

### INDEPENDENT PRACTITIONER'S ASSURANCE REPORT ON THE COMPILE OF PROFORMA CONDENSED COMBINED FINANCIAL INFORMATION INCLUDED IN THE DRAFT RED HERRING PROSPECTUS (THE "DRHP")

The Board of Directors  
**WOG Technologies Limited**  
Unit No. 204, Second Floor,  
Kirti Deep Building, Plot No.3,  
DDA Retail Business Centre,  
Nangal Raya, South West  
Delhi, New Delhi 110046,

#### Report on the compilation of Proforma Condensed Combined Financial Information included in the Draft Red Herring Prospectus (the "DRHP")

1. We have completed our assurance engagement to report on the compilation of Unaudited Proforma Condensed Combined Financial Information of WOG Technologies Limited (hereinafter referred to as the "Company"), its subsidiary (collectively, the "WOG Group") prepared by the Management of the Company. The Unaudited Proforma Condensed Combined Financial Information consists of the proforma condensed combined Balance Sheet as at June 30, 2025 and March 31, 2025, the proforma condensed combined Statement of Profit and Loss for the period and year ended June 30, 2025 and March 31, 2025, respectively and selected explanatory notes (collectively, Proforma Condensed Combined Financial Information) as set out in the Draft Red Herring Prospectus (the "DRHP") prepared by the Company in connection with its proposed Initial Public Offer of equity shares ("IPO"). The applicable criteria on the basis of which the Company has compiled the Proforma Condensed Combined Financial Information is described in Note 1 to 3 to the Proforma Condensed Combined Financial Information. Because of its nature, the Proforma Condensed Combined Financial Information does not represent the actual financial position and financial performance of the WOG Proforma Group.
2. The Proforma Condensed Combined Financial Information has been compiled by Management of the Company to illustrate the impact of the acquisition of subsidiary as set out in Note 1 to 3 to the Unaudited Proforma Condensed Combined Financial Information as if the acquisition had taken place at an earlier date (i.e. April 1, 2024) selected for purposes of the illustration. As part of this process, the financial position and financial performance as at June 30, 2025 and for the year ended March 31, 2025 of the WOG Proforma Group have been compiled by the Management of the Company from (a) Restated Financial Information of WOG Technologies Limited as at June 30, 2025 and March 31, 2025, on which the auditor have issued examination report dated December 17, 2025, (b) Unaudited financial information of WOG Technologies Sea Holdings PTE Limited for the period and year ended June 30, 2025 and March 31, 2025 respectively.

#### Management's Responsibility for the Proforma Condensed Combined Financial Information

3. The Board of Directors of the Company (the "Management") is responsible for compiling the Proforma Condensed Combined Financial Information on the basis set out in the Note 1 to 3 to the Proforma Condensed Combined Financial Information. This responsibility includes the responsibility for designing, implementing and maintaining internal control relevant for compiling the Proforma Condensed Combined Financial Information on the basis as set out in Note 1 to 3 to the Proforma Condensed Combined Financial Information that is free from material misstatement, whether due to fraud or error. The Board of Directors of the Company is also responsible for identifying and ensuring that the companies included in the WOG Proforma Group comply with the laws and regulations applicable to their activities, including compliance with the provisions of the laws and regulations for the compilation of Proforma Condensed Combined Financial Information.



the laws and regulations applicable to their activities, including compliance with the provisions of the laws and regulations for the compilation of Proforma Condensed Combined Financial Information.

**Practitioner's Responsibilities**

4. Considering the requirements of Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended (the "ICDR Regulations"), the Company is required to present the Proforma Condensed Combined Financial Information in the DRHP for the acquisition of WOG Technologies Sea Holdings PTE Ltd. (acquired on September 24, 2025) as the acquisition is material and has happened after the last reporting period (i.e. as at and for the period ended June 30, 2025) included in the DRHP. Our responsibility is to express an opinion, about whether the Proforma Condensed Combined Financial Information has been compiled, in all material respects, by the Management on the basis set out in the Note 1 to 3 to the Proforma Condensed Combined Financial Information.
5. We conducted our engagement in accordance with Standard on Assurance Engagements (SAE) 3420, Assurance Engagements to Report on the Compilation of Proforma Financial Information included in a Prospectus, issued by the Institute of Chartered Accountants of India. This Standard requires that the practitioner comply with ethical requirements and plan and perform procedures to obtain reasonable assurance about whether the Management has compiled, in all material respects, the Proforma Condensed Combined Financial Information on the basis set out in the Note 1 to 3 to the Proforma Condensed Combined Financial Information.
6. For purposes of this engagement, we are not responsible for updating or reissuing any reports or opinions on any historical financial information used in compiling the Proforma Condensed Combined Financial Information, nor have we, in the course of this engagement, performed an audit or review of the financial information used in compiling the Proforma Condensed Combined Financial Information.
7. The purpose of Proforma Condensed Combined Financial Information included in the DRHP is solely to illustrate the impact of the above-mentioned acquisition of WOG Technologies Sea Holdings PTE Ltd. on unadjusted restated financial information of the WOG Group as if the acquisition of said company had occurred at an earlier date selected for purposes of the illustration. Accordingly, we do not provide any assurance that the actual outcome of the above-mentioned acquisition at the date as described in Note 1 to 3 to the Proforma Condensed Combined Financial Information, would have been as presented.
8. A reasonable assurance engagement to report on whether the Proforma Condensed Combined Financial Information has been compiled, in all material respects, on the basis of the applicable criteria as specified in Note 1 to 3 to the Proforma Condensed Combined Financial Information, and to obtain sufficient appropriate evidence about whether:
  - a) the related proforma adjustments give appropriate effect to those criteria; and
  - b) the Proforma Condensed Combined Financial Information reflects the proper application of those adjustments to the unadjusted financial information.
9. The procedures selected depend on the practitioner's judgment, having regard to the practitioner's understanding of the nature of the Company, the event or transaction in respect of which the Proforma Condensed Combined Financial Information has been compiled, and other relevant engagement circumstances. The engagement also involves evaluating the overall presentation of the proforma financial information



10. We believe that the evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

**Opinion**

11. In our opinion the Proforma Condensed Combined Financial Information has been compiled, in all material respects, on the basis set out in Note 1 to 3 to the Proforma Condensed Combined Financial Information.

**Restriction of use**

12. Our report is intended solely for use of the Board of Directors of the Company for inclusion in the DRHP to be filed with Securities and Exchange Board of India, BSE Limited and National Stock Exchange of India Limited in connection with the proposed IPO. Our report should not be used, referred to, or distributed for any other purpose except with our prior consent in writing. As a result, these Proforma Condensed Combined Financial Information may not be suitable for any other purpose. Accordingly, we do not accept or assume any liability or any duty of care for any other purpose or to any other person to whom this report is shown or into whose hands it may come without our prior consent in writing.

For S S Kothari Mehta & Co. LLP, Chartered Accountants

ICAI Firm Registration No: 000756N/ N500441



Vivek Raut  
Partner  
Membership No. 097489

UDIN: 25097489 VBDRZX2740

Date: December 25, 2025

Place: New Delhi

Particulars	Restated Consolidated Summary Statement of Assets and Liabilities of WOG Technologies Limited (Formerly Known as WOG Technologies Pvt Ltd ) as at June 30, 2025		Special Purpose Unaudited Balance sheet of WOG Technologies Sea Holdings PTE Ltd. as At June 30, 2025	Proforma Note reference	Acquisition Adjustments	Intragroup elimination adjustments (Note 4)	Total adjustments	Unaudited Proforma Balance sheet of WOG Technologies Limited (Formerly Known as WOG Technologies Pvt Ltd ) as at June 30, 2025
	A	B						
<b>ASSETS</b>								
<b>[A] NON-CURRENT ASSETS</b>								
(i) Property, Plant and Equipment	835.40		100.08					935.48
(ii) Right of Use Assets	651.47		3.99					655.46
Financial Assets								
(i) Loan	170.05							170.05
(ii) Other financial assets	254.63							254.63
Deferred Tax Assets [Net]	329.04							329.04
Other Non-Current Assets	10.00							10.00
<b>TOTAL NON-CURRENT ASSETS</b>	<b>2,259.59</b>		<b>104.08</b>					<b>2,363.67</b>
<b>[B] CURRENT ASSETS</b>								
Inventories	261.22							261.22
Financial Assets								
(i) Trade Receivables	10,189.80		8,293.03	4		(3,345.18)	(3,345.18)	15,137.66
(ii) Cash and Cash Equivalents	68.00		8.07	3.4	(6.99)		(6.99)	69.09
(iii) Bank Balances other than Cash and Cash Equivalents	2,075.81			3.4				2,075.81
(iv) Other-Financial Assets	3,511.98		1,284.94	4		(1,271.64)	(1,271.64)	3,525.27
Current Tax assets (Net)	7.41							7.41
Other Current Assets	1,462.71		301.24					1,763.95
<b>TOTAL CURRENT ASSETS</b>	<b>17,876.93</b>		<b>9,887.28</b>		<b>(6.99)</b>	<b>(4,616.82)</b>	<b>(4,623.80)</b>	<b>22,840.40</b>
<b>TOTAL ASSETS</b>	<b>19,836.52</b>		<b>9,991.36</b>		<b>(6.99)</b>	<b>(4,616.82)</b>	<b>(4,623.80)</b>	<b>25,204.07</b>
<b>EQUITY AND LIABILITIES</b>								
<b>[A] EQUITY</b>								
Equity Share Capital	494.36		178.04	3.3		(178.04)	(178.04)	494.36
Other Equity	12,141.36		650.87	3.1 and 3.2		171.04	171.36	13,134.63
<b>TOTAL EQUITY</b>	<b>12,635.72</b>		<b>828.90</b>		<b>(6.99)</b>	<b>171.36</b>	<b>164.37</b>	<b>13,628.99</b>
<b>[B] LIABILITIES</b>								
<b>NON-CURRENT LIABILITIES</b>								
Financial Liabilities								
(i) Borrowings	309.22			3.4				309.22
(ii) Lease Liabilities	633.46							633.46
(iii) Other Financial Liabilities	77.67							77.67
Provisions	134.17							134.17
<b>TOTAL NON-CURRENT LIABILITIES</b>	<b>1,154.51</b>							<b>1,154.51</b>
<b>CURRENT LIABILITIES</b>								
Financial Liabilities								
(i) Borrowings	351.59		60.90					412.49
(ii) Lease Liabilities	81.17							61.17
(iii) Trade Payables								
Due to Micro & Small Enterprises	2.14							2.14
Due to Creditors Other than Micro & Small Enterprises	3,743.29		8,584.38	4		(4,788.18)	(4,788.18)	7,539.48
(iii) Other Financial Liabilities	257.23		509.76					766.99
Other Current Liabilities	397.05		7.44					404.48
Current Tax Liabilities (Net)	1,224.40							1,224.40
Short term provisions	9.42							9.42
<b>TOTAL CURRENT LIABILITIES</b>	<b>6,046.29</b>		<b>9,162.45</b>		<b>(6.99)</b>	<b>(4,788.18)</b>	<b>(4,788.18)</b>	<b>10,420.57</b>
<b>TOTAL EQUITY AND LIABILITIES</b>	<b>19,836.52</b>		<b>9,991.36</b>		<b>(6.99)</b>	<b>(4,616.82)</b>	<b>(4,623.80)</b>	<b>25,204.07</b>

The above statement should be read along with the notes to unaudited proforma financial information.

As per our report of even date  
 For S S KOTHARI MEHTA & CO. LLP  
 Chartered Accountants  
 ICAI Registration No. 001758/UN/58041

Vivek Raut  
 Partner  
 Membership No. 097489  
 Place : New Delhi  
 Dated :- 25th December, 2025



For and on behalf of Board of Directors  
 WOG Technologies Limited

Satya Pal Singh  
 Director  
 DIN: 07401365  
 Vinit Kishore  
 Chief Financial Officer



Sunil Kumar  
 Managing Director  
 DIN: 03268659  
 Hitesh Kapoor  
 Company Secretary  
 Membership No. A51937

Particulars	Restated Summary Statement of Profit And Loss of WOG Technologies Limited ( Formerly Known as WOG Technologies Pvt Ltd ) For The Period Ended June 30, 2025		Unaudited Special Purpose Statement of Profit And Loss Of WOG Technologies Sea Holdings PTE Ltd. For The Period Ended June 30, 2025		Proforma Note Reference	Acquisition Adjustments	Intragroup Elimination Adjustments (Note 4)	Total Adjustments	Unaudited Proforma Statement of Profit And Loss of WOG Technologies Limited ( Formerly Known As WOG Technologies Pvt Ltd ) For The Period Ended June 30, 2025	
	A	B	C	D					E=C+D	G=A+B+F
<b>INCOME</b>										
Revenue From Operations	4,130.64		3,047.35		4		(1,313.14)	(1,313.14)		5,864.85
Other Income	34.73		1.60							36.33
<b>TOTAL INCOME</b>	<b>4,165.37</b>		<b>3,048.95</b>				<b>(1,313.14)</b>	<b>(1,313.14)</b>		<b>5,901.18</b>
<b>EXPENSES</b>										
Cost of Materials Consumed	1,419.55		1,986.57		4		(1,313.14)	(1,313.14)		2,092.98
Purchase of Stock-in-trade	312.25									312.25
Change In Stock In Trade	(131.69)									(131.69)
Employee Benefits Expense	654.26		64.52							718.78
Finance Costs	52.40		0.75							53.15
Depreciation and Amortisation Expense	69.08		13.96							83.04
Other Expenses	465.84		913.26		4		(171.36)	(171.36)		1,207.74
<b>TOTAL EXPENSES</b>	<b>2,841.70</b>		<b>2,979.06</b>				<b>(1,484.50)</b>	<b>(1,484.50)</b>		<b>4,336.25</b>
<b>Profit/(Loss) before tax</b>										
Tax Expense	1,323.67		69.89				171.36	171.36		1,564.93
Current Tax										
Taxes for earlier years	451.65									451.65
Deferred Tax	(95.51)									(95.51)
	356.14									356.14
<b>Profit/(Loss) for the period</b>	<b>967.52</b>		<b>69.89</b>				<b>171.36</b>	<b>171.36</b>		<b>1,208.79</b>
Non Controlling Interest										
<b>Profit/(Loss) after Tax and Non Controlling Interest</b>	<b>967.52</b>		<b>69.89</b>				<b>171.36</b>	<b>171.36</b>		<b>1,208.79</b>
<b>Other Comprehensive Income</b>										
(i) Items that will not be reclassified to Profit or Loss										
(a) Remeasurement gain / (loss) on defined benefit plans										
(ii) Income tax relating to items that will not be reclassified to Profit / (Loss)	(19.78)									(19.78)
	5.76									5.76
Non Controlling Interest (Other comprehensive income )	(14.02)									(14.02)
<b>Other Comprehensive Income after Non Controlling Interest</b>	<b>(14.02)</b>									<b>(14.02)</b>
<b>Total Comprehensive Income for the year after Non Controlling Interest</b>	<b>953.50</b>		<b>69.89</b>				<b>171.36</b>	<b>171.36</b>		<b>1,194.77</b>
<b>Earnings Per Equity Share [Face Value of ₹ 10/- per share]</b>										
Basic			0.78							
Diluted			0.78							0.97
										0.97

The above statement should be read along with the notes to unaudited proforma financial information.

As per our report of even date  
For S S KOTHARI MEHTA & CO. LLP  
Chartered Accountants  
ICAI Registration No. 000756/110041



Place : New Delhi  
Dated :- 26th December, 2025

For and on behalf of Board of Directors  
WOG Technologies Limited

Satya Pal Singh  
Director  
DIN: 07401365  
Vinit Kishore  
Chief Financial Officer



Sunil Kumar  
Managing Director  
DIN: 03266659  
Hitesh Kapoor  
Company Secretary  
Membership No. A51937

Particulars	Restated Consolidated Summary Statement of Assets and Liabilities of WOG Technologies Limited (Formerly Known as WOG Technologies Pvt Ltd) as at March 31, 2025		Special Purpose Unaudited Consolidated Balance sheet of WOG Technologies Sea Holdings PTE Ltd. as At March 31, 2025		Proforma Note reference	Acquisition Adjustments	Intragroup elimination adjustments (Note 4)	Total adjustments	Unaudited Proforma Balance sheet of WOG Technologies Limited (Formerly Known as WOG Technologies Pvt Ltd) as at March 31, 2025	
	A	B	C	D					E=C+D	G=A+B+F
<b>ASSETS</b>										
<b>(A) NON-CURRENT ASSETS</b>										
Property, Plant and Equipment	786.39		105.96							892.35
Right Of Use Assets	706.78		10.94							717.72
Financial Assets										
(i) Loan	174.24		-							174.24
(ii) Other financial assets	260.70		-							260.70
Deferred Tax Assets [Net]	227.77		-							227.77
Other Non-Current Assets	-		-							-
<b>TOTAL NON-CURRENT ASSETS</b>	<b>2,155.88</b>		<b>116.90</b>							<b>2,272.78</b>
<b>(B) CURRENT ASSETS</b>										
Inventories	209.52		-							209.52
Financial Assets										
(i) Trade Receivables	10,581.53		5,332.96	4		(2,904.46)	(2,904.46)			13,010.03
(ii) Cash and Cash Equivalents	433.89		136.44	3.4		(6.99)	(6.99)			563.34
(iii) Bank Balances other than Cash and Cash Equivalents	1,475.32		-	3.4						1,475.30
(iv) Other-Financial Assets	1,808.19		1,346.83							2,468.60
Current Tax assets (Net)	7.41		-							7.41
Other Current Assets	1,331.51		215.88	4						1,547.39
<b>TOTAL CURRENT ASSETS</b>	<b>15,847.36</b>		<b>7,032.11</b>			<b>(6.99)</b>	<b>(3,590.88)</b>	<b>(3,597.86)</b>		<b>19,281.60</b>
<b>TOTAL ASSETS</b>	<b>18,003.24</b>		<b>7,149.00</b>			<b>(6.99)</b>	<b>(3,590.88)</b>	<b>(3,597.86)</b>		<b>21,554.37</b>
<b>EQUITY AND LIABILITIES</b>										
<b>(A) EQUITY</b>										
Equity Share Capital	491.05		178.04	3.3		(178.04)	(178.04)			491.05
Other Equity	10,583.52		581.31	3.1 and 3.2		171.04	110.57			11,446.45
<b>TOTAL EQUITY</b>	<b>11,074.57</b>		<b>759.35</b>			<b>(6.99)</b>	<b>110.57</b>	<b>103.58</b>		<b>11,937.50</b>
<b>(B) LIABILITIES</b>										
<b>NON-CURRENT LIABILITIES</b>										
Financial Liabilities										
(i) Borrowings	270.13		-	3.4		-	-			270.13
(ia) Lease Liabilities	679.22		-			-	-			679.22
(iii) Other Financial Liabilities	-		-			-	-			-
Provisions	97.81		-			-	-			97.81
<b>TOTAL NON-CURRENT LIABILITIES</b>	<b>1,047.16</b>		<b>-</b>			<b>-</b>	<b>-</b>	<b>-</b>		<b>1,047.16</b>
<b>CURRENT LIABILITIES</b>										
Financial Liabilities										
(i) Borrowings	1,004.43		90.68							1,095.11
(ia) Lease Liabilities	63.24		-			-	-			63.24
(ii) Trade Payables										
Due to Micro & Small Enterprises	18.87		-			-	-			18.87
Due to Creditors Other than Micro & Small Enterprises	3,370.67		6,066.16	4		(3,701.45)	(3,701.45)			5,735.38
(iii) Other Financial Liabilities	207.27		192.93							400.20
Other Current Liabilities	132.95		39.88							172.83
Current Tax Liabilities (Net)	1,079.61		-			-	-			1,079.61
Short term provisions	4.47		-			-	-			4.47
<b>TOTAL CURRENT LIABILITIES</b>	<b>5,881.50</b>		<b>6,389.65</b>			<b>(6.99)</b>	<b>(3,701.45)</b>	<b>(3,701.45)</b>		<b>8,569.71</b>
<b>TOTAL EQUITY AND LIABILITIES</b>	<b>18,003.24</b>		<b>7,149.00</b>			<b>(6.99)</b>	<b>(3,590.88)</b>	<b>(3,597.86)</b>		<b>21,554.37</b>

The above statement should be read along with the notes to unaudited proforma financial information.

As per our report of even date

For S S KOTHARI MEHTA & CO LLP  
 Chartered Accountants  
 ICAI Registration No. 0007561/W500441

Vivek Raut  
 Partner  
 Membership No. 097489

Place : New Delhi  
 Dated :- 25th December, 2025

For and on behalf of Board of Directors  
 WOG Technologies Limited

Satya Pal Singh  
 Director  
 DIN: 07401365

Vinit Kishore  
 Chief Financial Officer



Sunil Kumar  
 Managing Director  
 DIN: 03288659

Hitesh Kapoor  
 Company Secretary  
 Membership No. A51937

Particulars	Restated Summary Statement of Profit And Loss of WOG Technologies Limited ( Formerly Known as WOG Technologies Pvt Ltd ) For The Year Ended March 31, 2025	Unaudited Special Purpose Statement of Profit And Loss Of WOG Technologies Sea Holdings PTE Ltd., For The Year Ended March 31, 2025	Proforma Note Reference	Acquisition Adjustments	Intragroup Elimination Adjustments (Note 4)	Total Adjustments	Unaudited Proforma Statement of Profit And Loss of WOG Technologies Limited ( Formerly Known As WOG Technologies Pvt Ltd ) For The Year Ended March 31, 2025
							G=A+B+E
INCOME							
Revenue From Operations	16,543.09	9,716.45	4		(5,889.04)	(5,889.04)	20,370.50
Other Income	92.29	21.54					113.84
<b>TOTAL INCOME</b>	<b>16,635.38</b>	<b>9,737.99</b>			<b>(5,889.04)</b>	<b>(5,889.04)</b>	<b>20,484.34</b>
EXPENSES							
Cost of Materials Consumed	8,365.86	5,578.81	4		(5,889.04)	(5,889.04)	6,055.63
Purchase of Stock-in-trade	-	-					
Change in Stock In Trade	-	-					
Employee Benefits Expense	1,605.37	238.09					
Finance Costs	421.74	30.13					1,843.46
Depreciation and Amortisation Expense	171.78	62.97					451.87
Other Expenses	1,773.16	3,529.94	4		(110.57)	(110.57)	234.75
<b>TOTAL EXPENSES</b>	<b>10,337.91</b>	<b>9,439.93</b>			<b>(5,999.61)</b>	<b>(5,999.61)</b>	<b>13,778.23</b>
Profit/(Loss) before Exceptional Items & Tax	6,297.48	298.06			110.57	110.57	6,706.11
Exceptional Items - Gain/ (Loss)	-	-					-
Profit/(Loss) before tax	6,297.48	298.06			110.57	110.57	6,706.11
Tax Expense							
Current Tax	2,027.04	-			-	-	2,027.04
Taxes for earlier years	2.15	-			-	-	2.15
Deferred Tax	(155.90)	-			-	-	(155.90)
	1,873.30	-			-	-	1,873.30
Profit/(Loss) for the period	4,424.18	298.06			110.57	110.57	4,832.81
Non Controlling Interest							
Profit/(Loss) after Tax and Non Controlling Interest	4,424.18	298.06			110.57	110.57	4,832.81
Other Comprehensive Income							
(i) Items that will not be reclassified to Profit or Loss							
(a) Remeasurement gain / (loss) on defined benefit plans	4.35	-			-	-	4.35
(ii) Income tax relating to items that will not be reclassified to Profit / (Loss)	(1.27)	-			-	-	(1.27)
Non Controlling Interest (Other comprehensive Income )	3.08	-			-	-	3.08
Other Comprehensive Income after Non Controlling Interest	3.08	-					3.08
Total Comprehensive Income for the year after Non Controlling Interest	4,427.26	298.06			110.57	110.57	4,835.89
Earnings Per Equity Share [Face Value of ₹ 10/- per share] for continuing operations							
Basic	3.59						3.92
Diluted	3.59						3.92

The above statement should be read along with the notes to unaudited proforma financial information.

As per our report of even date  
For S S KOTHARI MEHTA & CO. LLP  
Chartered Accountants  
ICAI Registration No. 000750NN500441

Vivek Raut  
Partner  
Membership No. 097489

For and on behalf of Board of Directors  
WOG Technologies Limited

Satya Pal Singh  
Director  
DIN: 07401385  
Vinit Kishore



**Sunil Kumar**  
Managing Director  
DIN: 03268859

Hitesh Kapoor  
Company Secretary  
Membership No. A51937

**1 Background**

WOG Technologies Limited (Formerly known as WOG Technologies Private Limited) ("the Company") is a limited company incorporated on 22nd October 2010 under the erstwhile Companies Act 1956 (superseded by companies Act, 2013). The main objects of the Company are of process, design, engineering, execution, implementation of technologies related to waste water etc, as well as to carry on the business of engineering and mechanical technologies. The registered office of the company is situated at Unit No.204, Second Floor, Kirti Deep Building, Plot No. 3, DDA Retail Business Centre, Nangal Raya, New Delhi-110046. The Holding Company and its subsidiaries (referred to collectively as the 'Group').

The unaudited pro forma financial information has been prepared to illustrate the impact of the acquisition of WOG Technologies Sea Holdings PTE LTD. ("WTSPL") (collectively referred to as the "Acquired Entities").

The Company acquired 100% equity interest in WTSPL on September 24, 2025. Although WTSPL was incorporated on April 25, 2025 and has not yet commenced its own business operations, it holds 100% equity interest in WOG Technologies Pte. Ltd. ("WTPL"), an operating entity engaged in the manufacture and repair of water and wastewater treatment equipment, as well as wholesale trading of various goods without a dominant product category.

The pro forma financial information reflects the acquisition of WTSPL for a total consideration of SGD 10,000/- (INR- 6,98,800), which was settled in cash.

**2 Basis of preparation:**

The Unaudited Proforma Financial Information for the period ended June 30, 2025 and March 31, 2025 have been prepared by the management of Company in accordance with the requirements of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended to date (the "SEBI Regulations") issued by the Securities and Exchange Board of India (the "SEBI"), in respect of above acquisition for which financial information is disclosed in the Draft Red Herring Prospectus ("DRHP").

2.20 The Unaudited Proforma Financial Information have been prepared specifically for inclusion in the DRHP to be filed by the Company with SEBI in connection with proposed Initial Public Offering ("IPO")

The Unaudited Proforma Financial Information has been prepared by the Company to illustrate the impact of acquisition transaction undertaken as if the acquisition had taken place on April 01, 2024 for the purpose of unaudited proforma statement of profit and loss and balance sheet for the year ended March 31, 2025 and unaudited proforma statement of profit and loss and Balance Sheet for the quarter ended June 30, 2025

**3 Proforma Adjustments**

The Ind AS Special Purpose Financial Statements of WTSPL have been prepared as per Ind AS and adjusted to comply with the Group's accounting policies in all material aspects (collectively referred to as "Group accounting policies" as appearing in Restated Financial Information). Such financial information has been prepared in accordance with the generally accepted accounting principles in India under the historical cost convention on accrual basis.

The following adjustments have been made to present the Unaudited Proforma Financial Information:-

The Unaudited Proforma Financial Information are derived from:

- i) restated financial information of the WOG Technologies Ltd for June 30, 2025 and March 31, 2025.
- ii) Unaudited Special Purpose Ind AS Financial Statements of WTSPL for the year ended March 31, 2025 and for the quarter ended June 30, 2025.

Adjusted for intercompany eliminations, uniformity of accounting policies and acquisition adjustments for the Acquired Enterprises mentioned above, as if the transaction related to such acquisition to obtain control over the Acquired Enterprises had occurred on March 31, 2025 for the purpose of unaudited proforma balance sheet. Further, the unaudited proforma statement of profit and loss for the year ended March 31, 2025 and for the quarter ending June 30, 2025 has been illustrated to reflect the Acquired Enterprise as if the transaction related to acquisition to obtain control over Acquired Enterprise occurred on and from April 01, 2024.

The description of adjustments made to the Unaudited Proforma Financial Information are included in the note 3 below.

The Unaudited Proforma Financial Information are presented in Indian Rupees which is also the Holding Company's functional currency. All values are rounded to the nearest Lakhs except when otherwise stated. The assumptions and estimates underlying the adjustments to the Unaudited Proforma Financial Information are described hereinafter which should be read together with the unaudited proforma balance sheet, unaudited proforma statement of profit and loss.

The Unaudited Proforma Financial Information should be read together with the WOG's restated financial information and the Unaudited Special Purpose Ind AS Unaudited Financial Statements of Acquired Enterprises.

The business combination of Acquired entities have been accounted for under the acquisition method in accordance with Ind AS 103 'Business Combinations'. Accordingly, Company has allocated the purchase consideration to the estimated fair value of assets acquired and liabilities assumed and recognised the difference between purchase consideration and net assets as Capital Reserve in the Unaudited Proforma Balance Sheet as at June 30, 2025.

The Unaudited Proforma Financial Information were approved by the Board of Directors of the Company on 25th December, 2025

Because of the nature, the Unaudited Proforma Financial Information addresses a hypothetical situation and therefore, does not represent the Company's factual financial position or results. Accordingly, the Unaudited Proforma Financial Information does not necessarily reflect what the Company's financial condition or results of operations would have been had the acquisition occurred on the dates indicated and is also not intended to be indicative of expected financial position or results of operations in future periods. The actual consolidated balance sheet, consolidated statement of profit and loss may differ significantly from the proforma amounts reflected herein due to variety of factors.

The proforma adjustments are based upon available information and assumptions that the management of the Company believes to be reasonable. Further, such Unaudited Proforma Financial Information has not been prepared in accordance with standards and practices acceptable in any other jurisdiction which may vary significantly from basis of preparation mentioned in Para 2 and accordingly, should not be relied upon as if it had been carried out in accordance with those standards and practices in any other jurisdiction.

Accordingly, the degree of reliance placed by anyone on such Unaudited Proforma Financial Information should be limited.

**3.1 Acquisition Adjustment of WOG Technologies Sea Holdings PTE. LTD ( Which holds 100% equity interest in WOG Technologies Pte. Ltd)**

Acquisition Adjustments for WOG Technologies Sea Holdings PTE. LTD have been accounted under acquisition method Ind AS 103 "Business Combinations" at fair values.

Particulars	Amount
Non Current assets	116.90
Current assets	7,032.11
<b>Total Assets</b>	<b>7,149.02</b>
Non Current Liabilities	-
Current liabilities	6,389.65
<b>Total Liabilities</b>	<b>6,389.65</b>
<b>Net assets</b>	<b>759.36</b>
Net assets Acquired 100%	759.36
Consideration paid for Equity	6.99
Pro forma Goodwill /(Capital reserve)	-752.38



(Amounts in INR lakhs, unless otherwise stated)

3.2 Details of adjustment in reserves and equity share capital

Particulars	As at June 30, 2025	As at March 31, 2025
Elimination of retained earning of acquisition	581.31	581.31
Equity share capital	178.04	178.04
<b>Total</b>	<b>759.35</b>	<b>759.35</b>
<b>Transfer to Non Controlling interest</b>	-	-

3.3 Consideration paid and adjustment in cash and cash equivalents

The Company has paid the purchase consideration to the respective seller for his sale shares, by wire transfer of immediately available funds on the Completion date accordingly cash and cash equivalents has been adjusted.

Particulars	Amount
Cash	6.99
Borrowing	-
<b>Total</b>	<b>6.99</b>

3.4 Earnings/(loss) per share attributable to owner of the Holding Company

Proforma basic and diluted EPS calculation for the period ended June 30, 2025 and year ended March 31, 2025 has been calculated on unaudited proforma statement of profit and loss for the year and the weighted average number of equity shares outstanding during the year. The weighted average number of equity shares outstanding during the year is adjusted for number of equity shares issued to shareholders via bonus issues.

Particulars	As at June 30, 2025	As at March 31, 2025
Proforma profit/(loss) for the year attributable to owners of the Holding Company	1,194.77	4,835.89

**Weighted-average number of equity shares**

Denominator for earnings per share	As at June 30, 2025	As at March 31, 2025
Weighted number of equity shares outstanding during the year/period for BEPS (Refer note 3.5.1)	12,35,81,163	12,32,92,573
Weighted number of equity shares outstanding during the year/period for DEPS (Refer note no. 3.5.2)	12,36,24,013	12,33,00,167
Face value per share (in INR)	10.00	10.00
<b>Proforma Basic Earnings/(loss) per share (in INR)</b>	<b>0.97</b>	<b>3.92</b>
<b>Proforma Diluted Earnings/(loss) per share (in INR)</b>	<b>0.97</b>	<b>3.92</b>

3.5.1 Computation of weighted average number of equity shares used in calculating basic earnings per share is set out below:

Particulars	As at June 30, 2025	As at March 31, 2025
Opening Balance	49,10,483	45,00,000
Weighted number of equity shares issued during the year/period	23,608	1,45,501
Capitalisation of bonus shares issued (24 Bonus share issued per equity share)**	49,34,091	46,45,501
<b>Weighted average number of equity shares</b>	<b>11,86,47,072</b>	<b>11,86,47,072</b>
	<b>12,35,81,163</b>	<b>12,32,92,573</b>

3.5.2 Computation of weighted average number of equity shares used in calculating diluted earnings per share is set out below:

Particulars	As at June 30, 2025	As at March 31, 2025
Opening Balance	49,10,483	45,00,000
Weighted number of equity shares issued during the year/period	23,608	1,45,501
Capitalisation of bonus shares issued (24 Bonus share issued per equity share)**	49,34,091	46,45,501
Weighted average number of ESOP issued	11,86,54,666	11,86,47,072
<b>Weighted average number of equity shares</b>	<b>35,256</b>	<b>7,594</b>
	<b>12,36,24,013</b>	<b>12,33,00,167</b>

\*\* The Company has approved the issuance of 11,86,47,072 fully paid-up Bonus Equity Shares to its existing shareholders in its extra-ordinary general meeting held on dated June 18, 2025 in the ratio 24:1. Further the said shares were allotted via Board meeting held on July 14, 2025. The record date taken for the said bonus shares was July 14, 2025. The earnings per share for Bonus has been adjusted for previous year after calculating EPS by considering impact of increase in shares in accordance with IND AS-33 Earnings Per Share.

4 Intragroup Elimination

This represents elimination adjustments in respect of transactions between the Company and the Acquired Enterprise that have been eliminated from the Unaudited Proforma Financial Information. Adjustments on account of inter-company transactions between the Company and the Acquired Enterprise are as follows:

Particulars	As at June 30, 2025	As at March 31, 2025
Unaudited Proforma Balance sheet		
(Decrease) in trade receivable (net of ECL)	(3,345.18)	(2,904.46)
(Decrease) in other financial assets	(1,271.64)	(886.42)
(Decrease) in trade payable	(4,788.18)	(3,701.45)
Unaudited Proforma Statement of Profit and Loss		
(Decrease) in revenue from operations	(1,313.14)	(5,889.04)
(Decrease) in Cost of Materials Consumed	(1,313.14)	(5,889.04)
(Decrease) in other expenses Due to ECL	(171.36)	(110.57)

5 Other than as mentioned above, no additional adjustments or reclassification have been made to the unaudited proforma financial information to reflect any impact of subsequent events post June 30, 2025.



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