

Annexure - IV

Conservation of Energy, Technology Absorption and Foreign Exchange Earnings and Outgo.

a. Conservation of Energy

The rising energy cost has laid great emphasis on conservation of energy further in addition to the global instability and rising inflation, the Company has taken various measures, including regular monitoring of consumption, reduction of losses and improved maintenance to increase the efficiency and reduce power costs.

The details of energy consumption is as follows

Energy Consumed			
		2024-25	2023-24
a)	Purchased		
	Units kWh	35,067	31,956
	Total amount (INR)	4,17,980	3,74,290
	Rate per unit (INR)	11.91	11.71
b)	Own generation		
	Through diesel generator		
	Units (litres)	68	-
	Units per litre of diesel oil	-	-
	Total costs (INR)	6694.08	-
	Costs per unit (INR)	98.44	-

b. Research and Development (R & D)

Research and Development of new products features for existing products are explored continuously during the course of software design and development that enhances productivity to users.

Your company is continuously strengthening its research exposure in platform development, application development, data migration and system integration aspects. Your company has set up practice units for web-related technologies to build technology platforms and mobile apps.

However, these activities are not in the nature as defined under the Indian Accounting Standard 38 on Intangible Assets.

C. Technology absorption, adaptation and Innovation

The Company is pleased to report that the company has been able to adapt to emerging technology areas like Artificial Intelligence (AI) / Machine Learning (ML), Digital Transmission, Data Science, IoT and Blockchain technologies. The company has adapted to improved performance by deploying certain tools and applications in open source technologies

Annexure - V

Corporate Governance Report

The Company's Corporate Governance Philosophy

Corporate Governance is more a way of Business life than a mere legal compulsion. Your Company believes that, though the prime focus of any business entity is on the core objective of earning profits, the same should be aligned with the expectations of stakeholders. In this direction, the Board of Directors of your Company is committed to adopt good corporate governance practice as a part of the corporate culture, a way of its corporate life and a kind of self-disciplinary code. And it is so designed to serve the ultimate goal of making the Company a value driven Organization. Effective corporate governance practices coupled with strong leadership have been the company's plus point.

Your company strictly adheres to the requirements of Listing Obligations and Disclosure Requirement, Regulations 2015 amended from time to time.

The corporate governance guidelines help fulfil the responsibility of the board towards the shareholders, the regulators to ensure that the board is empowered sufficiently to set up procedures to function and also evaluate the performance of the management.

The following is the Corporate Governance Report in accordance with the SEBI(LODR) regulations.

1. Board of Directors:

a. Size and Composition of Board:

At Orchasp Limited, the Board is characterized with Independence, objectivity professionalism, transparency in decision making and accountability.

The composition of the board is in accordance with the per statutory requirements, i.e an optimum mix of Executive, Non- Executive and Independent Directors which includes a woman director.

As on 31st March 2025, the Board comprises 6 Directors among whom one is a promoter and holds Executive directorship, One is a promoter and non-executive director up to 31st December 2024 and Four others are Independent directors, one of whom is a Woman Director as required under the Companies Act, 2013. The company has appointed an Additional Director who is related the outgoing promoter Non-Executive director, under the promoter category. The necessary disclosures regarding Committee positions have been made by all the Directors.

b. Board Meetings:

The Board of Directors of the company met Nine (9) times during the financial year 2024-25 at the company's registered & corporate office on 02-05-2024, 15-06-2024, 13-08-2024, 05-09-2024, 11-09-2024, 13-11-2024, 06-12-2024, 09-01-2025 and 07-02-2025

Composition of the Board and other Directorship/ Membership of the committees held as on 31st March 2025 along with Attendance of Board Meeting/AGM during the year are given below:

Attendance Record 2024-25					
S.NO	Name of the Director	Category	Meetings Attended	% of Attendance At BM	Attended Last AGM 30-09-2024
1	Mr. P. Chandra Sekhar	Promoter & Executive	9	100	Yes
2	Mr. K Koteswara Rao *	Promoter & Non-Executive	4	50	Yes
3	Mr. V.S. Roop Kumar	Independent	4	44	Yes
4	Mr. B. Srinivasa Reddy	Independent	9	100	Yes
5	Ms. G. Ponnari	Independent	7	78	No
6	Mr. B.V.B. Ravi Kishore	Independent	9	100	Yes
7	Mr. K.Krishna Shankar #	Additional Director	-		-
*Upto 09-01-2025 #from 07-02-2025					

c. Policy for the Formal Evaluation of the Board:

Objective:

The Object of this policy is to formulate the procedures and also to prescribe and lay down the criteria to evaluate the performance of the entire Board of the Company.

Criteria for Evaluation:

The Nomination and Remuneration Committee has laid down the criteria for evaluation of performance of Independent Directors and also the other directors on the Board.

- Age of the director
- Attendance and contribution at Board and Committee meetings.
- His/her stature, appropriate mix of expertise, skills, experience, and understanding of business, strategic direction to align company's value and standards.
- His/her knowledge of finance, accounts, legal, investment, marketing, foreign exchange/ hedging, internal controls, risk management, assessment and mitigation, business operations, processes and Corporate Governance. (This criteria is adopted based on the basic qualification and other acquired skills of the individual)
- Effective decisions making ability to respond positively and constructively to implement the same to encourage more transparency.
- Recognize the role which he/she is expected to play, internal Board Relationships to make decisions objectively and collectively in the best interest of the Company so as to achieve organizational successes.
- Quality of decision making in the various business processes, understanding financial statements and business performance.
- His/her ability to monitor the performance of management and satisfy himself with integrity of the financial controls and systems in place by ensuring right level of contact with external stakeholders.
- His/her contribution to enhance overall brand image of the Company.

Evaluation of the performance:

The Committee shall evaluate the performance of each Board of Directors of the Company with reference of the authority under the Nomination and Remuneration Policy of the Company and also based on the above mentioned criteria.

Based on the performance evaluation of each and every Director and the Chairman of the Company, the Committee shall provide the ratings based on each criterion and also based on Board member feedback.

Effectiveness of the board:

Based on the ratings given by the Nomination & Remuneration Committee to each Director, the overall effectiveness of the Board shall be measured and accordingly the Board shall decide the Appointments, Re-appointments and Removal of the non-performing Directors of the Company.

4. Board of Directors and Key Managerial Personnel.

Directors



Mr. P Chandra Sekhar

Managing Director & CFO
DIN : 01647212

Executive Director

Appointment date	30-06-2006
No. of shares held	78,19,326
Board Memberships in Indian Listed Companies	Response Informatics Ltd.
Board Memberships in Indian Unlisted Companies	CIL Infoserve Ltd. , Bilwa Infrastructure Ltd. Orchasp Consulting Pvt. Ltd., Orchasp Securities Pvt.
Committee Details	Chairman - NIL Member - Corporate Social Responsibility Committee

Areas of Expertise



Corporate
governance



Corporate
strategy



Senior
management



International
Business



Risk
management



Mergers and
acquisitions



Financial
management



Taxation



Compliances



Mr. K. Krishna Shankar

Additional Director
DIN : 10946978

Additional Director

Appointment date	07-02-2025
No. of shares held	NIL
Board Memberships in Indian Listed Companies	NIL
Board Memberships in Indian Unlisted Companies	Opiniora Consulting Pvt. Ltd.,
Committee Details	Chairman - NIL Member - Stakeholder Relations Committee

Areas of Expertise



Business Operations



Software Development & Services



Software Delivery Management



OperationsStrategy



Construction & Contracting
Management



Ms. Gottipati Ponnari

Independent Director
DIN : 09075036

Independent Director

Appointment date	05-02-2021
No. of shares held	NIL
Board Memberships in Indian Listed Companies	NIL
Board Memberships in Indian Unlisted Companies	NIL
Committee Details	Member-Audit Committee Chairman - Nomination & Remuneration Committee Member - Corporate Social Responsibility Committee

Areas of Expertise



Health Care Research



Mr. B.V.B Ravi Kishore

Independent Director
DIN 03271596

Independent Director

Appointment date	28-06-2021
No. of shares held	1,78,200
Board Memberships in Indian Listed Companies	NIL
Board Memberships in Indian Unlisted Companies	Agama IT BIZ Solutions (P) Ltd. Bilwa Infrastructure Ltd. Ekam Global Concepts Pvt. Ltd.
Committee Details	Chairman - Nomination and Remuneration Committee Member - Audit Committee Member - Stakeholder's Relationship Committee Chairman - Corporate Social Responsibility Committee

Areas of Expertise



Business Operations



Software Development & Training



Software Delivery Management



Operations Strategy



Mr. V. S. Roop Kumar

Independent Director
DIN : 05317482

Independent Director

Appointment date	07-03-2016
No. of shares held	NIL
Board Memberships in Indian Listed Companies	NIL
Board Memberships in Indian Unlisted Companies	La Hospin Hotels and Resorts (P) Ltd Olivet Information Technologies Pvt. Ltd.
Committee Details	Chairman - Audit Committee Member - Nomination and remuneration Committee

Areas of Expertise



Financial Expertise



Audit



Risk Expertise



Mr. B. Srinivasa Reddy

Independent Director
DIN :01384074

Independent Director

Appointment date	07-03-2016
No. of shares held	NIL
Board Memberships in Indian Listed Companies	NIL
Board Memberships in Indian Unlisted Companies	Sri Sesha Ramana Consulting Services (P) Ltd.
Committee Details	Chairman - Stakeholders Relationship Committee Member - Nomination & Remuneration Committee

Areas of Expertise



Financial Analyst



Financial Expertise



Risk Expertise



Chartered Wealth Manager

Key Managerial Personnel.



Mr. K.S. Shiva Kumar
Chief Operating Officer

Mr. Satya Shiva Kumar Kanakadandi. He is Fifty-Nine (59) years old. He is a science graduate. He has more than thirty four (34) years of experience in Software Development, Training and Heading MIS Departments. He has been instrumental in launching various corporate training programs for Universities, banks, and other training establishments. He has made significant contribution in setting up of the operations of the company since inception and has also been instrumental in providing a marketing base to the company and for delivering solutions in emerging technologies in yester years. At present he is the Chief Operating Officer of Orchasp Limited. He is a promoter of the company.

Areas of Expertise



Business Operations



Software Development & Training



Software Delivery Management



Operations Strategy



Ms. Sangeeta Mundhra
Company Secretary & Compliance Officer -
Since September 2019

She is Forty Three (43) years old and is a qualified Company Secretary and has obtained Post graduation in Commerce and was awarded 9th Rank from Nagpur University and a Master's in Arts (Economics) as well.

She is well versed with Compliances of a Listed Company and is a problem solver in terms of compliances laws and regulations and trade practices.

Independence of directors

The Board has received statement of disclosures from all the Independent Directors highlighting the fulfilment of all the requirements as stipulated in Section 149(6) of the Companies Act, 2013 to qualify themselves to be appointed as Independent Directors under the provisions of the Companies Act, 2013 and the relevant rules. Every such statement submitted by the independent directors has been taken note of by the board.

Appointments, Re-appointments & Resignations Directors

- During the year Mr. K. Koteswara Rao (DIN: 06401491) tendered his resignation from the office of Non-Executive & Non-Independent Director of the company with effect from 31st December 2024, due to discrepancy in his appointment on account of attaining 75 years of age.
- In the casual vacancy caused by the resignation of Mr. K. Koteswara Rao, the company has appointed Mr. K. Krishna Shankar (DIN:10946978) as an additional Director with effect from 7th February 2025.
- Change in Designation
- NIL
- Re-appointments
- The term of office of the MD & CFO Mr. P. Chandra Sekhar (DIN:01647212) is due for renewal at the conclusion of the 31st Annual General Meeting.
- The company is proposing a resolution for his re-appointment in the notice to 31st Annual General Meeting.

Disclosures about receipt of any commission by MD /WTD from company or any commission/ remuneration from the subsidiaries

The Managing Director, or Whole-time directors are not in receipt of any commission from the company or any remuneration or commission from the subsidiaries.

Information placed before the Board

- Agenda papers along with detailed notes are being circulated in advance of each meeting of the board.
- Corporate Governance Reports
- Quarterly Compliance Reports & Investor Grievance Reports.
- Directors with material pecuniary or business relationship with the company.
- Limited Review Report and Internal Audit Report.
- Quarterly Financial Results Standalone & Consolidated with Notes thereon
- Minutes of the Board Previous Board Meetings.
- Materially important Litigations, demand, show cause, penalty, prosecution notices.

- Operations Review Information i.e., contracts etc.
- Litigations pertaining to Income Tax
- Other Statutory Compliances

2. Audit Committee

c. Scope

Audit committee is responsible for overseeing the work of the auditors. The committee also needs to ensure that the auditor has an appropriately independent mindset from management and is truly objective. Ultimately, this will enable the audit committee to draw conclusions about the effectiveness of the audit.

The committee establishes procedures for accepting confidential, anonymous concerns relative to financial reporting and internal control matters. Often referred to as a "whistle-blower policy," the procedures allow individuals to bring questions and issues to light without fear of retribution. It is the audit committee's responsibility to create an environment that accommodates an open discussion in a culture of integrity, respect and transparency between management and auditors.

The audit committee is responsible for the appointment, compensation and overview of the work of the auditor

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b. Composition:

Audit Committee comprises 3 Directors with relevant experience in Finance and audit, as follows

Audit Committee	
Name of the Member	Designation
Mr. V.S. Roop Kumar	Chairman
Ms. G. Ponnari	Member
Mr. B.V.B. Ravi Kishore	Member

c. Meetings:

- d. During the financial year under review, four meetings of the committee were held and attendance to the audit committee meetings is as follows.

Audit committee					
Name of the Member	No. of meetings held and Attended				% of Attendance
	1	2	3	4	
Mr. V.S.Roop Kumar	✓	✗	✗	✗	25
Ms. G. Ponnari	✓	✓	✓	✓	100
Mr. B.V.B Ravi Kishore	✓	✓	✓	✓	100

d. Recommendations of Audit Committee

The Audit committee has reviewed the Unaudited/Audited Financial Statements submitted by the Management.

The Management is responsible for the company's internal control over financial reporting and the financial reporting process.

The independent auditors are responsible for performing an independent audit of the company's financial statements in accordance with Generally Accepted Auditing Principles and issuing a report thereon. The committee's responsibility is to monitor these processes.

Upon review of the financial reporting of the company the committee made recommendations with regard to disclosure of the following aspects

- Related Party Transactions
- Notes on the Modified Opinion issued by the Auditors.
- Disclosures and Presentation of the Financial Statements in accordance with the revised Schedule III to Companies Act.
- Conversion Notices of 1% Unsecured FCCBs
- Valuation reports issued by Chartered Accountant for minimum price of shares allotted consequent conversion of FCCBs.
- Listing Application to NSE along with Annexures, queries and submissions.

Further the committee has recommended the following to the board

- The Standalone Audited Financial statements for the year ended 31st March 2025
- The Consolidated Audited Financial statements for the year ended 31st March 2025
- Limited review Reports and Audit Reports.

3. Nomination and Remuneration Committee:

d. Composition:

The nomination and remuneration committee comprises three members as follows

Nomination and Remuneration Committee:	
Name of the Member	Designation
Mr. B.V.B. Ravi Kishore	Chairman
Mr. B. Srinivasa Reddy	Member
Mr. V.S. Roop Kumar	Member

Meetings:

During the financial year under review, four meetings of the committee were held and attendance to the nomination and remuneration committee meetings is as follows.

Nomination and Remuneration Committee

Name of the Director	Number of meetings held and attended					% of Attendance
	1	2	3	4	5	
Mr. B.V.B. Ravi Kishore	✓	✓	✓	✓	✓	100
Mr. B. Srinivasa Reddy	✓	✓	✓	✓	✓	100
Mr. V.S. Roop Kumar	✓	✗	✗	✓	✗	40

The Nomination and remuneration committee screens the profiles of individuals to be nominated on the board as executive directors, non-executive directors and independent directors.

The committee also recommends to the board the members to retire by rotation, The Committee also reviews and recommends the compensation of CEO, COO, CFO, senior executives etc.

During the year Mr. K. Koteswara Rao (DIN: 06401491) tendered his resignation from the office of Non-Executive & Non-Independent Director of the company with effect from 31st December 2024, due to discrepancy in his appointment on account of attaining 75 years of age.

In the casual vacancy caused by the resignation of Mr. K. Koteswara Rao, the company has appointed Mr. K. Krishna Shankar (DIN:10946978) as an additional Director with effect from 7th February 2025.

The term of office of the MD & CFO Mr. P. Chandra Sekhar (DIN:01647212) is due for renewal at the conclusion of the 31st Annual General Meeting.

The Nomination & Remuneration Committee is recommending his reappointment as MD & CFO of the company for a further period of 5 years commencing from the conclusion of the 31st Annual General Meeting of the company. Thus the company is proposing a resolution for his re-appointment in the notice to 31st Annual General Meeting.

The company has incurred a net loss of Rs. 1051.35 lakhs. The company is examining approvals to be sought from central government if necessary and any other compliance for payment of managerial remuneration.

The Company does not have any Employee Stock Option Scheme.

Managerial Remuneration

The nomination and remuneration committee has reviewed the provisions of Schedule V, Part II, Section II to the Companies Act 2013 on the Remuneration payable by companies having no profits or inadequate profit.

4. Stakeholders Relationship Committee:

The Stakeholder's relationship committee reviews and redresses shareholders grievances. The Committee meets at regular intervals in order to facilitate prompt and effective redressal of shareholders complaints to effect transfers, transmissions and give approval for issue of duplicate share certificates/name deletions etc. The company in coordination with the registrar and transfer agents takes all necessary steps for prompt resolution of all shareholder complaints and committee periodically reviews the report of the same.

a. Composition:

The Stakeholders Relationship committee comprises three independent directors as follows:

Stakeholders Relationship Committee	
Name of the Mamber	Designation
Mr. B. Srinivasa Reddy	Chairman
Mr. K. Koteswara Rao*	Member
Mr. B.V.B. Ravi Kishore	Member
Mr. K.Krishna Shankar#	Member
*Upto 09-01-2025 # from 07-02-2025	

b. Meetings:

During the financial year under review, four meetings of the committee were held and attendance to the shareholders grievances committee meetings is as follows.

Stakeholders Relationship Committee					
Name of the Director	Number of meetings held and attended				% of Attedance
	1	2	3	4	
Mr.B. Srinivasa Reddy	✓	✓	✓	✓	100
Mr. K. Koteswara Rao	✗	✓	✓	✗	50
Mr.B.V.B. Ravi Kishore	✓	✓	✓	✓	100

The Stakeholders relationship committee noted that the 2746 shareholders, hold 5,56,089 shares in physical form as at 31st March 2025 i.e 0.17 % of the total shares.

The committee has also noted that as at 31st March 2025, total no of shareholders are 46,724 out of which about

6,594 shareholders having shares in physical and demat form and have not registered their e-mail ids with the Depositories.

The committee has also reviewed the communication and publication of quarterly results etc periodically.

c. Summary of Grievances:

The company did not receive any valid complaints from shareholders/Investors during the period 1st April 2024 to 31st March 2025.

As on March 31, 2025, there were no pending share transfers.

5. Meeting of Independent Directors:

During the year under review, the independent directors met on 5th September 2024, to discuss matters as follows

- Business Development, Shortfalls and working capital requirements
- Compliances with the regulators, penalties, consequences thereof.
- Other Legal issues.
- FCCBs Conversions, Compliances etc.
- NSE Listing eligibility, status of application etc.
- Composition of Board and Committees of board, evaluation of members etc.

Code of Conduct:

The Board of Directors of the company has laid down a code of conduct for all its members and senior management personnel of the company. This code of conduct is uploaded on company's website. The directors and senior management have affirmed their compliance with the code of conduct for the financial year 2024-25.

6. Details of previous Annual General Meetings and Special Resolutions passed at such Annual General Meetings:

Year	2021-22	2022-23	2023-24
Meeting	28th AGM	29th AGM	30th AGM
Date	19-09-2022	25-09-2023	30-09-2023
Time	10:30 AM	10:30 AM	10:30 AM
Special Resolution	(a) Approve & Confirm the Loan Agreement cum Memorandum of Understanding along with the Assignment Deed -Creditors Dues	(a) To Allot Equity Shares on a preferential basis to Mrs. P. Rajeswari as a legal heir of Late Mr. P.C.Pantulu, Promoter & Ex-CEO of the company, upon conversion of his existing unsecured loan.	(a) To Appoint M/s JMT and Associates as Statutory Auditors for a period of one (01) year from the conclusion of the 30th Annual General Meeting, until the conclusion of the 31st Annual General Meeting
	(b) Appoint Mr.P.C.Pantulu as Chairman, Director & CEO	(b) To Approve and confirm the Loan Agreement cum Memorandum of understanding of M/s KORA Contracting and Trading Co.W.L.L	(b) To Approve and confirm the Loan Agreement cum Memorandum of understanding of Apptest Corporation, USA.
	(c) Re-appoint Mr.K.S.Shiva Kumar Director Operations & COO	(c) To Approve and confirm the Loan Agreement cum Memorandum of understanding of M/s WAHA AI Mesela for Contracting.	(c)To Re-appoint Mr. Koteswara Rao Kanamarlapudi (DIN: 06401491) as Non-Executive Director of the Company. (d) To Re-appoint Mr.B.V.B. Ravi Kishore (DIN: 03271596) as an Independent Director of the Company.
Location	Video Conference/Other Audio Visual Means	Video Conference/Other Audio Visual Means	Video Conference/Other Audio Visual Means

7. Disclosures:

A. Related Party Transactions:

Pursuant to the disclosures received from the Senior Management Personnel of the company to the Board, there were no material, financial and commercial transaction, which could have potential conflict with the interest of the company at large. A detailed disclosure is made at Note No: 31 to the financial statements.

B. Statutory Compliance, Penalties and Structures:

(a) In the year 2022-23, the Portuguese Authorities issued a notice of cancellation of registration of company with regard to the Wholly Owned Subsidiary i.e., Cybermate International, Unipessoal, LDA for non-filing of annual filings. The board has advised to reconcile the actual dues and clear all the dues to the Portuguese authorities and obtain a No Due statement in the current financial year.

(b) BSE Limited has levied penalties on the company for delayed filings as follows.

Period	Remarks	Regulation	Report	Amount (INR-Lakhs)		
				Levied	Waived	Paid
March 2024	Penalty for Non-Compliance	23(9)	Delay in Filing Related Party Transaction Report	0.25	-	0.25
March 2024	Penalty for Non-Compliance	24(A)	Delay in Filing Secretarial Compliance Report	0.30	-	0.30

C. Disclosure relating to Whistle Blower Policy and affirmation that no personnel have been denied access to the audit committee:

In terms of requirements of Clause 4 of the SEBI (LODR) Regulations 2015, the Managing Director & (CFO) have made a certification to the board of Directors in the prescribed format, which has been reviewed by the Audit Committee and taken on record by the Board.

D. Details of Compliance with mandatory requirements and adoption of the non-mandatory requirements:

The Company has complied with all the mandatory requirements of SEBI (LODR) Regulations 2015.

The Company has also adopted Indian Accounting Standards in reporting of quarterly unaudited financial results during each quarter and has also prepared the financial statements for the period ended 31st March 2025 in compliance with the Ind AS.

The Company has also taken note of the amendments to the SEBI(LODR) as amended from time to time.

Compliance with Non-Mandatory requirements.

There are no aspects of compliance with Non-Mandatory Requirements requiring disclosure during the period under review.

8. Means of Communication.

- The Quarterly, half yearly and annual results have been approved by the Board and were intimated to the Stock Exchanges and were published in national newspaper Business Standard and vernacular newspaper Nava Telangana.

- The company's website is periodically updated to include information on new developments and business opportunities of the company.
- Investors can contact on the email id secretarial@orchasp.com.
- Management Discussion and Analysis Report forms part of Annual Report.
- The company has as per initiatives taken by the ministry of corporate affairs, invited the members to register their email addresses with the company so that all communications/documents including the notice calling the annual general meeting and other general meeting of the members along with the explanatory statement thereto, balance sheets, directors report, auditors report etc can be sent to them in electronic mode.

9. General Shareholder Information:

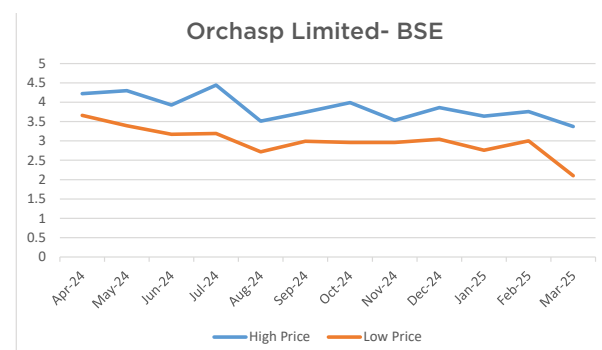
a. Annual General Meeting:	
Date	: 30th September 2025
Time	: 10.30 a.m.
Venue	: Video/Audio Conference
b. Financial Calender	: 01st April to 31st March
c. Date of Book Closure	: 24-09-2025 to 30-09-2025
d. Record Date	: 23-09-2025
e. Listing on Stock Exchanges:	
	: BSE Limited, 25th Floor, P.J.Towers, Dalal Street, Fort, Mumbai. 400 001
Stock Code	: 532271
	: National Stock Exchange of India Ltd., Exchange Plaza, C-1, Block G, Bandra Kurla Complex, Bandra East, Mumbai. 400051
Stock Symbol	: 'ORCHASP'
Listed in NSE with effect from	: 7th February 2025
f. Corporate Identity Number(CIN)	: L72200TG1994PLC017485
g. Registrar and Share Transfer Agent	: Aarthi Consultants (P) Ltd 1-2-285, Domalguda, Hyderabad-29. Ph:040 27634445/8111/27642217 Email: Info@aarthiconsultants.com url: www.aarthiconsultants.com

h. Market price Data:

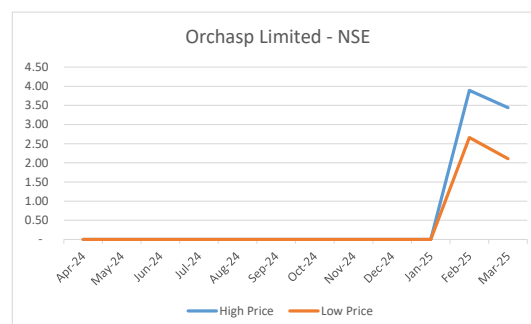
High, Low and number of equity shares traded during each month in the year 2024-25 on BSE & NSE.

i. Performance of the share price of the company on the BSE & NSE.

BSE			
Month	High Price	Low Price	No.of Shares
Apr-24	4.22	3.66	2,666,927
May-24	4.3	3.39	15,157,203
Jun-24	3.93	3.17	14,146,573
Jul-24	4.44	3.19	24,018,712
Aug-24	3.51	2.72	16,499,626
Sep-24	3.74	2.99	12,319,845
Oct-24	3.99	2.96	10,734,170
Nov-24	3.53	2.96	6,381,400
Dec-24	3.86	3.04	12,543,042
Jan-25	3.64	2.76	6,396,559
Feb-25	3.76	3	17,484,309
Mar-25	3.37	2.1	2,249,997



NSE			
Month	High Price	Low Price	No.of Shares
Apr-24	-	-	-
May-24	-	-	-
Jun-24	-	-	-
Jul-24	-	-	-
Aug-24	-	-	-
Sep-24	-	-	-
Oct-24	-	-	-
Nov-24	-	-	-
Dec-24	-	-	-
Jan-25	-	-	-
Feb-25	3.89	2.66	14,653,136
Mar-25	3.44	2.11	5,598,653



j. Share transfer system:

Shares held in Physical form i.e share certificates are received at the Registered office of the Company as well as directly at Registrar's Office. All are registered within 15 days from the date of receipt, if the documents submitted are found in order in all respects. The Stakeholders Relationship Committee authorized for approval of share transfers meets at regular intervals as required and the certificates duly endorsed for transfer are returned to shareholders within stipulated time of 30 days.

k. Shareholding as on 31st March 2025**Distribution Schedule at 31st March 2025**

Sl No.	Category	Holders	Holders Percentage	Shares	Amount (INR)	Amount Percentage
1	1 - 5000	39,506	86.31	17,869,275	35,738,550	5.59
2	5001 - 10000	2,815	6.15	10,982,410	21,964,820	3.44
3	10001 - 20000	1,609	3.52	12,647,390	25,294,780	3.96
4	20001 - 30000	534	1.17	6,770,986	13,541,972	2.12
5	30001 - 40000	290	0.63	5,297,445	10,594,890	1.66
6	40001 - 50000	187	0.41	4,376,231	8,752,462	1.37
7	50001 - 100000	380	0.83	14,041,689	28,083,378	4.39
8	100001 & Above	449	0.98	247,564,940	495,129,880	77.47
	Total:	45,770	100	319,550,366	639,100,732	100

Total Nominal Value Rs.63,91,00,732, Nominal Value of each Share : Rs.2/-

Total No. of Shares/Units 31,95,50,366, Paid up Value of each Share : Rs.2/-

Distinctive No(s) from 01 to 31,95,50,366

ii. Dematerialization of shares and liquidity**Reconciliation of Share Capital as at 31-03-2025**

Particulars	No. of Shares	% of total Capital Issued
Held in dematerialized form in NSDL	21,40,23,609	66.98
Held in dematerialized form in CDSL	10,49,70,668	32.85
Physical Form	5,56,089	0.17
Total	31,95,50,366	100.00

iii. Shareholding Pattern

Shareholding Pattern as at 31-03-2025		
Category	No of Shares	Percentage
Promoters	3,71,39,368	11.62
Financial Institutions & Banks	200	0.00
FII/FCB	-	-
Bodies Corporate	1,80,18,100	5.64
NRIs	25,23,889	0.79
Overseas Corporate Bodies	12,32,17,124	38.56
Trusts	2,000	0.00
Clearing Members	6,472	0.00
Resident Individuals	13,86,43,213	43.39
Total	31,95,50,366	100.00

I. Address for Communication**I. Address for Communication**

Shareholders can correspond at the Registered Office of the Company at Secunderabad, addressed to the Company Secretary/Compliance Officer or to the Registrars & Share Transfer Agents, whose address has been mentioned elsewhere in this Report.

Other Shareholders related information:

Regulation 39 read with Schedule VI of the SEBI (LODR) Regulations 2015 with respect to Unclaimed Shares

Orchasp Limited has all its shares claimed by the respective shareholders. Hence, this clause of the listing agreement does not bind the company.

Code of Conduct

To uphold corporate philosophy, the Board of Directors of the company has laid down a code of conduct for all the board members and the senior management of the company as per the clause provided in the listing agreement.

I hereby confirm that the directors on board of the company, the senior management officials have provided an affirmation that they have complied with the code of conduct during the financial year 2024-25.

For and on behalf of the Board of Directors of
Orchasp limited

P. Chandra Sekhar

P. Chandra Sekhar
Charman, MD & CFO
DIN: 01647212

Place : Hyderabad
Date : 30-08-2025