

**CERTIFIED TRUE COPY OF THE RESOLUTION PASSED AT THE MEETING OF THE AUDIT COMMITTEE OF VALUE 360 COMMUNICATIONS LIMITED (FORMERLY KNOWN AS "VALUE 360 COMMUNICATIONS PRIVATE LIMITED") HELD ON TUESDAY, JULY 15, 2025 AT 09:00 A.M. AT THE REGISTERED OFFICE OF THE COMPANY SITUATED AT 43A, OKHLA INDUSTRIAL ESTATE, PHASE III, SOUTH DELHI, NEW DELHI, 110020, INDIA.**

**CONSIDERATION, APPROVAL AND RECOMMEND TO THE BOARD THE KEY PERFORMANCE INDICATORS ("KPIs") TO BE DISCLOSED IN THE OFFER DOCUMENTS**

**"RESOLVED THAT**, according to the Securities Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, and other applicable provisions, the Audit Committee ("Committee") hereby approves the key performance indicators as per Draft Key Performance Indicators tabled at the meeting and as disclosed in the Draft Red Herring Prospectus ("DRHP") to be filed with the NSE for listing on EMERGE Platform, in respect of the proposed initial public offering of equity shares of the face value of ₹ 10 each ("**Equity Shares**") of the Company and any other documents including any amendments, addenda or corrigenda issued thereto, press releases or advertisements about the Offer, as may be required.

**RESOLVED FURTHER THAT**, the Committee hereby takes on record and confirms the following details for all the KPIs and its explanation as tabled before the meeting for disclosing the same the "*Basis for Offer Price*" and other relevant sections of the DRHP:

Key Financial Performance	Value 360 Communications Limited			
	January 31, 2025	March 31, 2024	March 31, 2023	March 31, 2022
Revenue from Operations <sup>(1)</sup>	4,444.54	5,059.24	5,114.28	4,141.29
Total Revenue	4,456.39	5,079.73	5,134.14	4,149.75
EBITDA <sup>(2)</sup>	978.41	862.10	568.06	465.33
EBITDA Margin (%) <sup>(3)</sup>	21.96%	16.97%	11.06%	11.21%
PAT	430.02	412.49	121.44	203.14
PAT Margin (%) <sup>(4)</sup>	9.65%	8.12%	2.37%	4.90%
Trade Receivables days <sup>(5)</sup>	159.00	103.00	103.00	105.00
Inventory days <sup>(6)</sup>	-	-	-	-
Trade Payable days <sup>(7)</sup>	37.00	26.00	22.00	24.00
Return on equity (%) <sup>(8)</sup>	18.20%	35.74%	16.03%	32.23%
Return on capital employed (%) <sup>(9)</sup>	30.14%	37.18%	35.01%	50.25%
Debt-Equity Ratio (times) <sup>(10)</sup>	0.47	1.26	1.43	0.79
Current Ratio (times) <sup>(11)</sup>	1.51	1.46	1.78	1.37

**Value 360 Communications Limited**

(Formerly Known as "Value 360 Communications Private Limited")

T: +91 11 4665 8888 E: info@value360india.com CIN: U22222DL2009PLC189466

**HEAD OFFICE**

43-A, Ground Floor, Okhla  
Phase-3, Okhla Industrial Estate,  
New Delhi, Delhi - 110020, India.  
GSTIN/UIN: 07AADCV0015E1ZX

**MUMBAI BRANCH**

Office No. 201, 202, 2nd Floor, Santacruz West, Swami  
Vivekanand Marg, Old Mahehwar Villa, Business Suites 9,  
Mumbai, Mumbai Suburban, Maharashtra, 400054, India.  
GSTIN/UIN: 27AADCV0015E1ZV

**BANGALORE BRANCH**

8/2 Novel Office Central, Yellappa Chetty  
Layout, Ulsoor Road, Opposite Conrad Hotel,  
Bangalore 560042, India  
GSTIN/UIN: 29AADCV0015E1ZR

KPI	Explanations
Revenue from Operations	Revenue from Operations is used by our management to track the revenue profile of the business and in turn helps assess the overall financial performance of our Company and size of our business.
Total Revenue	Total Revenue is used to track the total revenue generated by the business including other income.
EBITDA	EBITDA provides information regarding the operational efficiency of the business
PAT	Profit after tax provides information regarding the overall profitability of the business.
Net Worth	Net worth is used by the management to ascertain the total value created by the entity and provides a snapshot of current financial position of the entity.
Net Debt/ EBITDA (In Times)	Net Debt by EBITDA is indicator of the efficiency with which our Company is able to leverage its debt service obligation to EBITDA.
Debt To Equity Ratio	Debt-to-equity (D/E) ratio is used to evaluate a company's financial leverage
Current Ratio	It tells management how business can maximize the current assets on its balance sheet to satisfy its current debt and other payables

**RESOLVED FURTHER THAT**, the members of the Committee take on record that other than the Identified KPIs, the Company has not disclosed details of any additional key performance indicators, to any investors during the three years before the date of the DRHP proposed to be filed by the Company.

**RESOLVED FURTHER THAT**, any of the Director of the Company are severally authorized to certify the true copy of the aforesaid resolution.”

**\\ Certified True Copy //**

For **Value 360 Communications Limited**  
(Formerly Known as “Value 360 Communications Private Limited”)

*Gaurav Patra*  
**Gaurav Patra**  
 Member of the Committee  
 Whole-time Director  
 DIN: 02551958



Date : July 15, 2025

Place : New Delhi

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