

**Sagility Operations Inc (formerly known as HGS Healthcare Operations Inc)****Special purpose statement of financial position as at 31 March 2024***(All amounts are in Indian Rupees millions, unless otherwise stated)*

<b>Particulars</b>	<b>Note</b>	<b>As at 31 March 2024</b>	<b>As at 31 March 2023</b>
<b>Assets</b>			
<b>Non-current assets</b>			
Investment in subsidiaries	4	38,143.08	37,564.96
Prepayments	5	-	15.60
<b>Total Non-current assets</b>		<b>38,143.08</b>	<b>37,580.57</b>
<b>Current assets</b>			
<b>Financial assets</b>			
Other receivables	6	-	1.07
Other financial assets	7	3,127.66	3,237.46
Prepayments	5	170.92	99.36
Cash and cash equivalents	8	1.67	101.00
Other assets	9	1.66	-
<b>Total Current assets</b>		<b>3,301.91</b>	<b>3,438.88</b>
<b>Total Assets</b>		<b>41,444.99</b>	<b>41,019.45</b>
<b>EQUITY AND LIABILITIES</b>			
<b>Equity</b>			
Share capital	10	0.74	0.74
Other equity			
Share premium	11	33,825.68	33,825.68
Foreign currency translation reserve	11	3,930.51	3,411.96
Other component of equity	11	(1,121.65)	(669.27)
Retained earnings	11	(2,446.75)	(2,167.95)
<b>Total Equity</b>		<b>34,188.53</b>	<b>34,401.16</b>
<b>Liabilities</b>			
<b>Current liabilities</b>			
<b>Financial liabilities</b>			
- Trade payables	12	-	-
Total outstanding dues to micro enterprises and small enterprises ;		-	-
Total outstanding dues to creditors other than micro enterprises and small enterprises		2.52	51.49
- Other financial liabilities	13	7,253.95	6,566.80
		<b>7,256.46</b>	<b>6,618.29</b>
<b>Total Liabilities</b>		<b>7,256.46</b>	<b>6,618.29</b>
<b>Total Equity and Liabilities</b>		<b>41,444.99</b>	<b>41,019.45</b>

Summary of material accounting policies

The accompanying notes are an integral part of these special purpose financial statements.

As per our report of even date

**for Agrawal Jain & Gupta**  
*Chartered Accountants*

Firm registration number: 013538C

**Sarwan Kumar Prajapati**  
*Partner*  
Membership No: 199969Place: Mumbai  
Date: 26 June 2024*for and on behalf of the Board of Directors of*  
**Sagility Operations Inc (formerly known as HGS Healthcare Operations Inc)****Ginger Dusek**  
*Director*  
DIN: 10642344Place: Bengaluru  
Date: 26 June 2024**Sarvabhoutan Doraiswamy Srinivasan**  
*Group Chief Financial Officer*

**Sagility Operations Inc (formerly known as HGS Healthcare Operations Inc)**  
**Special Purpose Statement of Profit and Loss for the year ended 31 March 2024**  
*(All amounts are in Indian Rupees millions, unless otherwise stated)*

Particulars	Note	For the year ended 31 March 2024	For the year ended 31 March 2023
<b>Income</b>			
Other income	14	8.30	0.81
<b>Total Income</b>		<b>8.30</b>	<b>0.81</b>
<b>Expenses</b>			
Other expenses	15	360.94	135.93
<b>Total expenses</b>		<b>360.94</b>	<b>135.93</b>
<b>Earnings before interest expense, taxes, depreciation and amortisation</b>		<b>(352.64)</b>	<b>(135.12)</b>
<b>(Loss) before tax</b>		<b>(352.64)</b>	<b>(135.12)</b>
<b>Tax expense:</b>			
Current tax	16	(73.85)	(30.93)
<b>Total tax expense</b>		<b>(73.85)</b>	<b>(30.93)</b>
<b>(Loss) for the year</b>		<b>(278.79)</b>	<b>(104.19)</b>
<b>Other comprehensive income</b>			
<b>Items that will be reclassified subsequently to the statement of profit or loss</b>			
Foreign currency translation reserve		518.55	2,700.37
<b>Other comprehensive income for the year, net of tax</b>		<b>518.55</b>	<b>2,700.37</b>
<b>Total comprehensive income for the year</b>		<b>239.76</b>	<b>2,596.18</b>
<b>Earnings per equity share (par value USD. 0.01 per share) for the year</b>			
- Basic	17	(278.79)	(104.19)
- Diluted		(278.79)	(104.19)

Summary of material accounting policies

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As per our report of even date

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*Chartered Accountants*

Firm registration number: 013538C

**Sarwan Kumar Prajapati**  
*Partner*  
 Membership No: 199969

Place: Mumbai  
 Date: 26 June 2024

*for and on behalf of the Board of Directors of*  
**Sagility Operations Inc (formerly known as HGS Healthcare Operations Inc)**

**Ginger Dusek**  
*Director*  
 DIN: 10642344

Place: Bengaluru  
 Date: 26 June 2024

**Sarvabhouman Doraiswamy Srinivasan**  
*Group Chief Financial Officer*

**Sagility Operations Inc (formerly known as HGS Healthcare Operations Inc)**  
**Special Purpose Statement of Changes in Equity for the year ended 31 March 2024**  
*(All amounts are in Indian Rupees millions, unless otherwise stated)*

Particulars	Share capital	Share premium	Other component of equity*	Foreign currency translation reserve	Retained earnings	Total equity
	US\$	US\$	US\$	US\$	US\$	US\$
<b>Balance as at 01 April 2023</b>	0.74	33,825.68	(669.27)	3,411.96	(2,167.95)	34,401.16
Loss for the year	-	-	-	-	(278.79)	(278.79)
Other comprehensive loss (net of tax) for the period	-	-	-	518.55	-	518.55
<b>Total comprehensive loss for the period</b>	-	-	-	<b>518.55</b>	<b>(278.79)</b>	<b>239.76</b>
<b>Transactions with owners of the Company</b>						
Movement during the year	-	-	(452.38)	-	-	(452.38)
<b>Balance as at 31 March 2024</b>	<b>0.74</b>	<b>33,825.68</b>	<b>(1,121.65)</b>	<b>3,930.51</b>	<b>(2,446.75)</b>	<b>34,188.53</b>
<b>Balance as at 01 April 2022</b>	0.74	30,834.23	(179.70)	711.59	(2,063.76)	29,303.09
Loss for the year	-	-	-	-	(104.19)	(104.19)
Other comprehensive loss (net of tax) for the year	-	-	-	2,700.37	-	2,700.37
<b>Total comprehensive loss for the period</b>	-	-	-	<b>2,700.37</b>	<b>(104.19)</b>	<b>2,596.18</b>
<b>Transactions with owners of the Company</b>						
Movement during the year	-	2,991.45	(489.56)	-	-	2,501.88
<b>Balance as at 31 March 2023</b>	<b>0.74</b>	<b>33,825.68</b>	<b>(669.27)</b>	<b>3,411.96</b>	<b>(2,167.95)</b>	<b>34,401.16</b>

\* The intermediate holding company of the company i.e. Sagility US (Holdings) Inc is filings its consolidated tax return of the USA Group entities, therefore the Company has recognised tax liability/ advance income tax and deferred tax asset/ liabilities in other component of equity as part of the shareholder's transactions.

Summary of material accounting policies

The accompanying notes are an integral part of these special purpose financial statements.

**for Agrawal Jain & Gupta**

*Chartered Accountants*

Firm registration number: 013538C

*for and on behalf of the Board of Directors of*

**Sagility Operations Inc (formerly known as HGS Healthcare Operations Inc)**

**Sarwan Kumar Prajapati**

*Partner*

Membership No: 199969

**Ginger Dusek**

*Director*

DIN: 10642344

**Sarvabhoman Doraiswamy Srinivasan**

*Group Chief Financial Officer*

Place: Mumbai

Date: 26 June 2024

Place: Bengaluru

Date: 26 June 2024

**Sagility Operations Inc (formerly known as HGS Healthcare Operations Inc)**  
**Special Purpose Statement of Cash Flows for the year ended 31 March 2024**  
*(All amounts are in Indian Rupees millions, unless otherwise stated)*

<b>Particulars</b>	<b>For the year ended 31 March 2024</b>	<b>For the year ended 31 March 2023</b>
<b>Operating activities</b>		
<b>Loss before tax for the year</b>	<b>(352.64)</b>	<b>(135.12)</b>
Adjustments to reconcile loss before tax to net cash provided by operating activities:	-	-
<b>Operating profit before working capital changes</b>	<b>(352.64)</b>	<b>(135.12)</b>
<b>Working capital changes</b>		
Trade receivables	163.05	5.26
Other current assets	(54.87)	(102.05)
Trade and other payables	536.30	3,791.77
<b>Total working capital changes</b>	<b>644.48</b>	<b>3,559.86</b>
Income taxes paid	(387.02)	(458.78)
<b>Net cash flows generated from/ (used in) operating activities (A)</b>	<b>(95.18)</b>	<b>3,101.08</b>
<b>Investing activities</b>		
Receipt/(payment) of loan to related party	(4.15)	(3,000.08)
<b>Net cash flows used in investing activities (B)</b>	<b>(4.15)</b>	<b>(3,000.08)</b>
<b>Financing activities</b>		
<b>Net cash flows generated from/ (used in) financing activities (C)</b>	<b>-</b>	<b>-</b>
<b>Net increase in cash and cash equivalents (A+B+C)</b>	<b>(99.33)</b>	<b>101.00</b>
Cash and cash equivalents at the beginning of the year	101.00	-
<b>Cash and cash equivalents at the end of the year</b>	<b>1.67</b>	<b>101.00</b>
<b>Components of cash and cash equivalents</b>		
Balances with banks - in current accounts	1.67	101.00
	<b>1.67</b>	<b>101.00</b>

**Note:**

The above Special Purpose statement of cash flow has been prepared under the indirect method as set out in Ind AS 7 - "Statement of Cash Flows" notified under section 133 of the Companies Act, 2013 ('the Act') read with Rule 4 of the Companies (Indian Accounting Standards) Rules 2015 (as amended) and the relevant provisions of the Act.

Summary of material accounting policies

The accompanying notes are an integral part of these special purpose financial statements.

As per our report of even date

**for Agrawal Jain & Gupta**  
*Chartered Accountants*

Firm registration number: 013538C

*for and on behalf of the Board of Directors of*  
**Sagility Operations Inc (formerly known as HGS Healthcare Operations Inc)**

**Sarwan Kumar Prajapati**  
*Partner*  
Membership No: 199969

**Ginger Dusek**  
*Director*  
DIN: 10642344

**Sarvabhoulman Doraiswamy Srinivasan**  
*Group Chief Financial Officer*

Place: Mumbai  
Date: 26 June 2024

Place: Bengaluru  
Date: 26 June 2024

## **Sagility Operations Inc (formerly known as HGS Healthcare Operations Inc)**

### **Notes to the special purpose financial statements**

#### **1 Background**

Sagility Operations Inc was incorporated as a Corporation under the Delaware General Corporate Law and bears the US Federal Tax id – 87-3740924. Its registered office is c/o its registered agent Cogency Global Inc., 850, New Burton Road, Suite 201, Dover, DE – 19904 and its corporate office is situated at 11000 Westmoor Circle, Suite 125, Westminster, CO 80021

#### **2 Basis of preparation**

##### **2.1 Compliance with Ind AS**

These Special Purpose financial statements have been prepared in accordance with Indian Accounting Standards (Ind AS) (hereafter referred to as "Special Purpose financial statements") as per the Companies (Indian Accounting Standards) Rules, 2015 (as amended) notified under Section 133 of Companies Act, 2013, (the 'Act') and presentation requirements of Schedule III to the Companies Act, 2013, (Ind AS compliant Schedule III) and other relevant provisions of the Act.

These Special Purpose financial statements have been prepared for the Company as a going concern on the basis of relevant Ind AS that are effective at the Company's annual reporting date 31 March 2024. These Special Purpose financial statements were authorised for issuance by the Company's Board of Directors on 26 June 2024.

The management has identified the company as material subsidiary as per Schedule VI Para 11(I)(A)(ii) of the SEBI ICDR Regulations, 2018, as per the regulation, the management has prepared the special purpose financial statements for the purpose of upload the Ind AS compliant Financial Statements on the website of the company.

As per Schedule VI Para 11(I)(A)(ii) of the SEBI ICDR Regulations, 2018, an entity contributing 10% or more to the turnover or net-worth or profits before tax on the basis of annual consolidated financial statements in any of the three preceding financial years.

##### **Basis of measurement**

These special purpose financial statements have been prepared on a historical cost convention on an accrual basis of accounting.

Historical cost is generally based on the fair value of the consideration given in exchange for goods and services. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date.

All assets and liabilities have been classified as current and non-current as per the Company's normal operating cycle of 12 months. Current assets do not include elements which are not expected to be realised within 12 months and current liabilities include items where the Company does not have an unconditional right to defer settlement of the liability for at least 12 months after the reporting period.

These Special Purpose Financial Statements are presented in Indian Rupees, which is the Company's functional and presentation currency. The functional currency of foreign subsidiaries is the currency of the primary economic environment in which the entity operates. All the amounts have been rounded off to the nearest millions, unless otherwise indicated.

#### **3 Material accounting policy**

##### **3.1 Financial instruments**

###### **(i) Recognition and initial measurement**

Non-derivative financial assets and financial liabilities

Non-derivative financial instruments consist of the following:

- (i) financial assets, which include cash and cash equivalents, trade receivables, security deposits and eligible current and non-current assets;
- (ii) financial liabilities, which include loans and borrowings, finance lease liabilities, trade payables, deferred consideration on business combinations and eligible current and non-current liabilities.

Non-derivative financial instruments are recognised when the Company becomes a party to the contract that gives rise to financial assets and liabilities. Financial assets (excluding trade receivables) and liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit and loss) are added to or deducted from the fair value measured on initial recognition of financial asset or financial liability.. Trade receivables that do not contain a significant financing component are measured at transaction price. Trade receivables that contain a significant financing component are measured at their present value with interest thereon being accreted over the period to the receivables becoming due for collection.

###### **Financial assets – Business model assessment**

The Company makes an assessment of the objective of the business model in which a financial asset is held at a portfolio level because this best reflects the way the business is managed and information is provided to management. The information considered includes:

## **Sagility Operations Inc (formerly known as HGS Healthcare Operations Inc)**

### **Notes to the special purpose financial statements**

- the stated policies and objectives for the portfolio and the operation of those policies in practice. These include whether management's strategy focuses on earning contractual interest income, maintaining a particular interest rate profile, matching the duration of the financial assets to the duration of any related liabilities or expected cash outflows or realising cash flows through the sale of the assets;
- how the performance of the portfolio is evaluated and reported to the Company's management;
- the risks that affect the performance of the business model (and the financial assets held within that business model) and how those risks are managed;
- how managers of the business are compensated – e.g. whether compensation is based on the fair value of the assets managed or the contractual cash flows collected; and
- the frequency, volume and timing of sales of financial assets in prior periods, the reasons for such sales and expectations about future sales activity.

Financial assets that are held for trading or are managed and whose performance is evaluated on a fair value basis are measured at FVTPL.

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

#### **(ii) Classification and subsequent measurement**

Non-derivative financial assets

The Company classifies its financial assets in the following measurement categories:

- those to be measured subsequently at fair value (either through other comprehensive income, or through profit and loss), and
- those to be measured at amortised cost.

The classification depends on the Company's business model for managing the financial assets and the contractual terms of the cash flows.

For assets measured at fair value, gains and losses will either be recorded in the special purpose statement of profit and loss or other comprehensive income.

Financial assets are not reclassified subsequent to their initial recognition unless the Company changes its business model for managing financial assets, in which case all affected financial assets are reclassified on the first day of the first reporting period following the change in the business model.

Measurement:

At initial recognition, the Company measures a financial asset (unless it is a trade receivable without a significant financing component) or financial liability at fair value plus, for an item not at fair value through profit and loss ("FVTPL"), transaction costs that are directly attributable to its acquisition or issue. A trade receivable without a significant financing component is initially measured at the transaction price. Transaction costs of financial assets carried at fair value through profit and loss are expensed in special purpose statements of profit and loss.

Debt instruments

Subsequent measurement of debt instruments depends on the Company's business model for managing the asset and the cash flow characteristics of the asset. There are three measurement categories into which the Company classifies its debt instruments:

- **Amortised cost:** Assets that are held for collection of contractual cash flows where those cash flows represent solely payments of principal and interest are measured at amortised cost. Interest income from these financial assets is included in Other Income using the effective interest rate method. Any gain or loss arising on derecognition is recognised directly in special purpose statement of profit and loss and presented in other gains/(losses). Impairment losses are presented as separate line item in the special purpose statement of profit and loss.

- **Fair value through other comprehensive income (FVOCI):** Assets that are held for collection of contractual cash flows and for selling the financial assets, where the assets' cash flows represent solely payments of principal and interest, are measured at FVOCI. Movements in the carrying amount are taken through OCI, except for the recognition of impairment gains or losses, interest income and foreign exchange gains and losses which are recognised in special purpose statement of profit and loss. When the financial asset is derecognised, the cumulative gain or loss previously recognised in OCI is reclassified from equity to special purpose statement of profit and loss and recognised in other gains/(losses). Interest income from these financial assets is included in other income using the effective interest rate method. Foreign exchange gains and losses are presented in other gains/(losses) and impairment expenses are presented as separate line item in special purpose statement of profit and loss.

- **Fair value through profit and loss:** Assets that do not meet the criteria for amortised cost or FVOCI are measured at fair value through profit and loss. A gain or loss on a debt instrument that is subsequently measured at fair value through profit and loss is recognised in special purpose statement of profit and loss and presented net within other gains/(losses) in the period in which it arises. Interest income from these financial assets is included in other income.

## **Sagility Operations Inc (formerly known as HGS Healthcare Operations Inc)**

### **Notes to the special purpose financial statements**

Changes in the fair value of financial assets at fair value through profit and loss are recognised in other gains/ (losses) in the special purpose statement of profit and loss.

A financial asset is measured at amortised cost if it meets both of the following conditions and is not designated as at FVTPL:

- 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

Non-derivative financial liabilities: Classification, subsequent measurement and gains and losses

Financial liabilities are classified as measured at amortised cost.

These financial liabilities are initially measured at fair value less directly attributable transaction costs. They are subsequently measured at amortised cost using the effective interest method. Interest expense and foreign exchange gains and losses are recognised in special purpose statement of profit and loss. These financial liabilities comprises of trade and other payables, borrowings and lease liabilities. For trade and other payables maturing within one year from the reporting date, the carrying amounts approximate fair value due to the short maturity of these instruments.

#### **(iii) Derecognition**

##### **Financial assets**

The Company derecognises a financial asset when the contractual rights to the cash flows from the financial asset expire, or it transfers the rights to receive the contractual cash flows in a transaction in which either substantially all of the risks and rewards of ownership of the financial asset are transferred or in which the Company neither transfers nor retains substantially all of the risks and rewards of ownership and it does not retain control of the financial asset.

##### **Financial liabilities**

The Company derecognises a financial liability when its contractual obligations are discharged or cancelled, or expire. The Company also derecognises a financial liability when its terms are modified and the cash flows of the modified liability are substantially different, in which case a new financial liability based on the modified terms is recognised at fair value.

On derecognition of a financial liability, the difference between the carrying amount extinguished and the consideration paid (including any non-cash assets transferred or liabilities assumed) is recognised in special purpose statement of profit and loss.

#### **(iv) Offsetting**

Financial assets and financial liabilities are offset and the net amount is presented in the statement of special purpose statement of assets and liabilities when, and only when, the Company currently has a legally enforceable right to set off the amounts and it intends either to settle them on a net basis or to realise the asset and settle the liability simultaneously.

#### **(v) Investment in subsidiary**

Investment in subsidiary is measured at fair value at initial recognition and subsequently measured at cost.

## **Sagility Operations Inc (formerly known as HGS Healthcare Operations Inc)**

### **Notes to the special purpose financial statements**

#### **(vi) Cash and cash equivalents**

Cash and cash equivalents comprise cash balances and short-term deposits with original maturities of three months or less from the date of acquisition that are subject to an insignificant risk of changes in their fair value, and are used by the Company in the management of its short-term commitments. For the purpose of the statement of cash flows, bank overdrafts and cash credits that are repayable on demand and that form an integral part of the Company's cash management are included in cash and cash equivalents.

#### **(vii) Share capital**

##### **Equity shares**

Equity shares are classified as equity. Incremental costs directly attributable to the issue of equity shares are recognised as a deduction from equity, net of any tax effects. Consideration received in cash or kind against issue of shares, in excess of the face value of shares is recorded as securities premium, a component of other equity.

### **3.2 Impairment**

#### **(i) Non-derivative financial assets and contract assets**

The Company recognises expected credit loss allowances ('ECLs') on:

- financial assets measured at amortised costs; and
- contract assets (as defined in IFRS 15).

Loss allowances of the Company are measured on either of the following bases:

- 12-month ECLs: these are ECLs that result from default events that are possible within the 12 months after the reporting date (or for a shorter period if the expected life of the instrument is less than 12 months); or
- Lifetime ECLs: these are ECLs that result from all possible default events over the expected life of a financial instrument or contract asset.

##### **Simplified approach**

The Company applies the simplified approach to provide for ECLs for all trade receivables and contract assets. The simplified approach requires the loss allowance to be measured at an amount equal to lifetime ECLs.

##### **General approach**

The Company applies the general 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 ECL 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.

### **3.2 Impairment (continued)**

##### **Measurement of ECLs**

ECLs are probability-weighted estimates of credit losses. Credit losses are measured at the present value of all cash shortfalls (i.e. 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). ECLs are discounted at the effective interest rate of the financial asset.

##### **Credit-impaired financial assets**

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 the following observable data:

## **Sagility Operations Inc (formerly known as HGS Healthcare Operations Inc)**

### **Notes to the special purpose financial statements**

- significant financial difficulty of the borrower or issuer;
- a breach of contract such as a default;
- the restructuring of a loan or advance by the Company on terms that the Company would not consider otherwise;
- it is probable that the borrower will enter bankruptcy or other financial reorganisation; or
- the disappearance of an active market for a security because of financial difficulties.

#### *Presentation of allowance for ECLs*

Loss allowances for financial assets measured at amortised cost and contract assets are deducted from the gross carrying amount of these assets.

#### **Write-off**

The gross carrying amount of a financial asset is written off (either partially or in full) to the extent that there is no realistic prospect of recovery. This is generally the case when the Company determines that the debtor does not have assets or sources of income that could generate sufficient cash flows to repay the amounts subject to the write-off. However, financial assets that are written off could still be subject to enforcement activities in order to comply with the Company's procedures for recovery of amounts due.

**Sagility Operations Inc (formerly known as HGS Healthcare Operations Inc)****Notes to the special purpose financial statements***(All amounts are in Indian Rupees millions, unless otherwise stated)***4 Investment in subsidiaries**

<b>Particulars</b>	<b>As at 31 March 2024</b>	<b>As at 31 March 2023</b>
<b>Investment in subsidiaries (measured at cost) (Refer note 19)</b>		
Investment in Sagility LLC (formerly known as HGS Healthcare LLC)	31,155.30	30,683.09
Investment in Sagility Provider Solutions LLC (formerly known as HGS EBOS LLC)	3,402.59	3,351.02
Investment in Sagility Technologies LLC (formerly known as HGS Colibrium LLC)	222.62	219.24
Investment in Sagility Care Management LLC (Formerly known as HGS Axispointhealth LLC) *	3,362.57	3,311.61
	<b>38,143.08</b>	<b>37,564.96</b>

\* During the year 22-23, Sagility US Inc has transferred its Investment in Sagility Care Management LLC (Formerly known as HGS Axispointhealth LLC) to Sagility Operations Inc, accordingly investment in Sagility Operations Inc have been increased by USD 40,331.70 as on 31 March 2023.

**5 Prepayments**

<b>Particulars</b>	<b>As at 31 March 2024</b>	<b>As at 31 March 2023</b>
<b>Non-current</b>		
Prepaid expense	-	15.60
	-	15.60
<b>Current</b>		
Prepaid expense	170.92	99.36
	170.92	99.36
	<b>170.92</b>	<b>114.96</b>

**6 Other receivables**

<b>Particulars</b>	<b>As at 31 March 2024</b>	<b>As at 31 March 2023</b>
Other receivable	-	1.07
	-	<b>1.07</b>

**7 Other financial assets**

<b>Particulars</b>	<b>As at 31 March 2024</b>	<b>As at 31 March 2023</b>
Loan to Sagility US Inc. (refer note 19)	3,076.59	3,025.86
Advance given to related parties (refer note 19)	51.07	211.60
	<b>3,127.66</b>	<b>3,237.46</b>

**8 Cash and cash equivalents**

<b>Particulars</b>	<b>As at 31 March 2024</b>	<b>As at 31 March 2023</b>
Balances with banks		
- in current accounts	1.67	101.00
	<b>1.67</b>	<b>101.00</b>

**9 Other assets**

<b>Particulars</b>	<b>As at 31 March 2024</b>	<b>As at 31 March 2023</b>
<b>Current</b>		
Receivable from statutory authorities	1.66	-
	<b>1.66</b>	-

**Sagility Operations Inc (formerly known as HGS Healthcare Operations Inc)****Notes to the special purpose financial statements***(All amounts are in Indian Rupees millions, unless otherwise stated)***10 Share capital**

<b>Particulars</b>	<b>As at 31 March 2024</b>	<b>As at 31 March 2023</b>
<b>Issued, subscribed and paid-up</b>		
1,000,000 ordinary shares (31 March 2023: 1,000,000) at USD 0.01 face value per share *	0.74	0.74
<b>Closing balance</b>	<b>0.74</b>	<b>0.74</b>

\* Refer note 19

**a) Reconciliation of the number of equity shares outstanding at the beginning and at the end of the reporting period:****Equity shares**

<b>Particulars</b>	<b>No. of shares</b>
<b>As at 1 April 2023</b>	
Opening balance at the beginning of the year	1,000,000
Movement during the year	-
<b>Outstanding as at 31 March 2024</b>	<b>1,000,000</b>
<b>As at 1 April 2022</b>	
Opening balance at the beginning of the year	1,000,000
Movement during the year	-
<b>Outstanding as at 31 March 2023</b>	<b>1,000,000</b>

**b) Details of shareholding of Promoters:**

<b>Name of the promoter</b>	<b>As at 31 March 2024</b>		<b>As at 31 March 2023</b>	
	<b>No. of shares</b>	<b>% holding</b>	<b>No. of shares</b>	<b>% holding</b>
Sagility (US) Inc. (formerly known as Betaine (US) BidCo Inc.)	1,000,000	100.00%	1,000,000	100.00%

**Terms/ rights attached to ordinary shares:**

All ordinary shares rank equally with regard to the Company's residual assets. Holders of these shares are entitled to one vote for share at the Company's general meeting and to dividends as declared for time to time.

**11 Other reserves**

Particulars	As at 31 March 2024	As at 31 March 2023
<b>(i) Other component of equity</b>		
Balance at the beginning of the year	(669.27)	(179.70)
Add: Movement during the year	(452.38)	(489.56)
Closing balance	<u>(1,121.65)</u>	<u>(669.27)</u>
<b>(ii) Foreign currency translation reserve</b>		
Balance at the beginning of the year	3,411.96	711.59
Add: Movement during the year	518.55	2,700.37
Closing balance	<u>3,930.51</u>	<u>3,411.96</u>
<b>(iii) Share premium *</b>		
Balance at the beginning of the year	33,825.68	30,834.23
Add: Movement during the year	-	2,991.45
Closing balance	<u>33,825.68</u>	<u>33,825.68</u>
<b>(iv) Retained Earnings</b>		
Deficit in the statement of profit and loss	(2,167.95)	(2,063.76)
Add: Loss for the year	(278.79)	(104.19)
Closing balance	<u>(2,446.75)</u>	<u>(2,167.95)</u>
<b>Total</b>	<b><u>34,187.79</u></b>	<b><u>34,400.42</u></b>

\* Refer note 19

**Sr. Nature & Purpose of reserves****(i) Other component of equity**

The intermediate holding company of the company i.e. Sagility US (Holdings) Inc is filings its consolidated tax return of the US Group entities, therefore the Company has recognised tax liability/ advance income tax and deferred tax asset/ liabilities in other component of equity as part of the shareholder's transactions.

**(ii) Foreign currency translation reserve**

Exchange differences relating to the translation of the results and net assets of the Company's foreign operations from their respective functional currencies to the Company's functional and presentation currency are recognized directly in OCI and accumulated in the FCTR. When a foreign operation is disposed off, the relevant amount recognized in FCTR is transferred to the statement of profit or loss as part of the profit or loss on disposal.

**(iii) Share premium**

Share premium is used to record the premium on issue of shares.

**(iv) Retained Earnings**

Retained earnings comprises of prior and current year's undistributed earnings / losses after tax.

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**Sagility Operations Inc (formerly known as HGS Healthcare Operations Inc)****Notes to the special purpose financial statements***(All amounts are in Indian Rupees millions, unless otherwise stated)***12 Trade payables**

<b>Particulars</b>	<b>As at 31 March 2024</b>	<b>As at 31 March 2023</b>
Trade payables		
Total outstanding dues to micro enterprises and small enterprises	-	-
Total outstanding dues to creditors other than micro enterprises and small enterprises	2.52	51.49
	<b>2.52</b>	<b>51.49</b>

**13 Other financial liabilities**

<b>Particulars</b>	<b>As at 31 March 2024</b>	<b>As at 31 March 2023</b>
Purchase consideration payable	3,751.94	3,695.08
Advance received from related parties (Refer note 19)	3,502.00	2,871.72
	<b>7,253.95</b>	<b>6,566.80</b>

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**Sagility Operations Inc (formerly known as HGS Healthcare Operations Inc)****Notes to the special purpose financial statements***(All amounts are in Indian Rupees millions, unless otherwise stated)***14 Other income**

<b>Particulars</b>	<b>For the year ended 31 March 2024</b>	<b>For the year ended 31 March 2023</b>
<b>Other non operating income</b>		
Miscellaneous income	8.30	0.81
	<b>8.30</b>	<b>0.81</b>

**15 Other expenses**

<b>Particulars</b>	<b>For the year ended 31 March 2024</b>	<b>For the year ended 31 March 2023</b>
Bank charges	3.32	0.81
Office expenses	4.15	2.44
Software license fees	181.71	60.23
Legal and professional fees	131.93	39.07
Repairs and maintenance		
- Others	7.47	4.88
Insurance	15.77	16.28
Rates and taxes	5.81	4.07
Membership and subscription	6.64	2.44
Marketing expenses	4.15	-
Miscellaneous expenses	-	5.70
	<b>360.94</b>	<b>135.93</b>

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**16 Income tax**

The major components of income tax expense for the year ended 31 March 2024 and 31 March 2023 are:

**Statement of profit and loss section**

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
<b>Current income tax:</b>		
Current tax	(73.85)	(30.93)
<b>Deferred tax credit</b>		
Relating to origination and reversal of temporary differences	-	-
<b>Income tax expense reported in the statement of profit or loss</b>	<b>(73.85)</b>	<b>(30.93)</b>

The Company has estimated tax liability and deferred tax expense/(credit) based on the estimated effective tax rate applicable to its intermediate holding company i.e. Sagility US (Holdings) Inc which files consolidated tax return of the USA group entities.

**Reconciliation of tax expense and the accounting profit multiplied by tax rate for the year ended**

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
<b>Loss before tax</b>	(352.64)	(135.12)
Expected tax expense at the enacted tax rate of 21% in USA	(74.05)	(28.38)
<b>Tax effect of adjustments to reconcile expected income tax expense to reported income tax expenses:</b>		
Others	0.21	(2.56)
<b>Net tax expense</b>	<b>(73.84)</b>	<b>(30.93)</b>

**17 Earnings per share ("EPS")**

Basic EPS amounts are calculated by dividing the profit/ (loss) for the year attributable to equity holders of the Company by the weighted average number of equity shares outstanding during the year. Diluted EPS amounts are calculated by dividing the profit/(loss) attributable to the equity holders of the Company by the weighted average number of equity shares outstanding during the year plus the weighted average number of equity shares that would be issued on conversion of all the dilutive potential equity shares into equity shares.

The following table sets forth the computation of basic and dilutive earnings per share:

*(Figures in Rupees millions except number of shares)*

<b>Particulars</b>	<b>For the year ended 31</b>	<b>For the year ended 31</b>
	<b>March 2024</b>	<b>March 2023</b>
Loss attributable to equity shareholders	(278.79)	(104.19)
Weighted average number of shares for basic EPS	1,000,000	1,000,000
Weighted average number of shares for diluted EPS	1,000,000	1,000,000
Earnings per share, basic (Rs.)	(278.79)	(104.19)
Earnings per share, diluted (Rs.)	(278.79)	(104.19)

**18 Segment information**

The CODM evaluates the Company's performance and reviews revenue and profit as the performance indicator. The Company operates in one segment only i.e. "Business process management services". The CODM evaluates performance of the Company as one single segment. Accordingly, segment information has not been separately disclosed. With respect to geographic segment, all of the Company's revenue is recognised from contracts with customers in the United States of America. CODM does not review assets and liabilities at a geography level, hence segment disclosures relating to total assets and liabilities have not been provided.

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**19 Financial instruments - fair value measurement and risk management**

The following table shows the carrying amounts and fair values of financial assets and financial liabilities, including their levels in the fair value hierarchy.

**As at 31 March 2024**

Particulars	Carrying amount				Fair value			
	FVTPL	FVOCI	Amortised cost	Total	Level 1	Level 2	Level 3	Total
<b>Financial assets</b>								
Cash and cash equivalents	-	-	1.67	1.67	-	-	-	-
<b>Total</b>	-	-	<b>3,129.33</b>	<b>3,129.33</b>	-	-	-	-
<b>Financial liabilities</b>								
Trade and other payables	-	-	2.52	2.52	-	-	-	-
Other financial liabilities	-	-	7,253.95	7,253.95	-	-	-	-
<b>Total</b>	-	-	<b>7,256.47</b>	<b>7,256.47</b>	-	-	-	-

**As at 31 March 2023**

Particulars	Carrying amount				Fair value			
	FVTPL	FVOCI	Amortised cost	Total	Level 1	Level 2	Level 3	Total
<b>Financial assets</b>								
Trade receivables	-	-	1.07	1.07	-	-	-	-
Cash and cash equivalents	-	-	101.00	101.00	-	-	-	-
Other financial assets	-	-	3,237.46	3,237.46	-	-	-	-
<b>Total</b>	-	-	<b>3,339.53</b>	<b>3,339.53</b>	-	-	-	-
<b>Financial liabilities</b>								
Trade and other payables	-	-	51.49	51.49	-	-	-	-
Other financial liabilities	-	-	6,566.80	6,566.80	-	-	-	-
<b>Total</b>	-	-	<b>6,618.29</b>	<b>6,618.29</b>	-	-	-	-

The management assessed that fair value of cash and cash equivalents, trade receivables and trade payables approximate their carrying amounts largely due to the nature of these instruments.

**(a) Valuation Inputs and relationship to fair value**

The following table summarises the quantitative information about the significant unobservable inputs used in level 3 fair value measurement.

Level 1: Quoted prices (unadjusted) in active markets for identical assets or liabilities.

Level 2: Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).

Level 3: Inputs for the assets or liabilities that are not based on observable market data (unobservable inputs).

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**19 Financial instruments - risk management**

The Company has exposure to the following risks arising from financial instruments: credit risk (refer note (b) below); liquidity risk (refer note (c) below).

**(a) Risk management framework**

The Company's board of directors has overall responsibility for the establishment and oversight of the Company's risk management framework. The Company's risk management policies are established to identify and analyse the risks faced by the Company, to set appropriate risk limits and controls and to monitor risks and adherence to limits. Risk management policies and systems are reviewed regularly to reflect changes in market conditions and the Company's activities.

The Company's Board oversees how management monitors compliance with the Company's risk management policies and procedures, and reviews the adequacy of the risk management framework in relation to the risks faced by the Company. The Board is assisted in its oversight role by internal audit. Internal audit undertakes both regular and adhoc reviews of risk management controls and procedures, the results of which are reported to the Board and appropriate corrective actions are taken as required.

**(b) Credit risk**

Credit risk is the risk of financial loss to the Company if a customer or counterparty to a financial instrument fails to meet its contractual obligations. Credit risk encompasses both, the direct risk of default and the risk of deterioration of creditworthiness as well as concentration of risks. The Company is exposed to credit risk from its operating activities (primarily trade receivables from related parties).

There are no expected credit loss allowance as at 31 March 2024 and 31 March 2023..

**i) Cash and cash equivalents**

The Company considers that its cash and cash equivalents have low credit risk based on the external credit ratings of counterparties.

**(c) Liquidity risk**

Liquidity risk is the risk that the Company will encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset. The Company's approach to managing liquidity is to ensure, as far as possible, that it will have sufficient liquidity to meet its liabilities when they are due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the Company's reputation.

**(i) Maturities of financial liabilities**

The following are the remaining contractual maturities of financial liabilities at the reporting date. The amounts are gross and undiscounted contractual cash flows, and include contractual interest payments and exclude the impact of netting agreements.

Particulars	Carrying amount	Total	0-12 months	1-5 years	> 5 years
<b>As at 31 March 2024</b>					
Trade and other payables	2.52	2.52	2.52	-	-
Other financial liabilities	7,253.95	7,253.95	7,253.95	-	-
	<b>7,256.47</b>	<b>7,256.47</b>	<b>7,256.47</b>	-	-
<b>As at 31 March 2023</b>					
Trade and other payables	51.49	51.49	51.49	-	-
Other financial liabilities	6,566.80	6,566.80	6,566.80	-	-
	<b>6,618.29</b>	<b>6,618.29</b>	<b>6,618.29</b>	-	-

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**20 Capital management**

For the purpose of the Company's capital management, capital includes issued equity capital, share premium and all other equity reserves attributable to the equity holders of the Company. The primary objective of the Company's capital management is to maximise the shareholder value.

The Company's policy is to maintain a strong capital base so as to maintain investor, creditor and market confidence and to sustain future development of the business. The Company's capital structure includes debt. The Company's capital structure is influenced by the changes in regulatory framework, government policies, available options of financing and the impact of the same on the liquidity position.

The Company monitors capital using a ratio of 'adjusted net debt' to 'adjusted equity'. For this purpose, adjusted net debt is defined as total liabilities, including interest-bearing loans and borrowings less cash and cash equivalents and other bank balances. Adjusted equity comprises all components of equity.

The Company's adjusted net debt to equity ratio is analysed as follows:

Particulars	As at	
	31 March 2024	31 March 2023
Total borrowings including lease liabilities	-	-
Less: Cash and cash equivalents	(1.67)	(101.00)
<b>Adjusted net debt</b>	<b>(1.67)</b>	<b>(101.00)</b>
Total equity	34,188.53	34,401.16
<b>Adjusted net debt to adjusted equity ratio</b>	<b>-</b>	<b>-</b>

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**21 Related party disclosures**

In accordance with IAS-24 "Related Party Disclosures" the names of related parties along with aggregate amount of transactions and year end balances with them are given as follows:

**(i) Ultimate Holding company**

EQT AB - ultimate holding company with effect from 18 October 2022  
Baring Private Equity Asia GP VIII Limited (Cayman Islands) until 17 October 2022

**(ii) Ultimate Beneficial Owner with a Controlling Stake**

Jean Eric Salata Rothleder - Ultimate beneficial owner with a controlling stake, until 17 October 2022

**(iii) Intermediate Holding company**

Sagility B.V. (with effect from 28 March 2024)  
Sagility B.V. (until 27 March 2024)  
Sagility India Limited (formerly known as Sagility India Private Limited) (with effect from 28 March, 2024)  
Sagility (US) Holding Inc.

**(iv) Immediate Holding company**

Sagility (US) Inc. (formerly known as Betaine (US) BidCo Inc.)

**(v) Entity under common control**

Sagility Colombia SAS

**(vi) Step-down subsidiaries**

Sagility LLC (formerly known as HGS Healthcare, LLC)  
Sagility Provider Solutions LLC (formerly known as HGS Ebos, LLC)  
Sagility Care Management LLC (formerly known as HGS AxisPoint Health, LLC)  
Sagility Technologies LLC (formerly known as HGS Colibrium, LLC)

**(vii) Key managerial personnel**

Sarvabhoman Doraiswamy Srinivasan

**Designation**

Group Chief Financial Officer

**(viii) Director**

Martn I. Cole  
Richard Rodick  
Venkat Krishnaswamy  
William Winkenwerder  
Ginger Dusek  
Terry Bayer

**Designation**

Director  
Director  
Director  
Director  
Director  
Director

**A) Transactions with related parties**

Particulars	Transactions during the year		Balance outstandings as at	
	For the year ended 31 March 2024	For the year ended 31 March 2023	As at 31 March 2024	As at 31 March 2023
<b>Advance received</b>				
Sagility LLC	-	-	3,479.07	2,871.72
Sagility Provider Solutions LLC	-	-	22.93	-
<b>Advance given</b>				
Sagility Colombia SAS	-	-	-	209.39
Sagility LLC	-	-	51.07	-
Sagility Provider Solutions LLC	-	-	-	2.21
<b>Other financial assets</b>				
Loan to Sagility (US) Inc.	4.17	3,025.93	3,076.67	3,025.86
<b>Investment in subsidiaries</b>				
Investment in Sagility Care Management LLC	-	2,991.45	3,362.72	3,311.75
<b>Equity share capital and Share premium</b>				
Sagility (US) Inc. (formerly known as Betaine (US) BidCo Inc.)	-	2,991.45	33,826.42	33,826.42
<b>Directors remuneration</b>				
Martn I. Cole	22.82	22.38	-	-
Richard Rodick	7.61	8.14	-	-
Venkat Krishnaswamy	8.30	8.14	-	-
William Winkenwerder	6.13	-	-	-
Ginger Dusek	3.84	-	-	-
Terry Bayer	-	3.39	-	-

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**22 Contingent Liabilities**

There are no contingent liabilities as at 31 March 2024 and 31 March 2023.

**23 Capital and other commitments**

**Capital commitments**

Estimated amount of contracts remaining to be executed on capital account and not provided (net of advances) for Rs. Nil (31 March 2023: Rs. Nil)

**24 Assessment of arms' length for related party transactions**

The Company's management is of the opinion that its international transactions with related parties are at arms length and that the Company is in compliance with the transfer pricing legislation applicable in each of the geographies in which they operate. Based on the above, the Company's management believes that the applicable legislations will not have any impact on the financial statements, particularly on the amount of tax expense and on the provision for taxation.

**25 Events after the Reporting period**

There is no subsequent event post Balance sheet date.

As per our report of even date

**for Agrawal Jain & Gupta**

*Chartered Accountants*

Firm registration number: 013538C

*for and on behalf of the Board of Directors of*

**Sagility Operations Inc (formerly known as HGS Healthcare Operations Inc)**

**Sarwan Kumar Prajapati**

*Partner*

Membership No: 199969

Place: Mumbai

Date: 26 June 2024

**Ginger Dusek**

*Director*

DIN: 10642344

Place: Bengaluru

Date: 26 June 2024

**Sarvabhoutan Doraiswamy Srinivasan**

*Group Chief Financial Officer*