	35,256	-	3,017,258	-
Singapore Dollar	3,263	550,707	279,252	45,914,590

The amount due from/(to) subsidiaries and ultimate holding company are non-trade in nature, unsecured, interest-free and repayable on demand, except for an amount of USD 1,000,000 (INR 85,581,400) which are interest bearing at 6% (2024: USD 601,795 (2024: INR 50,173,996) which are interest bearing at 6.75%).

During the current financial year, an amount of USD 1,975,081 (2024: USD 2,817,362) (INR 169,030,197 (2024: INR 234,894,458))due from subsidiaries and an amount of USD 435,265 (INR 37,250,588) due to a subsidiary (2024: USD 1,126,000 (INR 93,879,011)) have been capitalised as investment in its various subsidiaries.

A reconciliation of liabilities arising from financing activities are as follows:

	2025 USD	2024 USD	2025 INR	2024 INR
Due to subsidiaries				
At 1 April	601,795	-	51,502,459	-
Repayment to	(1,040,060)	(544,867)	(89,009,791)	(45,427,687)
Non-cash changes			-	-
- Exchange differences	26,940	-	2,305,563	-
- Set off againts cost of investment	435,265	1,126,000	37,250,588	93,879,011
- Interest expenses	2,857	20,662	244,506	1,722,672
At 31 March	26,797	601,795	2,293,325	50,173,996
Due to ultimate holding company				
At 1 April	-	-	-	-
Repayment to	1,000,000	-	85,581,400	-
Non-cash changes			-	-
- Interest expenses	24,658	-	2,110,266	-
At 31 March	1,024,658	-	87,691,666	-

11 Other payable and accrual

	2025 USD	2024 USD	2025 INR	2024 INR
Other payable	705	705	60,337	58,780
Accrual	17,035	10,221	1,457,879	852,165
	17,740	10,926	1,518,216	910,944

Other payables are non-interest bearing. These are denominated in Singapore Dollars.

12 Share capial

	No of Shares	2025 USD	No of Shares	2024 USD	No of Shares	2025 INR	No of Shares	2024 INR
Issued and fully paid up:								
At 1 April	39,105,242	29,104,386	35,600,182	26,504,386	39,105,242	2,274,860,987	35,600,182	2,061,339,784
Issued during the year	1,347,600	1,000,000	3,505,060	2,600,000	1,347,600	83,376,500	3,505,060	213,521,203
At 31 March	40,452,842	30,104,386	39,105,242	29,104,386	40,452,842	2,358,237,487	39,105,242	2,274,860,987
						-		-

The holders of ordinary shares are entitled to receive dividends as and when declared by the Company. All ordinary shares carry one vote per share without restriction. The ordinary shares have no par value.

During the financial years, the immediate holding company has subscribed for a further 1,347,600 (2024: 3,505,060) ordinary shares at USD1,000,000 (2024: USD2,600,000) (INR 83,376,500 (2024: INR 213,521,203)) (Equivalent to SGD 1,347,600 (2024: SGD 3,505,060). Out of which, USD 1,000,000 (2024: USD 2,600,000) (INR 83,376,500 (2024: INR 213,521,203)) are paid in cash.

On 7 November 2024, Pine Labs Limited transferred all 40,452,842 ordinary shares and 386,855 preference shares to Pine Labs Investments Rc. Ltd.. Accordingly, Pine Labs Investments Pte. Ltd. became the immediate holding company.

As at 31 March 20205, the capital contribution of USD 1,000,000 (INR 85,730,200) was attributable to the advances received from the ultimate holding company, which was unsecured and non-interest bearing. Subsequent to the financial year end, the amount is capitalised as share capital. As at the date of authorisation of this financial statement, the Company subscribed a further 1,338,900 ordinary shares and its total issued and fully paid up shares increased to 41,791,742.

13 Preference share capital

	No of Shares	2025 USD	No of Shares	2024 USD	No of Shares	2025 INR	No of Shares	2024 INR
Issued and fully paid up:								
At 1 April	386,855	26,805,882	386,855	46,789,913	386,855	3,250,196,790	386,855	3,248,897,575
Adjustment*	-	-	-	15,969	-	-	-	1,299,215
At 31 March	386,855	26,805,882	386,855	46,805,882	386,855	3,250,196,790	386,855	3,250,196,790
						-		-

*The Company posted adjustment in current financial year to reconcile to business profile records.

Series A, Series A1, Series A2, Series B and Series B1 convertible preference shares carry a right to dividends with minimum preferential dividend rate of 0.001% per annum. The preferential dividend is cumulative, provided that it is due only when declared. There are no redemption clauses.

Series A, Series A1, Series A2 and Series B convertible preference shares may be converted into ordinary shares at any time at the option of the holder of the convertible preference shares at a fixed price stated in each agreement which ranged from USD 40 to USD 164.30, which shall be subject to anti-dilution downward adjustments.

Series B1 convertible preference shares may be converted into ordinary shares at any time at the option of the holder of the convertible preference shares at the price of USD 67.91, which shall be subject to anti- dilution downward adjustments.

Each Series A, Series A1, Series A2, Series B and Series B1 convertible preference shares entitles the holder to the number of votes equals to the number of ordinary shares for which it is entitled to convert to, and enables the holder to exercise voting rights on the said preference shares as if they were converted into ordinary shares.

14 Related party transactions

(a) Sale and purchase of goods and services
In addition to the related party information disclosed elsewhere in the financial statements, the following significant transactions between the Company and related parties took place on terms agreed between the parties during the financial year:

	2025 USD	2024 USD	2025 INR	2024 INR
Services provided to subsidiaries				
Expenses paid on behalf of subsidiaries	-	951,352	-	78,765,256
Share options expenses to subsidiaries	41,718	401,365	3,527,271	33,230,200
Loan provided to subsidiaries	130,000	-	10,991,545	-
Purchase from subsidiaries and holding company			-	-
Expenses paid on behalf by subsidiaries	-	10,804	-	894,495
Recharges of expenses from subsidiaries	36,525	136,241	3,088,201	11,279,797
Share options expenses from holding company	41,718	401,365	3,527,271	33,230,200
Interest expense	45,515	20,662	3,848,309	1,710,668

(b) Compensation of key management personnel (including directors)
There are no remuneration paid to key management personnel, including directors of the Company.

J C BHALLA & CO. Chartered Accountants

PINE LABS LTD.

15 Financial risk management objectives and policies

The Company is exposed to financial risks arising from its operations and the use of financial instruments. The key financial risks include credit risk, liquidity risk and foreign currency risk. The Board of Directors reviews and agrees policies and procedures for the management of these risks. It is and has been throughout the current and previous financial year, the Company's policy that no trading in derivatives for speculative purposes shall be undertaken.

The following sections provide details regarding the Company's exposure to the above-mentioned financial risks and processes for the management of these risks.
There have been no changes to the Company's exposure to these financial risks or the manner in which it manages and measures the risks.

(a) Credit risk
Credit risk refers to the risk that the counterparty will default on its contractual obligations resulting in a loss to the Company. The Company's exposure to credit risk arises primarily from cash balances with banks, receivables and other financial assets. The maximum exposure to credit risk is the total of the fair value of the financial assets at the end of the reporting year. Credit risk on cash balances with banks and any other financial instruments is limited because the counter-parties are entities with acceptable credit ratings.

The Company considers the probability of default upon initial recognition of asset and whether there has been a significant increase in credit risk on an ongoing basis throughout each reporting period.

The Company has determined the default event on a financial asset to be when internal and/or external information indicates that the financial asset is unlikely to be received, which could include default of contractual payments past due, default of interest or there is significant difficulty of the counterparty.

To assess whether there is a significant increase in credit risk, the Company compares the risk of a default occurring on the asset as at reporting date with the risk of default as at the date of initial recognition. The Company considers available reasonable and supporting forward-looking information.

The Company determined that its financial assets are credit-impaired when:

- There is significant difficulty of the debtor
- A breach of contract, such as a default or past due event
- It is becoming probable that the debtor will enter bankruptcy or other financial reorganisation
- There is a disappearance of an active market for that financial asset because of financial difficulty

The Company considers the probability of default upon initial recognition of asset and whether there has been a significant increase in credit risk on an ongoing basis throughout each reporting date.

The Company's current credit risk grading framework comprises the following categories:

Category	Definition of category	Basis of recongising expected credit loss (ECL)
i	Counterparty has a low risk of default and does not have any past-due amounts.	12-month ECL
ii	Amount is > 30 days past due or there has been an increase in credit risk since initial recognition	lifetime ECL - not credit-impaired
iii	Amount is > 60 days past due or there is evidence indicating the assets is credit-impaired (in-default)	lifetime ECL - credit-impaired
iv	There is evidence indicating that the debtor is severe written off financial difficulty and debtor has no realistics prospect	Amount is written off

At the end of the reporting period, there were no significant concentrations of credit risk. The Company's maximum exposure to credit risk is represented by the carrying amount of each class of financial assets recognised at the reporting date.

(b) Liquidity risk
Liquidity risk refers to the risk that the Company will encounter difficulties in meeting its financial obligations due to shortage of funds. The Company's exposure to liquidity risk arises primarily from mismatches of the maturities of financial assets and liabilities. It is managed by matching the payment and receipt cycles. The Company's objective is to maintain a balance between continuity of funding and flexibility through the use of stand-by credit facilities. The Company finances its working capital requirements through a combination of funds generated from operations and financial support from its ultimate holding company.

The undiscounted contractual cash flows of other receivables, other payables and cash and cash equivalents are equivalent to their carrying amounts and are mainly repayable within one year or on demand.

	One year or less USD	two to five years USD	Total USD	One year or less USD	two to five years USD	Total USD
2025						
Financial liabilities:						
Other payables	17,740	-	17,740	1,518,214	-	1,518,214
Amount due to a subsidiaries	26,797					
Amount due to a subsidiary	1,042,658	-	1,042,658	89,232,131	-	89,232,131
Total undiscounted financial liabilities	1,087,195	-	1,060,398	90,750,345	-	90,750,345
2024						
Financial liabilities:						
Other payables	10,926	-	10,926	910,943	-	910,943
Amount due to a subsidiaries	601,795	-	601,795	50,173,996	-	50,173,996
Total undiscounted financial liabilities	612,721	-	612,721	51,084,939	-	51,084,939

PINE LABS LTD.

J C BHALLA & CO.
Chartered Accountants

(c) Foreign currency risk
The Company has transactional currency exposures arising from intercompany transactions or purchases that are denominated in a currency other than the Company's functional currency, UGD. The foreign currencies are denominated mainly in Malaysian Ringgit (MYR) and Singapore Dollar (SGD).

During the period, the Company did not use any hedging instruments to protect against the volatility associated with the foreign currency risk.

Sensitivity analysis
The following table demonstrates the sensitivity of the Company's loss before tax to a reasonably possible change in the SGD against USD, with all other variables held constant.

	(Increase)/decrease Loss before tax		(Increase)/decrease Loss before tax	
	2025	**2024**	**2025**	**2024**
	USD	**USD**	**INR**	**INR**
MYR - Strengthened 5%	1,763	-	149,062	-
MYR - Weakened 5%	(1,763)	-	(149,062)	-
SGD - Strengthened 5%	163	6,050	13,782	500,897
SGD - Weakened 5%	(163)	(6,050)	(13,782)	(500,897)

(d) Capital management

The Company's objectives when managing capital are to safeguard the Company's ability to continue as going concern in order to provide returns for its shareholder and benefits for other stakeholders and to maintain an optimal capital structure to reduce the cost of capital.

The Company manages its capital structure and makes adjustments to it, in light of changes in economic conditions. To maintain or adjust the capital structure, the Company may adjust the dividend payment to shareholders, return capital to shareholders or issue new shares. The Company monitors capital based on a gearing ratio. No changes were made in the objectives, policies or processes during the financial year ended 31 March 2025 and 31 March 2024.

The gearing ratio is calculated as net debt divided by total equity. Net debt is calculated as total liabilities less cash and cash equivalents.

The Company's overall strategy remains unchanged from 2023. The Company is not subject to any externally imposed capital requirements.

The gearing ratio are as follows:

	2025	**2024**	**2025**	**2024**
	USD	**USD**	**INR**	**INR**
Net debt	1,086,949	164,697	93,022,617	13,731,431
Total equity	14,511,640	26,870,132	799,255,263	1,848,197,705
Gearing ratio	0.07	0.01	0.07	0.01

*N.M - Not meaningful as cash and cash equivalents are higher than total liabilities.

(e) Fair value
The fair value of a financial instrument is the amount at which the instrument could be exchanged or settled between knowledgeable and willing parties in an arm's length transaction, other than in a forced or liquidation sale.

Fair value of financial instruments by classes that are not carried at fair value and whose carrying amounts are reasonable approximation of fair value.

Management has determined that the carrying amounts of financial assets and financial liabilities, based on their notional amounts, reasonably approximate their fair values because these are mostly short term in nature.

(f) Financial instrument by categories
At the reporting date, the aggregate carrying amounts of financial assets at amortised cost and financial liabilities at amortised cost were as follows:

	2025	**2024**	**2025**	**2024**
	USD	**USD**	**INR**	**INR**
Financial assets measured at amortised cost				
Amount due from subsidiaries	3,786,943	5,478,774	324,091,884	456,786,756
Amount due from ultimate holding company	328,813	298,858	28,140,277	24,916,957
Cash and cash equivalents	246	448,024	21,053	37,353,508
Total financial assets measured at amortised cost	4,116,002	6,225,656	352,253,214	519,057,221
Financial liabilities measured at amortised cost				
Other payables	17,740	10,926	1,518,214	910,943
Amount due to subsidiaries	26,797	601,795	2,293,325	50,173,996
Amount due to ultimate holding company	1,042,658	-	89,232,131	-
Total financial liabilities measured at amortised cost	1,087,195	612,721	93,043,670	51,084,939

16 Comparative figures

The financial statements are the separate financial statements of the Company. As disclosed in Note 3.2(iv), the Company is exempted from preparation of consolidation for both current and prior years. Management has restated prior year's financial statements to present the comparative based on the separate financial statements of the Company.

17 Foreign currency translation in Indian Rupees
Monetary assets and liabilities of the Company have been translated to the Indian currency using exchange rates prevailing on the balance sheet date. Statement of profit and loss has been translated using average exchange rates. Share capital and Long term investments (if any) are translated into Indian currency at exchange rate prevalent on the date of transaction. Translation adjustments have been reported as foreign currency translation reserve in the other comprehensive income which is presented within equity.

The accompanying accounting policies and explanatory information form an integral part of the financial statements.

For and on behalf of
J.C. Bhalla & Co.
Chartered Accountants
ICAI Firm Registration No.: 001111N

J.C. BHALLA & CO. Chartered Accountants

Akhil Bhalla
Partner
Membership No.: 505002
Date: 29/10/2025
Place: Noida

For and on behalf of Fave Group Pte Ltd

PINE LABS LTD.

Indresh Kumar Gupta
Authorised Signatory
Date: 29/10/25
Place: Gurugram