

PlaySimple Games Limited (Formerly PlaySimple Games Private Limited)

CIN: U72900KA2014PLC077406

Consolidated Balance Sheet as at December 31, 2025

(All amounts in INR millions, except share and per share data, unless otherwise stated)

	Note	As at December 31, 2025	As at December 31, 2024
ASSETS			
Non-current assets			
Property, plant and equipment	4(a)	30.53	28.29
Right-of-use assets	4(b)	162.32	41.94
Financial assets			
(i) Other financial assets	5(a)	26.70	115.58
Income tax assets	6(a)	114.98	71.04
Deferred tax assets (net)	6(b)	357.48	304.52
Other non-current assets	7	61.45	60.65
Total non-current assets		753.46	622.02
Current assets			
Financial assets			
(i) Trade receivables	8	3,466.35	2,496.34
(ii) Cash and cash equivalents	9	4,396.18	7,242.89
(iii) Bank balances other than (ii) above	10	102.43	7,833.85
(iv) Loans	5(b)	3,380.64	-
Other current assets	7	177.18	49.43
Total current assets		11,522.78	17,622.51
TOTAL ASSETS		12,276.24	18,244.53
EQUITY AND LIABILITIES			
Equity			
Equity share capital	11(b)	0.39	0.34
Instruments in the nature of equity	11(c)	-	0.12
Other equity	12	6,617.04	14,520.99
Total equity		6,617.43	14,521.45
Liabilities			
Non-current liabilities			
Financial liabilities			
(i) Lease liabilities	4(b)	145.49	11.51
(ii) Other financial liabilities	13	406.91	435.72
Deferred tax liabilities	6(b)	15.08	-
Provisions	14	125.74	3.86
Total non-current liabilities		693.22	451.09
Current liabilities			
Financial liabilities			
(i) Lease liabilities	4(b)	27.53	37.60
(ii) Trade payables	15		
(a) Total outstanding dues of micro and small enterprises;		6.11	0.49
(b) Total outstanding dues of other than micro and small enterprises		3,640.77	2,299.98
(iii) Other financial liabilities	13	736.12	605.74
Other current liabilities	16	353.27	208.97
Provisions	14	54.53	46.93
Current tax liabilities	6(a)	147.26	72.28
Total current liabilities		4,965.59	3,271.99
Total liabilities		5,658.81	3,723.08
Total EQUITY AND LIABILITIES		12,276.24	18,244.53

The above Consolidated Balance Sheet should be read in conjunction with the accompanying notes.

This is the Consolidated Balance Sheet referred to in our report of even date.

For **Price Waterhouse Chartered Accountants LLP**
Firm Registration Number: 012754N/N500016

ARUN KUMAR MANICKAM
Digitally signed by ARUN KUMAR MANICKAM
Date: 2026.04.20 22:33:56 +05'30'

Arun Kumar Manickam

Partner

Membership Number : 218094

Place: Bengaluru

Date: April 20, 2026

For and on behalf of the Board of Directors

PlaySimple Games Limited (Formerly PlaySimple Games Private Limited)

ANNA MARIA REDIN
Digitally signed by ANNA MARIA REDIN
Date: 2026.04.20 19:43:59 +05'30'

Anna Maria Redin

Director

DIN: 09279852

Place: Stockholm

Date: April 20, 2026

YOAV ECKER
Digitally signed by YOAV ECKER
Date: 2026.04.20 19:45:51 +05'30'

Yoav Ecker

Managing Director and Chief Executive Officer

DIN: 11411545

Place: Tel Aviv

Date: April 20, 2026

PRADEEP KUMAR MISHRA
Digitally signed by PRADEEP KUMAR MISHRA
Date: 2026.04.20 19:53:30 +05'30'

Pradeep Kumar Mishra

Chief Financial Officer

Place: Bengaluru

Date: April 20, 2026

MANASA RAMA A RAMA
Digitally signed by MANASA RAMA
Date: 2026.04.20 19:56:26 +05'30'

Manasa Rama

Company Secretary and Compliance Officer

M. No: A42348

Place: Bengaluru

Date: April 20, 2026

PlaySimple Games Limited (Formerly PlaySimple Games Private Limited)
CIN: U72900KA2014PLC077406
Consolidated Statement of Profit and Loss for the year ended December 31, 2025
(All amounts in INR millions, except share and per share data, unless otherwise stated)

	Note	Year ended December 31, 2025	Year ended December 31, 2024
INCOME			
Revenue from operations	17	22,598.19	18,768.63
Other income	18	439.80	503.95
Total Income		23,037.99	19,272.58
EXPENSES			
Advertisement and sales commission	19	15,293.38	9,965.86
Employee benefits expense	20	2,175.59	1,431.04
Finance costs	21	16.43	6.21
Depreciation expense	22	55.70	57.16
Other expenses	23	629.99	675.31
Total Expenses		18,171.09	12,135.58
Profit before tax		4,866.90	7,137.00
Total Tax expense/(Credit):			
Current tax	6(a)	1,317.29	1,971.36
Deferred tax	6(b)	(40.72)	(46.28)
Total Tax expense:		1,276.57	1,925.08
Profit for the year		3,590.33	5,211.92
Other comprehensive income			
Items that will not be reclassified to profit or loss			
Remeasurement gain/(loss) on post employment benefit obligations - net	27	11.27	32.81
Income tax impact on above	6(b)	(2.84)	(8.31)
Items that will be reclassified to profit or loss			
Exchange differences on translation of foreign operations	12(ii)	74.05	61.31
Other comprehensive income, net of tax		82.48	85.81
Total comprehensive income		3,672.81	5,297.73
Profit for the year is attributable to:			
Owners of PlaySimple Games Limited (Formerly PlaySimple Games Private Limited)		3,590.33	5,211.92
Non-controlling interests		-	-
		3,590.33	5,211.92
Other Comprehensive Income for the year is attributable to:			
Owners of PlaySimple Games Limited (Formerly PlaySimple Games Private Limited)		82.48	85.81
Non-controlling interests		-	-
		82.48	85.81
Total Comprehensive Income for the year is attributable to:			
Owners of PlaySimple Games Limited (Formerly PlaySimple Games Private Limited)		3,672.81	5,297.73
Non-controlling interests		-	-
		3,672.81	5,297.73
Earnings per equity share (Face value of INR 1 per share each)			
Basic	26	16.52	22.82
Diluted	26	16.52	22.82

The above Consolidated Statement of Profit and Loss should be read in conjunction with the accompanying notes.

This is the Consolidated Statement of Profit and Loss referred to in our report of even date.

For **Price Waterhouse Chartered Accountants LLP**
Firm Registration Number: 012754N/N500016

ARUN KUMAR MANICKAM
Digitally signed by
ARUN KUMAR
MANICKAM
Date: 2026.04.20
22:36:10 +05'30'

Arun Kumar Manickam

Partner

Membership Number : 218094

Place: Bengaluru
Date: April 20, 2026

For and on behalf of the Board of Directors
PlaySimple Games Limited (Formerly PlaySimple Games Private Limited)

ANNA MARIA REDIN
Digitally signed by
ANNA MARIA REDIN
Date: 2026.04.20
19:46:32 +05'30'

Anna Maria Redin

Director

DIN: 09279852

Place: Stockholm
Date: April 20, 2026

YOAV ECKER
Digitally signed by
YOAV ECKER
Date: 2026.04.20
19:46:55 +05'30'

Yoav Ecker

Managing Director and
Chief Executive Officer

DIN: 11411545

Place: Tel Aviv
Date: April 20, 2026

PRADEEP KUMAR MISHRA
Digitally signed by
PRADEEP KUMAR MISHRA
Date: 2026.04.20
19:57:10 +05'30'

Pradeep Kumar Mishra

Chief Financial Officer

Place: Bengaluru
Date: April 20, 2026

MANASA RAMA A RAMA
Digitally signed by
MANASA RAMA
Date: 2026.04.20
19:57:38 +05'30'

Manasa Rama

Company Secretary and
Compliance Officer

M. No: A42348

Place: Bengaluru
Date: April 20, 2026

PlaySimple Games Limited (Formerly PlaySimple Games Private Limited)

CIN: U72900KA2014PLC077406

Consolidated Statement of Changes in Equity as at December 31, 2025

(All amounts in INR millions, except share and per share data, unless otherwise stated)

A. Equity share capital

Particulars	As at	As at
	December 31, 2025	December 31, 2024
Balance at the beginning of the year	0.34	0.32
Changes in equity share capital	0.05	0.02
Balance at the end of the year	0.39	0.34

B. Instruments in the nature of equity - Optionally Convertible Redeemable Preference Shares (OCRPS)

Particulars	As at	As at
	December 31, 2025	December 31, 2024
Balance at the beginning of the year	0.12	-
Changes in OCRPS	(0.12)	0.12
Balance at the end of the year	-	0.12

C. Other equity

Particulars	Reserves and Surplus		Foreign currency translation reserve	Total equity
	Securities premium	Retained Earnings		
Balance as at January 01, 2024	298.12	461.70	135.80	895.62
Profit for the year	-	5,211.92	-	5,211.92
Other comprehensive income	-	24.50	61.31	85.81
Total comprehensive income for the year	-	5,236.42	61.31	5,297.73
Transactions with owners in their capacity as owners:				
Reversal on conversion of OCRPS into equity shares (Refer note 13)	-	2,383.96	-	2,383.96
Reclassification of OCRPS to equity on extinguishment of liability (Refer note 13)	-	5,943.66	-	5,943.66
Issue of equity share during the year	0.02	-	-	0.02
Balance as at December 31, 2024	298.14	14,025.74	197.11	14,520.99
Profit for the year	-	3,590.33	-	3,590.33
Other comprehensive income	-	8.43	74.05	82.48
Total comprehensive income for the year	-	3,598.76	74.05	3,672.81
Transactions with owners in their capacity as owners:				
Interim Dividend paid (Refer note 36)	-	(11,576.83)	-	(11,576.83)
Issue of equity share during the year	0.07	-	-	0.07
Balance as at December 31, 2025	298.21	6,047.67	271.16	6,617.04

The above Consolidated Statement of Changes in Equity should be read in conjunction with the accompanying notes.

This is the Consolidated Statement of Changes in Equity referred to in our report of even date.

For **Price Waterhouse Chartered Accountants LLP**

Firm Registration Number: 012754N/N500016

ARUN KUMAR MANICKAM
Digitally signed by ARUN KUMAR MANICKAM
Date: 2026.04.20 22:37:45 +05'30'

Arun Kumar Manickam

Partner

Membership Number : 218094

Place: Bengaluru

Date: April 20, 2026

For and on behalf of the Board of Directors

PlaySimple Games Limited (Formerly PlaySimple Games Private Limited)

ANNA MARIA REDIN
Digitally signed by ANNA MARIA REDIN
Date: 2026.04.20 19:47:21 +05'30'

Anna Maria Redin

Director

DIN: 09279852

Place: Tel Aviv

Date: April 20, 2026

YOAV ECKER
Digitally signed by YOAV ECKER
Date: 2026.04.20 19:47:56 +05'30'

Yoav Ecker

Managing Director and Chief Executive Officer

DIN: 11411545

Place: Tel Aviv

Date: April 20, 2026

PRADEEP KUMAR MISHRA
Digitally signed by PRADEEP KUMAR MISHRA
Date: 2026.04.20 19:58:22 +05'30'

Pradeep Kumar Mishra

Chief Financial Officer

Place: Bengaluru

Date: April 20, 2026

MANASA RAMA
Digitally signed by MANASA RAMA
Date: 2026.04.20 19:58:47 +05'30'

Manasa Rama

Company Secretary and Compliance Officer

M. No: A42348

Place: Bengaluru

Date: April 20, 2026

PlaySimple Games Limited (Formerly PlaySimple Games Private Limited)
CIN: U72900KA2014PLC077406
Consolidated Statement of Cashflows for the year ended December 31, 2025
(All amounts in INR millions, except share and per share data, unless otherwise stated)

	Year ended December 31, 2025	Year ended December 31, 2024
Cash flow from Operating activities		
Profit before tax	4,866.90	7,137.00
Adjustments for:		
Depreciation expense	55.70	57.16
Interest income	(303.07)	(455.33)
Loss/ (gain) on sale of property, plant and equipment	(0.01)	(0.28)
Fair value loss on OCRPS	-	222.31
Interest on lease liabilities	16.43	4.71
Unwinding of discount on security deposits	(1.55)	(1.40)
Unrealised foreign exchange (gain)/ loss (net)	(53.60)	13.53
Operating cash flow before working capital changes	4,580.80	6,977.70
Working capital adjustments :		
Adjusted for increase /decrease in working capital		
(Increase)/decrease in Trade receivables	(845.56)	148.61
(Increase) in other financial assets	(1.74)	(0.09)
(Increase)/decrease in other assets	(116.77)	7.85
Increase in trade payables	1,134.19	327.44
Increase/(decrease) in provisions	141.18	(153.97)
Increase/(decrease) in other liabilities	123.93	(25.75)
Increase in other financial liabilities	102.28	242.37
Cash generated from operations	5,118.31	7,524.16
Income taxes paid (net of refunds)	(1,286.25)	(1,927.17)
Net cash generated from operating activities (A)	3,832.06	5,596.99
Cash flow from investing activities		
Payments for purchase of property, plant and equipment	(23.25)	(19.45)
Proceeds from sale of property, plant and equipment	0.07	0.55
Intercompany deposit given to related party	(3,291.91)	-
Investments in the bank deposit	(1,170.00)	(16,512.30)
Proceeds from redemption of bank deposits	8,838.50	13,684.10
Interest received on bank and other deposits	359.37	413.10
Net cash generated from/ (used in) investing activities (B)	4,712.78	(2,434.00)
Cash flow from financing activities		
Payment of interest on lease liabilities	(16.43)	(4.71)
Principal payment of lease liabilities	(23.06)	(33.09)
Payment of interim dividend	(11,576.83)	-
Net cash used in financing activities (C)	(11,616.32)	(37.80)
Net (decrease)/ increase in cash and cash equivalents (A)+(B)+(C)	(3,071.48)	3,125.19
Cash and cash equivalents at the beginning of year	7,242.89	4,015.86
Effect of exchange differences on balances with banks in foreign currency	224.77	101.84
Cash and cash equivalents at the end of year	4,396.18	7,242.89
Cash and cash equivalents as above comprises of the following (Refer Note 9)		
Cash on hand	0.00	0.00
Bank balances		
- in current accounts *	3,093.75	4,412.56
- deposits with original maturity of less than three months	1,302.43	2,830.33
Net Cash and cash equivalents	4,396.18	7,242.89
* Includes funds earmarked for Corporate Social Responsibility (CSR) expenditure held in a separate bank account	2.39	5.46

The above consolidated statement of cash flows should be read in conjunction with the accompanying notes.

This is the consolidated statement of cash flows referred to in our report of even date.

For **Price Waterhouse Chartered Accountants LLP**
Firm Registration Number: 012754N/N500016

ARUN KUMAR MANICKAM
Digitally signed by ARUN KUMAR MANICKAM
Date: 2026.04.20 22:41:45 +05'30'

Arun Kumar Manickam

Partner

Membership Number : 218094

Place: Bengaluru
Date: April 20, 2026

For and on behalf of the Board of Directors
PlaySimple Games Limited (Formerly PlaySimple Games Private Limited)

ANNA MARIA REDIN
Digitally signed by ANNA MARIA REDIN
Date: 2026.04.20 19:48:21 +05'30'

Anna Maria Redin

Director

DIN: 09279852

Place: Stockholm
Date: April 20, 2026

YOAV ECKER
Digitally signed by YOAV ECKER
Date: 2026.04.20 19:48:35 +05'30'

Yoav Ecker

Managing Director and
Chief Executive Officer

DIN: 11411545

Place: Tel Aviv
Date: April 20, 2026

PRADEEP KUMAR MISHRA
Digitally signed by PRADEEP KUMAR MISHRA
Date: 2026.04.20 19:59:48 +05'30'

Pradeep Kumar Mishra

Chief Financial Officer

Place: Bengaluru
Date: April 20, 2026

MANASA RAMA
Digitally signed by MANASA RAMA
Date: 2026.04.20 20:01:04 +05'30'

Manasa Rama

Company Secretary and
Compliance Officer

M. No: A42348

Place: Bengaluru
Date: April 20, 2026

1. General information

PlaySimple Games Limited (formerly PlaySimple Games Private Limited) ('the Company' or 'the Holding Company') was incorporated on November 24, 2014, as a private limited company under the Companies Act, 2013 ('the Act'). The Holding Company got converted to a public limited company and the name of the Holding Company changed to 'PlaySimple Games Limited' pursuant to a Shareholders' resolution dated January 22, 2026 and a fresh certificate of incorporation dated February 04, 2026 was issued. The registered office of the Holding Company is at Anjaneya Techno Park, No. 147, Kodihalli, HAL Old Airport Road, Bengaluru, Karnataka, India. The Holding Company and its subsidiaries (together referred to as the "Group") are engaged in designing, developing, building, customising, implementing and maintaining gaming, education and entertainment software applications for mobile phones and other devices for platforms like Android, iOS and other web-based applications and in designing and developing software for automating the process to create games and other entertainment software. The Holding Company is a wholly owned subsidiary of MTGx Gaming Holding AB, Sweden (Ultimate Holding Company: Modern Times Group MTG AB, Sweden) (PUBL).

The following subsidiaries of the Holding Company are considered in these Consolidated Financial Statements :

Name	Relationship	Country of Incorporation	% voting power held as at December 31, 2025
PlaySimple Games Pte Ltd	Subsidiary	Singapore	100
PlaySimple Games Ltd *	Subsidiary	Israel	100

* The subsidiary has been incorporated during the year ended December 31, 2025. Subsequently, on March 13, 2026 the Company has completed contribution towards share subscription.

2A. Basis of preparation

(a) Compliance with IndAS

The Consolidated financial statements comply in all material aspects with the Indian Accounting Standards (Ind AS) notified under Section 133 of the Companies Act, 2013 (the Act) [Companies (Indian Accounting Standards) Rules, 2015] and other relevant provisions of the Act.

The Board of Directors approved the Consolidated financial statements for the year ended December 31,2025 and authorised for issue on April 20, 2026.

(b) Historical cost convention

The Consolidated financial statements have been prepared on historical cost basis, except for the following:

- certain financial assets and liabilities measured at fair value,
- defined benefit plan - plan assets measured at fair value.

All assets and liabilities have been classified as current or non-current as per the criteria set out in Schedule III (Division II) to the Act. Based on the nature of services and the time between the acquisition of assets/ inputs for processing and their realisation of cash and cash equivalents, the Group has ascertained its operating cycle as 12 months for the purpose of current/ non-current classification of assets and liabilities.

2B Critical estimates and judgements

The preparation of financial statements requires the use of accounting estimates which, by definition, will likely differ from the actual results. Management also needs to exercise judgement in applying the Group's accounting policies.

This note provides an overview of the areas that involved a higher degree of judgement or complexity, and of items which are more likely to be materially adjusted due to final outcomes deviating from estimates and assumptions made. Detailed information about each of these estimates and judgements is included in relevant notes together with information about the basis of calculation for each affected line item in the financial statements.

The areas involving critical estimates or judgments are:

- (a) Estimation of defined benefit obligation and other employee performance and long term incentive plans (Refer note 27)

Estimates and judgements are continually evaluated. They are based on historical experience and other factors, including expectations of future events that might have a financial impact on the Group and that are believed to be reasonable under the circumstances.

3A Material accounting policies

(a) Principles of consolidation

Subsidiaries are all entities over which the Group has control. The Group controls an entity where the Group is exposed, or has rights, to variable returns from its involvement with the entity and has the ability to affect those returns through its power to direct the relevant activities of the entity. Subsidiaries are fully consolidated from the date on which control is transferred to the Group. They are deconsolidated from the date when control ceases. The Group combines the financial statements of the Holding Company, and its subsidiaries line-by-line adding together like items of assets, liabilities, equity, income and expenses. Intercompany transactions, balances and unrealised gains on transactions between group companies are eliminated. Unrealized losses are also eliminated unless the transaction provides evidence of an impairment of the transferred asset.

3A Material accounting policies (continued)

(b) Financial instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

Financial assets and liabilities are recognised when the Group becomes a party to the contract that gives rise to financial assets and liabilities. Financial assets 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 or loss) are added to or deducted from the fair value measured on initial recognition of financial asset or financial liability. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss are recognised immediately in profit or loss.

Financial assets and liabilities

Classification, initial recognition and subsequent measurement

Financial assets other than equity instruments are classified into : financial assets at fair value through profit or loss and at amortised cost. Financial assets that are equity instruments are classified as fair value through profit or loss or fair value through other comprehensive income. Financial liabilities are classified into financial liabilities at fair value through profit or loss and other financial liabilities.

Financial assets at amortised cost: Financial assets having contractual terms that give rise on specified dates to cash flows that are solely payments of principal and interest on the principal outstanding and that are held within a business model whose objective is to hold such assets to collect such contractual cash flows are classified in this category. Initially, financial assets are measured at fair value, and subsequently, these are measured at amortised cost using the effective interest method less any impairment losses. Financial assets classified at amortized cost comprise trade receivables, security deposits and fixed deposits.

Financial assets at fair value through other comprehensive income: Financial assets are measured at fair value through other comprehensive income if these financial assets are held within a business whose objective is achieved by both collecting contractual cash flows on specified dates that are solely payments of principal and interest on the principal amount outstanding and selling financial assets.

Financial assets at fair value through profit and loss (FVTPL): Financial assets are measured at fair value through profit or loss unless it is measured at amortised cost or at fair value through other comprehensive income on initial recognition.

Financial liabilities: Financial liabilities are classified as measured at amortised cost or FVTPL. A financial liability is classified as at FVTPL if it is classified as held-for-trading, or it is a derivative or it is designated as such on initial recognition. Financial liabilities at FVTPL are measured at fair value and net gains and losses, including any interest expense, are recognised of profit and loss. Other financial liabilities are subsequently measured at amortised cost using the effective interest method.

Fair value measurement of financial instruments: The carrying amounts of trade receivables, trade payables and cash and cash equivalents, other financial assets and other financial liabilities are considered to be the same as their fair values, largely due to their short-term nature.

De-recognition of financial asset and financial liabilities: The Group derecognizes a financial asset only when the contractual rights to the cash flows from the asset expires or it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another entity. If the Group neither transfers nor retains substantially all the risks and rewards of ownership and continues to control the transferred asset, the Group recognizes its retained interest in the asset and an associated liability for amounts it may have to pay. If the Group retains substantially all the risks and rewards of ownership of a transferred financial asset, the Group continues to recognize the financial asset and also recognizes a collateralized borrowing for the proceeds received.

Financial liabilities are derecognised when these are extinguished, that is when the obligation is discharged, cancelled or has expired.

Impairment of financial assets: The Group assesses on a forward-looking basis the expected credit losses associated with its assets carried at amortised cost. The impairment methodology applied depends on whether there has been a significant increase in credit risk. Note 30 details how the Group determines whether there has been a significant increase in credit risk.

(c) Employee benefits

Short-term obligations:

Liabilities for wages and salaries, including non-monetary benefits that are expected to be settled wholly within 12 months after the end of the period in which the employees render the related service are recognised in respect of employees' services up to the end of the reporting period and are measured at the amounts expected to be paid when the liabilities are settled. The liabilities are presented as other financial liabilities in the consolidated balance sheet.

Defined Contribution Plans:

Provident Fund: In accordance with the provisions of Employees Provident Fund and Miscellaneous Provisions Act, 1952 (as amended), eligible employees of the Group are entitled to receive benefits with respect to provident fund contribution, a defined contribution plan in which both the Group and the employee make a contribution on monthly basis at a determined rate. The contribution towards Provident Fund are deposited with the appropriate government authorities and Group's share of contribution to provident fund is charged to the Statement of Profit and Loss in the year to which they relate. The Group has no further obligations under these plans beyond its monthly contributions.

Defined Benefit Plans:

The Group provides benefit of gratuity to its employees which is treated as defined benefit plan. For defined benefit plans, the cost of providing benefits is determined using the Projected Unit Credit Method, with actuarial valuations being carried out at each balance sheet date. Remeasurement, comprising actuarial gains and losses, is reflected immediately in the balance sheet with a charge or credit recognised in other comprehensive income in the period in which they occur. Past service cost, both vested and unvested, is recognised as an expense at the earlier of (a) when the plan amendment or curtailment occurs; and (b) when the entity recognises related restructuring costs or termination benefits. The retirement benefit obligations recognised in the balance sheet represents the present value of the defined benefit obligations.

3A Material accounting policies (continued)

(c) Employee benefits (continued)

Other employee benefits:

Compensated absences: The employees can carry forward a portion of the unutilised accrued compensated absences and utilise them in future service periods or receive cash compensation on termination of employment. Since the compensated absences do not fall wholly within twelve months after the end of the period in which the employees render the related service, they are measured as the present value of expected future payments to be made in respect of services provided by the employees up to the end of the reporting period using the projected unit credit method.

The Group records an obligation for such compensated absences in the period in which the employee renders the services that increase their entitlement. The obligation is measured based on independent actuarial valuation using the projected unit credit method on the balance sheet date. The statement of profit and loss recognises remeasurement as a result of experience adjustments and changes in actuarial assumptions. The obligations are presented as Provisions in the consolidated balance sheet of the Group does not have an unconditional right to defer settlement for at least twelve months after the reporting period, regardless of when the actual settlement is expected to occur.

Other long term employee compensation plans

The Group has other long term incentive plans granted to eligible employees. The plans provide for additional payouts to such employees meeting the criteria as laid out in the respective plans. Obligation towards the same is actuarially determined at the end of each year. Actuarial losses/ gains are recognised in the statement of profit and loss in the year in which they arise. Also Refer note 27(III).

(d) Revenue recognition

Revenue is recognised in accordance with Ind AS 115 - Revenue from Contracts with Customers upon satisfaction of the identified performance obligations by transferring control of promised goods or services to customers, in an amount that reflects the consideration to which the Group expects to be entitled in exchange for those goods or services.

Revenue excludes amounts collected on behalf of third parties, including indirect taxes, where applicable. The Group derives revenue primarily from:

- 1) Application Income
- 2) Advertisement Income, and
- 3) Software development services.

Each revenue stream is evaluated to identify performance obligations, determine the transaction price, allocate the transaction price to performance obligations, and recognise revenue as and when the performance obligations are satisfied.

1) Application Income :

The Group's games are generally free-to-download and free-to-play, with income generated from in-game purchase and subscriptions. Revenue from sale via digital storefronts is measured at the transaction price, gross of any commission paid/ payable to the mobile platforms.

Players can purchase virtual coins from the digital storefront which they can then use within the app to purchase consumables, durables or subscriptions. Virtual currency is not a separate performance obligation, but a prepayment from the customer (a contract liability). Revenue is then recognized when the virtual currencies are used to acquire consumables or durables.

At the end of each reporting period, the amounts collected towards virtual currency and not consumed by the customer is carried as contract liability. Revenue from estimated breakages is recognised when the likelihood of further redemption of virtual currency becomes remote, i.e., when there is an expectation that the player will not demand performance. The expectation is developed using relevant historical experience.

There are different in-game purchases - Consumables (instant usage), durables (usage over time) and subscriptions:

- Durables represent items that are accessible to the player over an extended period of time. Revenue from Durables is recognised over a period of time that represents estimated average playing period of paying players, which is determined based on an analysis of game play behaviour/statistics.
- Consumables represent items that can be consumed by a specific player action and do not provide the player any continuing benefit following consumption. Revenue from consumables is recognized at the point in time when the consumable is delivered to the customer.
- Revenue from subscription is revenue is recognized over the time of the subscription period.

2) Advertisement revenue :

The Group earns advertisement revenue through in app advertisements. The Group has determined that displaying the advertisements within the mobile games is identified as a single performance obligation. The Group enters into contracts with Ad-networks which are platforms that act as intermediaries between the Group and advertisers, facilitating the buying and selling of advertising inventory across mobile games.

The transaction price in such advertising arrangements is established by the ad networks and is based on number of advertising units (e.g. impressions/clicks) delivered. Revenue from advertising services is recorded at the consideration received from the ad networks, which is in line with industry practice.

3A Material accounting policies (continued)

(d) Revenue recognition (continued)

3) Software Development Services :

The Group provides software development, enhancement and maintenance services, including the development and ongoing support of gaming applications for clients. The Group recognises revenue in respect of such services over time at the transaction price agreed with the customers.

Contract Assets and Contract Liabilities

A contract asset represents an entity's right to consideration in exchange for goods or services that the entity has transferred to a customer when such right is conditional on something other than the passage of time.

A contract liability is an entity's obligation to transfer goods or services to a customer for which the entity has received consideration (or an amount of consideration is due) from the customer. Advances received are recognised as contract liabilities until the related performance obligations are satisfied.

Principal vs Agent Considerations

An assessment is made as to whether the group acts as principal or agent in all transactions where another party is involved in providing products or services to the customer. In transactions where the Group acts as an agent, revenue is recognized net in the statement of profit and loss. In transactions where the Group is the principal, revenue is recognised gross in the statement of profit and loss.

3B Other accounting policies

(a) Property, plant and equipment:

Property, plant and equipment are stated at cost less accumulated depreciation and impairment losses, if any. Cost comprises of the purchase price and other directly attributable cost of bringing the asset to its working condition for its intended use. The Group identifies and determines separate useful lives for each major component of the property, plant and equipment, if they have a useful life that is materially different from that of the asset as a whole.

Expenses on existing property, plant and equipment, including day-to-day repairs, maintenance expenditure and cost of replacing parts, are charged to the statement of profit and loss for the year during which such expenses are incurred.

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Group and the cost of the item can be measured reliably. The carrying amount of any component accounted for as a separate asset is derecognised when replaced. All other repairs and maintenance are charged to profit or loss during the reporting period in which they are incurred.

The assets' residual values and useful lives are reviewed, and adjusted if appropriate, at the end of each reporting period.

An asset's carrying amount is written down immediately to its recoverable amount if the asset's carrying amount is greater than its estimated recoverable amount.

Gains and losses on disposals are determined by comparing proceeds with carrying amount. These are included in profit or loss within other income/other expense, as appropriate.

(b) Depreciation

Depreciation is calculated using the written down method to allocate the cost of the assets, net of their residual values, over their estimated useful lives as follows:

The estimated useful lives as assessed by management are as under:

Asset category	Useful life (management estimate)
Computers	3 Years
Office equipment	5 Years
Furniture and fixtures	10 Years
Leasehold improvements	*

* Leasehold improvements are amortised over the primary period of the lease or useful lives of the assets, whichever is lower.

The useful lives have been determined based on Schedule II to the Companies Act, 2013, in order to reflect the actual usage of the assets. The residual values are not more than 5% of the original cost of the asset. The estimated useful lives, residual values and depreciation method are reviewed at the end of each reporting period, with the effect of any changes in estimate accounted for on a prospective basis.

3B Other accounting policies (continued)

(c) Leases

At inception of a contract, the Group assesses whether a contract is, or contains, a lease. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

As a lessee

At commencement or on modification of a contract that contains a lease component, the Group allocates the consideration in the contract to each lease component on the basis of its relative stand-alone prices. However, for the leases of property the Group has elected not to separate non-lease components and account for the lease and non-lease components as a single lease component.

The Group recognises a right-of-use asset and a lease liability at the lease commencement date. The right-of-use asset is initially measured at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or before the commencement date, plus any initial direct costs incurred and an estimate of costs to dismantle and remove the underlying asset or to restore the underlying asset or the site on which it is located, less any lease incentives received.

The right-of-use asset is subsequently depreciated using the straight-line method from the commencement date to the earlier of the end of the useful life of the right-of-use asset or the end of the lease term, unless the lease transfers ownership of the underlying asset to the Group by the end of the lease term or the cost of the right-of-use asset reflects that the Group will exercise a purchase option. In that case the right-of-use asset will be depreciated over the useful life of the underlying asset, which is determined on the same basis as those of property and equipment. In addition, the right-of-use asset is periodically reduced by impairment losses, if any, and adjusted for certain remeasurements of the lease liability.

The lease liability is initially measured at the present value of the lease payments that are not paid at the commencement date, discounted using the interest rate implicit in the lease or, if that rate cannot be readily determined, the Group's incremental borrowing rate. Generally, the Group uses its incremental borrowing rate as the discount rate.

The Group determines its incremental borrowing rate by obtaining interest rates from external financing sources and makes certain adjustments to reflect the terms of the lease and type of the asset leased

Lease payments included in the measurement of the lease liability comprise the following:

- fixed payments, including in-substance fixed payments;
- variable lease payments that depend on an index or a rate, initially measured using the index or rate as at the commencement date;
- amounts expected to be payable under a residual value guarantee; and
- the exercise price under a purchase option that the Group is reasonably certain to exercise, lease payments in an optional renewal period if the Group is reasonably certain to exercise an extension option, and penalties for early termination of a lease unless the Group is reasonably certain not to terminate early.

The lease liability is measured at amortised cost using the effective interest method. It is remeasured when there is a change in future lease payments arising from a change in an index or rate, if there is a change in the Group's estimate of the amount expected to be payable under a residual value guarantee, if the group changes its assessment of whether it will exercise a purchase, extension or termination option or if there is a revised in-substance fixed lease payment.

When the lease liability is remeasured in this way, a corresponding adjustment is made to the carrying amount of the right-of-use asset, or is recorded in profit or loss if the carrying amount of the right-of-use asset has been reduced to zero.

The Group presents right-of-use assets that do not meet the definition of investment property as a separate line item and the lease liabilities in the Restated Consolidated Statement of Assets and Liabilities within 'Financial Liabilities'.

The Group applies the short-term lease recognition exemption to its short-term leases (i.e., those leases that have a lease term of 12 months or less from the commencement date and do not contain a purchase option). It also applies the lease of low-value assets recognition exemption to leases that are considered to be low value. Lease payments on short-term leases and leases of low-value assets are recognized as expense on a straight-line basis over the lease term.

(d) Income tax

The income tax expense or credit for the period is the tax payable on the current period's taxable income based on the applicable income tax rate for each jurisdiction adjusted by changes in deferred tax assets and liabilities attributable to temporary differences and to unused tax losses.

Deferred tax is recognized on temporary differences between the carrying amounts of assets and liabilities in the Consolidated Financial Statements and the corresponding tax bases used in the computation of taxable profit/(Loss). Deferred income tax is determined using tax rates (and laws) that have been enacted or substantially enacted by the end of the reporting period and are expected to apply when the related deferred income tax asset is realised or the deferred income tax liability is settled.

Deferred tax assets are recognised for all deductible temporary differences and unused tax losses only if it is probable that future taxable amounts will be available to utilise those temporary differences and losses.

Deferred tax liabilities are generally recognized for all taxable temporary differences. Deferred tax is not recognized if it arises from the initial recognition of assets and liabilities in a transaction (other than in a business combination) that affects neither the taxable profit nor the accounting profit.

Deferred tax assets and liabilities are offset where there is a legally enforceable right to offset current tax assets and liabilities and where the deferred tax balances relate to the same taxation authority. Current tax assets and tax liabilities are offset where the entity has a legally enforceable right to offset and intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously.

Current and deferred tax is recognised in profit or loss, except to the extent that it relates to items recognised in other comprehensive income or directly in equity. In this case, the tax is also recognised in other comprehensive income or directly in equity, respectively. The carrying amount of deferred tax assets is reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered. Unrecognized deferred tax assets are reassessed at each reporting date and are recognized to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

3B Other accounting policies (continued)

(e) Trade receivables:

Trade receivables are amounts due from customers for goods sold or services performed in the ordinary course of business and reflect the Group's unconditional right to consideration (that is, payment is due only on the passage of time). Trade receivables are recognised initially at the transaction price as they do not contain significant financing components. The Group holds the trade receivables with the objective of collecting the contractual cash flows and therefore measures them subsequently at amortised cost using the effective interest method, less loss allowance.

For trade receivables, the Group applies the simplified approach required by Ind AS 109, which requires expected lifetime losses to be recognised from initial recognition of the receivables.

(f) Provisions and contingent liabilities

A provision is recognized if, as a result of a past event, there is a present legal or constructive obligation that can be estimated reliably, and it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation. If the effect of the time value of money is material, provisions are determined by discounting the expected future cash flows.

Contingent liabilities are disclosed when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Group or a present obligation that arises from past events where it is either not probable that an outflow of resources will be required to settle the obligation or a reliable estimate of the amount cannot be made. Contingent assets are neither recognized nor disclosed in the financial statements.

The Group does not recognize a contingent liability but discloses its existence in the financial statements.

(g) Interest income

Interest income from financial assets at FVTPL is disclosed as interest income within other income. Interest income on financial assets at amortised cost is recognised in profit or loss as part of other income.

Interest income is calculated by applying the effective interest rate to the gross carrying amount of a financial asset except for financial assets that subsequently become credit impaired.

(h) Foreign currency transactions

Functional currency

The consolidated financial statements of the Group are presented in Indian Rupees (INR), which is the presentation currency of the Group. Each entity within the Group determines its functional currency, being the currency of the primary economic environment in which the entity operates, in accordance with Ind AS 21 - The Effects of Changes in Foreign Exchange Rates.

Transactions

Foreign currency transactions are recorded at the exchange rates prevailing on the date of the transaction. Foreign currency denominated monetary assets and liabilities are restated into the functional currency using exchange rates prevailing on the consolidated balance sheet date. Gains or losses arising on settlement and restatement of foreign currency denominated monetary assets and liabilities are recognised in the consolidated statement of profit and loss. Non-monetary assets and liabilities denominated that are measured at historical cost are not restated.

Transaction gains or losses realized upon settlement of foreign currency transactions are included in determining net profit for the year. Revenue, expenses and cash-flow items denominated in foreign currencies are translated into the relevant functional currencies using the exchange rate in effect on the date of the transaction.

Foreign operations

The results and financial position of foreign operations that have a functional currency different from the presentation currency are translated into the presentation currency as follows:

- assets and liabilities are translated at the closing rate at the date of that balance sheet
- income and expenses are translated at average exchange rates (unless this is not a reasonable approximation of the cumulative effect of the rates prevailing on the transaction dates, in which case income and expenses are translated at the dates of the transactions), and
- all resulting exchange differences are recognised in other comprehensive income as foreign currency translation reserve.

(i) Cash and cash equivalents

Cash and cash equivalents includes cash on hand and deposits held with banks with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value.

(j) Impairment of assets

Assets are tested for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognised for the amount by which the asset's carrying amount exceeds its recoverable amount. The recoverable amount is the higher of an asset's fair value less costs of disposal and value in use. For the purposes of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash inflows which are largely independent of the cash inflows from other assets or groups of assets (cash-generating units). Non-financial assets are reviewed for possible reversal of the impairment at the end of each reporting period.

3B Other accounting policies (continued)

(k) Trade and other payables

These amounts represent liabilities for goods and services provided to the Group prior to the end of the financial year which are unpaid. The amounts are unsecured and are usually paid within the credit period given by the vendors. Trade and other payables are presented as current liabilities unless payment is not due within 12 months after the reporting period. They are recognised initially at their fair value and subsequently measured at amortised cost using the effective interest method.

(l) Contributed equity

Equity shares are classified as equity. Incremental costs directly attributable to the issue of new shares are shown in equity as a deduction, net of tax, from the proceeds.

(m) Dividends

Provision is made for the amount of any dividend declared, being appropriately authorised and no longer at the discretion of the entity, on or before the end of the reporting period but not distributed at the end of the reporting period.

(n) Earnings per share

Basic earnings per share is calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the year.

Earnings considered for calculating diluted earnings per share is the net profit or loss for the year. The weighted average number of equity shares outstanding during the period and for all periods presented is adjusted for events, such as bonus shares, other than the conversion of potential equity shares, if any, which have changed the number of equity shares outstanding, without a corresponding change in resources. For the purpose of calculating diluted earnings per share, the net profit or loss for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period is adjusted for the effects of all dilutive potential equity shares.

(o) Segment reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker. The Board of director's of the Group has been identified as chief operating decision maker (CODM). The CODM assesses the financial information and position of the Group and makes strategic decision. Refer note 28 for segment information.

(p) Standards issued but not yet effective

The Ministry of Corporate Affairs (MCA) vide its notifications dated May 7, 2025 and August 13, 2025 issued the Companies (Indian Accounting Standards) Amendment Rules, 2025. These amendments are effective for the annual reporting periods beginning on or after from April 1, 2025 (except certain amendments to Ind AS 1 below which are applicable from April 1, 2026) .

- Classification of Liabilities as Current or Non-current and Non-current Liabilities with Covenants - Amendments to Ind AS 1;
- Supplier Finance Arrangements - Amendments to Ind AS 7 and Ind AS 107;
- International Tax Reform - Pillar Two Model Rules - Amendments to Ind AS 12; and
- Lack of Currency Exchangeability - Amendments to Ind AS 21.

The above amendments are not expected to have a material impact on the Group's financial statements.

(q) New and amended standards adopted by the Group

The Ministry of Corporate Affairs vide notification dated September 9, 2024 and September 28, 2024 notified the Companies (Indian Accounting Standards) Second Amendment Rules, 2024 and Companies (Indian Accounting Standards) Third Amendment Rules, 2024, respectively, which amended/ notified certain accounting standards (see below), and are effective for annual reporting periods beginning on or after April 1, 2024:

- Insurance contracts - Ind AS 117; and
- Lease Liability in Sale and Leaseback - Amendments to Ind AS 116

These amendments did not have any material impact on the amounts recognised in prior periods and are not expected to significantly affect the current or future periods.

(r) Amounts included in the financial statements are reported in million of Indian rupees (INR) except share and per share data, as per the requirement of Schedule III, unless otherwise stated. The sign '0.00' in the financial statements indicates that the amounts involved are below INR five thousand and the sign '-' indicates that amounts are nil.

PlaySimple Games Limited (Formerly PlaySimple Games Private Limited)
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Notes to Consolidated Financial Statements as at December 31, 2025
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4(a) Property, plant and equipment

	Computers	Office equipment	Furniture and fixtures	Leasehold improvements	Total
Gross carrying amount					
Balance as at January 01, 2024	60.49	10.88	4.71	7.31	83.39
Additions	15.81	2.79	0.78	0.07	19.45
Disposals	12.40	0.28	0.21	-	12.89
Balance as at December 31, 2024	63.90	13.39	5.28	7.38	89.95
Additions	18.67	3.36	0.79	0.44	23.26
Disposals	-	0.43	0.04	-	0.47
Balance as at December 31, 2025	82.57	16.32	6.03	7.82	112.74
Accumulated depreciation					
Balance as at January 01, 2024	37.92	5.33	1.36	5.28	49.89
Depreciation for the year	18.87	3.10	1.02	1.39	24.38
Disposals	12.06	0.34	0.21	-	12.61
Balance as at December 31, 2024	44.73	8.09	2.17	6.67	61.66
Depreciation for the year	15.95	3.51	0.85	0.63	20.94
Disposals	-	0.36	0.03	-	0.39
Balance as at December 31, 2025	60.68	11.24	2.99	7.30	82.21
Carrying amount (Net)					
Balance as at December 31, 2024	19.17	5.30	3.11	0.71	28.29
Balance as at December 31, 2025	21.89	5.08	3.04	0.52	30.53

Note: The Group has not pledged any property, plant and equipment during the current or previous year.

4(b) Right-of-use assets and lease liabilities

As a lessee

The Group leases office premises which range from 3 to 9 years with an option to renew the lease on expiry. These leases have renewal and/or termination options, which are assessed to determine if those options would affect the duration of the lease term.

Lease payments are subject to escalation every year to reflect market rentals. These premises are restricted from entering into any sub-lease arrangements.

(i) Movement in right-to-use assets:

	Amount
Gross carrying amount	
Balance as at January 01, 2024	137.82
Additions	-
Disposals	-
Balance as at December 31, 2024	137.82
Additions	-
Remeasurement *	155.14
Disposals	-
Balance as at December 31, 2025	292.96
Accumulated depreciation	
Balance as at January 01, 2024	63.10
Depreciation for the year	32.78
Deletions	-
Balance as at December 31, 2024	95.88
Depreciation for the year	34.76
Deletions	-
Balance as at December 31, 2025	130.64
Carrying amount (Net)	
Balance as at December 31, 2024	41.94
Balance as at December 31, 2025	162.32

(ii) Movement in lease liabilities during the

Particulars	As at December 31, 2025	As at December 31, 2024
Balance at beginning of the year	49.11	82.20
Remeasurement *	146.97	-
Amount recognised in the statement of profit and loss as interest on lease liabilities	16.43	4.71
Payment of lease liabilities	(39.49)	(37.80)
Balance at end of the year	173.02	49.11

* The remeasurement (non-cash item) of lease liabilities for the year ended December 31, 2025 pertains to changes in management's estimate to reflect revised lease term of nine years from the five years initially assessed at lease commencement. As a result of the remeasurement, lease liabilities increased by INR 146.97 million (December 31, 2024: INR Nil, with a corresponding adjustment to right-of-use assets of INR 155.14 million (December 31, 2024: INR Nil).

(iii) Amounts recognised in consolidated balance sheet

Particulars	As at December 31, 2025	As at December 31, 2024
The consolidated balance sheet shows the following amounts relating to leases:		
Particulars		
Right-of-use assets		
Buildings	162.32	41.94
Total	162.32	41.94
Particulars		
Lease Liabilities		
Current	27.53	37.60
Non-current	145.49	11.51
Total	173.02	49.11

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Notes to Consolidated Financial Statements as at December 31, 2025

(All amounts in INR millions, except share and per share data, unless otherwise stated)

4(b) Right-of-use assets and lease liabilities (continued)

	Year ended December 31, 2025	Year ended December 31, 2024
(iv) Amounts recognised in the consolidated statement of profit and loss		
The consolidated statement of profit and loss shows the following amounts relating to leases:		

Particulars		
a) Depreciation charge on right-of-use assets		
Buildings	34.76	32.78
b) Interest expense (included in finance costs)	16.43	4.71

The Group does not have any short term lease or low value assets.

The total cash outflow for leases for the year is INR 39.49 million (December 31, 2024: INR 37.80 million).

(v) Details regarding contractual maturities of lease liabilities as at year ended on an undiscounted basis is as follows	Year ended December 31, 2025	Year ended December 31, 2024
Less than 1 year	41.68	39.69
1 to 5 years	164.97	11.64
5 to 10 years	6.76	-
Total	213.41	51.33

Net debt reconciliation	As at December 31, 2025	As at December 31, 2024
Cash and cash equivalents	4,396.18	7,242.89
Lease liabilities	(173.02)	(49.11)
Surplus/(Net debt)	4,223.16	7,193.78

	Cash and cash equivalents	Lease liabilities	Surplus/ (Net Debt)
Surplus/(Net debt) as at January 01, 2024	4,015.86	(82.20)	3,933.66
Cash Flows	3,125.19	33.09	3,158.28
Foreign exchange adjustments	101.84	-	101.84
Interest expense	-	(4.71)	(4.71)
Interest paid	-	4.71	4.71
Surplus/(Net debt) as at December 31, 2024	7,242.89	(49.11)	7,193.78
Cash Flows	(3,071.48)	23.06	(3,048.42)
Foreign exchange adjustments	224.77	-	224.77
Remeasurement	-	(146.97)	(146.97)
Interest expense	-	(16.43)	(16.43)
Interest paid	-	16.43	16.43
Surplus/(Net debt) as at December 31, 2025	4,396.18	(173.02)	4,223.16

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Notes to Consolidated Financial Statements as at December 31, 2025

(All amounts in INR millions, except share and per share data, unless otherwise stated)

	As at December 31, 2025	As at December 31, 2024
5 Financial assets		
(a) Other financial assets (Non-current)		
Bank deposits with remaining maturity of more than 12 months *	-	82.52
Security deposits	26.70	33.06
	<u>26.70</u>	<u>115.58</u>
* Includes accrued interest	-	5.12
(b) Loans (Current)		
Intercompany Deposits to related party (Refer note below and note 25)*	3,380.64	-
	<u>3,380.64</u>	<u>-</u>
* Includes accrued interest (net of exchange differences on foreign currency translation amounting to INR 1.96 million)	88.73	-
Break-up of security details		
Loans considered good – secured	-	-
Loans considered good – unsecured	3,380.64	-
Loans which have significant increase in credit risk	-	-
Loans – credit impaired	-	-
Total	3,380.64	-
Loss allowance	-	-
Total loans	3,380.64	-
The movement of Loans (Current) as at year ended		
Beginning of the year	-	-
Intercompany deposits advanced	3,291.91	-
Intercompany deposits repayments received	-	-
Interest charged	88.73	-
Interest received	-	-
Balance at the end of the year	3,380.64	-

The above financial assets are measured at amortised cost.

Notes:

(i) During the year ended December 31, 2025, PlaySimple Games Pte Ltd., (“the subsidiary”) extended an unsecured intercompany deposit to MITGx Gaming Holding AB, Sweden, the ultimate holding company, with an original maturity date of December 31, 2025. The interest is payable on maturity along with the principal deposit. The maturity date was extended to March 31, 2026, vide Amendment 1 dated December 22, 2025, and further extended to April 30, 2026 subsequent to the year-end vide Amendment 2 dated March 30, 2026. The details of deposits given during the year have been summarised below:

(a) USD 5.00 million and SGD 20.00 million (USD equivalent 14.73 million) totalling to INR 1,773.49 million, pursuant to an agreement dated January 29, 2025, carrying an interest rate of 4.0784% per annum. The Group recognised accrued interest of USD 0.74 million (INR 66.35 million) as at the year end. Subsequent to the year end, USD 17.00 million (principal USD 16.20 and interest until the date of repayment USD 0.80) (INR 1,567.80 million) was received on January 29, 2026 and USD 3.56 million (principal USD 3.53 million and interest until the date of repayment USD 0.03 million) (INR 329.54 million) on April 08, 2026 towards full repayment.

(b) SGD 3.75 million (USD equivalent 2.89 million) amounting to INR 260.04 million pursuant to an agreement dated May 5, 2025, carrying an interest rate of 4.0984% per annum. The Group recognised accrued interest of USD 0.08 million (INR 7.02 million) as at the year end. Subsequent to the year end, the Group received USD 3.00 million (principal USD 2.89 million and interest until the date of repayment USD 0.11 million) (INR 277.77 million) on April 08, 2026 towards full repayment.

(c) USD 7.00 million (INR 629.19 million) pursuant to an agreement dated July 10, 2025, carrying an interest rate of 4.0784% per annum. The Group recognised accrued interest of USD 0.13 million (INR 12.05 million) as at the year end. Subsequent to the year end, the Group received USD 7.21 million (principal USD 7.00 million and interest until the date of repayment USD 0.21 million) (INR 667.57 million) on April 08, 2026 towards full repayment.

(d) USD 7.00 million (INR 629.19 million) pursuant to an agreement dated November 5, 2025, carrying an interest rate of 3.8684% per annum. The Group recognised accrued interest of USD 0.04 million (INR 3.31 million) as at the year end. Subsequent to the year end, the Group received USD 7.11 million (principal USD 7.00 million and interest until the date of repayment USD 0.11 million) (INR 658.31 million) on April 08, 2026 towards full repayment.

(ii) There were no loans or advances in the nature of loans granted to promoters, directors, key managerial personnel, or related parties (as defined under the Companies Act, 2013) that were repayable on demand or without specified terms or period of repayment.

6 (a) Income tax assets

The movement in Income tax assets (non-current) as at year ended (refer note below)

Particulars	As at	As at
	December 31, 2025	December 31, 2024
Balance at the beginning of the year	71.04	114.91
Less: Income tax refund received	-	(67.81)
Add: Advance tax paid (including self-assessment tax and TDS)	296.65	1,831.21
Less: Provision for taxes	(252.71)	(1,807.27)
Balance at the end of the year*	114.98	71.04
*Include amount paid under protest	7.24	7.24

The movement of Current Income Tax Liabilities as at year ended

Balance at the beginning of the year	(72.28)	(71.11)
Add: Advance tax paid (including self-assessment tax and TDS)	989.60	162.88
Less: Provision for taxes	(1,064.58)	(164.05)
Balance at the end of the year	(147.26)	(72.28)

Income tax expense in the consolidated statement of profit and loss consists of:

Particulars	As at	As at
	December 31, 2025	December 31, 2024
Tax expense / (Credit):		
Current tax*	1,317.29	1,971.36
Deferred tax	(40.72)	(46.28)
Income tax expense reported in the consolidated statement of profit or loss	1,276.57	1,925.08

* The subsidiary of the Holding Company renders services to customers in a foreign jurisdiction, who have deducted withholding taxes amounting to INR 72.31 million (December 31, 2024: INR 91.74 million). Of this amount, foreign tax credit of INR 1.14 million (December 31, 2024: INR 1.25 million) has been adjusted against the subsidiary's income tax liability. The remaining ineligible credit amounting to INR 71.17 million (December 31, 2024: INR 90.49 million) has been written off and recognised under Current tax in the Consolidated Statement of Profit and Loss and included within the Tax expense/(Credit).

Income tax recognised in other comprehensive income

Particulars	As at	As at
	December 31, 2025	December 31, 2024
Income tax on items that will not be reclassified to profit or loss	(2.84)	(8.31)
Total	(2.84)	(8.31)

The reconciliation of tax expense and the accounting profit multiplied by Indian statutory income tax rate :

Profit before tax	4,866.90	7,137.00
Enacted income tax rate in India	25.168%	25.168%
Computed expected tax expense	1,224.90	1,796.24
Effect of :		
Fair value loss on OCRPS	-	55.91
Corporate social responsibility (CSR)	25.99	9.87
Ineligible foreign tax credit	71.17	90.49
Income taxed at special rate - subsidiary	(47.84)	(28.59)
Other timing differences	2.35	1.16
Income tax expense	1,276.57	1,925.08

Note: The income tax assets and current tax liabilities for the Holding Company are determined based on financial year as per Indian Income Tax Act.

6 (b) Deferred tax assets (net)

Movement of deferred tax asset for the year ended

Particulars	January 01, 2025	Amount recognised in statement of profit and loss	Amount recognised in statement to other comprehensive income	December 31, 2025
	Property, plant and equipment	5.74	(0.07)	-
Right-of-use assets	(10.54)	(30.33)	-	(40.87)
Lease liabilities	12.30	31.24	-	43.54
Gratuity	19.09	35.22	(2.84)	51.47
Compensated absences	11.82	(0.36)	-	11.46
Other employee performance and long term incentive plans	260.43	20.40	-	280.83
Other timing differences	5.68	(0.30)	-	5.38
Net deferred tax assets	304.52	55.80	(2.84)	357.48

Particulars	January 01, 2024	Amount recognised in statement of profit and loss	Amount recognised in statement to other comprehensive income	December 31, 2024
	Property, plant and equipment	4.80	0.94	-
Right-of-use assets	(18.81)	8.27	-	(10.54)
Lease liabilities	20.69	(8.39)	-	12.30
Gratuity	20.09	7.31	(8.31)	19.09
Compensated absences	39.70	(27.88)	-	11.82
Employee incentive plans	199.44	60.99	-	260.43
Other timing differences	0.64	5.04	-	5.68
Net deferred tax assets	266.55	46.28	(8.31)	304.52

Movement of deferred tax liabilities for the year ended

Particulars	January 01, 2025	Amount recognised in statement of profit and loss	Amount recognised in statement to other comprehensive income	December 31, 2025
	Deferred tax of subsidiary (Interest Income)	-	(15.08)	-
Deferred tax liabilities	-	(15.08)	-	(15.08)

Note: There are no items for the year ended December 31, 2024 which require creation of deferred tax liabilities.

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	As at December 31, 2025	As at December 31, 2024
7 Other assets		
Non-current		
Prepaid expenses	0.02	1.75
Balance with Government authorities	61.43	58.90
	61.45	60.65
Current		
Prepaid expenses	34.24	32.43
Balance with Government authorities	73.27	1.84
Deferred commission	34.98	15.16
Other receivables *	34.69	-
	177.18	49.43

* Includes INR 25.44 million incurred by the Holding Company relating to certain qualifying expenses towards proposed Initial Public Offering ("IPO") of its equity shares and such expenses have been recognised under Other Assets (current). The Holding Company expects to recover such amounts from its selling shareholders.

	As at December 31, 2025	As at December 31, 2024
8 Trade receivables		
Trade receivables from contract with customers - billed	3,258.57	2,297.18
Trade receivables from contract with customers - unbilled [^]	207.78	199.16
Less: loss allowance	-	-
Total receivables	3,466.35	2,496.34
Current portion	3,466.35	2,496.34
Non-current portion	-	-
Break-up of security details		
Trade receivables considered good - secured	-	-
Trade receivables considered good - unsecured	3,466.35	2,496.34
Trade receivables which have significant increase in credit risk	-	-
Trade receivables - credit impaired	-	-
Total	3,466.35	2,496.34
Loss allowance	-	-
Total trade receivables	3,466.35	2,496.34

[^]The receivable is 'unbilled' because the Group has not yet issued an invoice; however, the balance has been included under trade receivables (as opposed to contract assets) because it is an unconditional right to consideration.

8(a) Trade Receivables ageing schedule

Particulars	Unbilled	Not due	Outstanding for following periods from the due date					Total
			Less than 6 months	6 months to 1 year	1-2 years	2-3 years	More than 3 years	
As at December 31, 2025								
Undisputed Trade receivables:								
- Considered good	207.78	3,163.48	94.86	0.21	0.02	-	-	3,466.35
- Which have a significant increase in credit risk	-	-	-	-	-	-	-	-
- Credit impaired	-	-	-	-	-	-	-	-
Disputed Trade receivables:								
- Considered good	-	-	-	-	-	-	-	-
- Which have a significant increase in credit risk	-	-	-	-	-	-	-	-
- Credit impaired	-	-	-	-	-	-	-	-
Total	207.78	3,163.48	94.86	0.21	0.02	-	-	3,466.35

As at December 31, 2024

Particulars	Unbilled	Not due	Outstanding for following periods from the due date					Total
			Less than 6 months	6 months to 1 year	1-2 years	2-3 years	More than 3 years	
Undisputed Trade receivables:								
- Considered good	199.16	2,118.16	179.02	-	-	-	-	2,496.34
- Which have a significant increase in credit risk	-	-	-	-	-	-	-	-
- Credit impaired	-	-	-	-	-	-	-	-
Disputed Trade receivables:								
- Considered good	-	-	-	-	-	-	-	-
- Which have a significant increase in credit risk	-	-	-	-	-	-	-	-
- Credit impaired	-	-	-	-	-	-	-	-
Total	199.16	2,118.16	179.02	-	-	-	-	2,496.34

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	As at December 31, 2025	As at December 31, 2024
9 Cash and cash equivalents		
Bank balances		
- in current accounts *	3,093.75	4,412.56
- deposits with original maturity of less than three months #	1,302.43	2,830.33
Cash on hand	0.00	0.00
	<u>4,396.18</u>	<u>7,242.89</u>
* Includes funds earmarked for Corporate Social Responsibility expenditure held in a separate bank account	2.39	5.46
# Includes accrued interest	2.43	0.35

There are no repatriation restrictions with regard to cash and cash equivalents as at the end of current and prior reporting periods.

	As at December 31, 2025	As at December 31, 2024
10 Bank balances other than cash and cash equivalents		
Deposits with banks with remaining maturity of more than three months but less than twelve months #	102.43	7,833.85
	<u>102.43</u>	<u>7,833.85</u>
# Includes accrued interest	3.93	144.20

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11 Share capital	As at December 31, 2025		As at December 31, 2024	
	No. of Shares	Amount	No. of Shares	Amount
(a) Authorised				
(i) Equity shares:				
Equity Shares of INR 1 (December 31, 2024: INR 1) each [Refer note (j) below for increase in authorised capital subsequent to year end]	4,13,280	0.41	4,13,280	0.41
(ii) Cumulative Compulsorily Convertible Preference shares (CCPS)				
Series Seed CCPS of INR 40 (December 31, 2024: INR 40) each	33,843	1.34	33,843	1.34
Series A CCPS of INR 100 (December 31, 2024: INR 100) each	86,610	8.66	86,610	8.66
(iii) Optionally Convertible Redeemable Preference Shares (OCRPS)				
OCRPS of INR 2000 (December 31, 2024 : INR 2000) each	150	0.30	150	0.30
	5,33,883	10.71	5,33,883	10.71
(b) Equity shares - Issued, subscribed and paid-up				
Equity Shares of INR 1 (December 31, 2024: INR 1) each	3,88,495	0.39	3,40,495	0.34
	3,88,495	0.39	3,40,495	0.34
(c) Instruments in the nature of equity - Issued, subscribed and paid-up				
OCRPS of INR 2000 each (December 31, 2024: INR 2000) each	-	-	60	0.12
	-	-	60	0.12

(d) **Details of shareholders holding more than 5% shares in the Group as at reporting date:**

Particulars	As at December 31, 2025			As at December 31, 2024		
	No. of Shares	Amount	Percentage of Holding	No. of Shares	Amount	Percentage of Holding
Equity Shares of INR 1 each fully paid up						
MTGx Gaming Holding AB, Sweden	3,69,294	0.37	95.06%	3,40,495	0.34	100.00%
OCRPS of INR 2,000 each fully paid up						
M/s Simple Holdings	-	-	0.00%	60	0.12	100.00%

(e) **The reconciliation of number of shares outstanding and the amount of share capital is set out below:**

Particulars	As at December 31, 2025			As at December 31, 2024		
	Number of shares	Par Value (in INR)	Amount	Number of shares	Par Value (in INR)	Amount
Equity Shares						
Balance at the beginning of the year	3,40,495	1	0.34	3,20,495	1	0.32
Add: Equity shares issued during the year	48,000	1	0.05	20,000	1	0.02
Balance at the end of the year	3,88,495		0.39	3,40,495		0.34
Particulars						
OCRPS						
Balance at the beginning of the year	60	2,000	0.12	-	-	-
Add: Issue of OCRPS	-	-	-	60	2,000	0.12
Less : Reclassification of OCRPS to equity on extinguishment of liability	(60)	2,000	(0.12)	-	-	-
Balance at the end of the year	-	-	-	60	-	0.12

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11 Share capital(continued)**(f) Terms, rights, preferences and restrictions attached to shares**

The Group has only one class of equity shares having par value of INR 1 per share. Each shareholder is eligible for one vote per share held. The dividend, if proposed by the Board of Directors, is subject to the approval of the shareholders in the Annual General Meeting, except in case of interim dividend which is declared by the Board of Directors. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Group after distribution of all preferential amounts, in proportion to their shareholding.

Refer note 13 for the terms related to OCRPS.

(g) There are no shares reserved for issue under options and contracts / commitments for the sale of shares.

(h) There are no bonus shares issued or bought back during the period of five years immediately preceding the reporting date. Refer note 39(i) for subsequent events.

(i) Disclosure of Shareholding of Promoters:

Shares held by promoters at the end of the year Promoter Name	As at December 31, 2025			As at December 31, 2024		
	No of shares	% of total shares	% Change during the year	No of shares	% of total shares	% Change during the year
MTGx Gaming Holding AB	3,69,294	95.06%	4.94%	3,40,495	100.00%	6.24%
Modern Times Group MTG AB (Sweden) (PUBL) #	1	0.00%	0.00%	-	-	-

* includes beneficial holding of 1 equity shares each held by MTG Digital Networks Holding AB (Sweden), MTGx eSports Holding AB (Sweden), MTGx Investment AB (Sweden), MTG Broadcasting AB (Sweden) [December 31, 2024: Nil] and MTGx International AB (Sweden) [December 31, 2024: 1].

MTGx Gaming Holding AB, Sweden is the beneficiary owner of the share

(j) Pursuant to resolutions passed in the meeting of the Board of Directors held on April 01, 2026 and the Extraordinary General Meeting of the Shareholders held on April 01, 2026, the Holding Company has amended its Memorandum of Association to:

- First increase in the authorised equity share capital from INR 10.73 million divided into 413,280 equity shares of face value of INR 1/- each to INR 232.69 million divided into 232,685,280 equity shares having face value of INR 1/- each.

- Subsequently, reclass the authorised share capital from INR 232.69 million divided into 232,685,280 equity shares of face value of INR 1/- each, INR 1.35 million divided into 33,843 Series Seed preference shares of face value of INR 40/- each, INR 8.66 million divided into 86,610 Series A CCPS of face value of INR 100/- each and INR 0.30 million divided into 150 OCRPS of face value of INR 2,000/- each to INR 243.00 million divided into 243,000,000 equity shares of face value of INR 1/- each.

(k) Pursuant to resolutions passed by the Board of Directors on January 11, 2026, 5,380 equity shares of INR 1/- each, 1,937 equity shares of INR 1/- each and 2,283 equity shares of INR 1/- held by M/s. Aymara Holdings, M/s. Ratnatraya Holdings and M/s. Helios Holdings respectively has been transferred to Modern Times Group MTG AB (Sweden) (PUBL).

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	As at December 31, 2025	As at December 31, 2024
12 Other equity - Reserves and surplus		
(i) Reserves and surplus		
(a) Securities Premium		
Balance at the beginning of the year	298.14	298.12
Movement during the year	0.07	0.02
Balance at the end of the year	298.21	298.14
(b) Retained Earnings		
Balance at the beginning of the year	14,025.74	461.70
Add: Profit for the year	3,590.33	5,211.92
Less: Interim dividend paid (Refer note 36)	(11,576.83)	-
Add: Remeasurement of employee defined benefit plans	8.43	24.50
Add: Reversal on conversion of Optionally Convertible Redeemable Preference Shares (OCRPS) into equity shares (Refer note 13)	-	2,383.96
Add: Reclassification of OCRPS to equity on extinguishment of liability (Refer note 13)	-	5,943.66
Balance at the end of the year	6,047.67	14,025.74
(ii) Foreign currency translation reserve		
Balance at the beginning of the year	197.11	135.80
Add: Movement during the year	74.05	61.31
Balance at the end of the year	271.16	197.11
Total	6,617.04	14,520.99

Nature and purpose of reserves:

- (a) **Securities Premium:** Securities premium used to record the premium on shares. The reserve is utilised in accordance with the provisions of the Act.
- (b) **Retained Earning:** Retained earnings in Consolidated Statement of Profit and Loss are the profits that the Group has earned till date, reversal on conversion of OCRPS into Equity Shares less any dividends or other distributions paid to shareholders and remeasurement of employee defined benefit plans includes re-measurement loss/(gain) on defined benefit plans, net of taxes that will not be reclassified to Consolidated Statement of Profit and Loss.
- (c) **Foreign currency translation reserve:** Exchange differences arising on translation of the foreign operations are recognised in other comprehensive income and accumulated in this separate reserve within equity. The cumulative amount is reclassified to Consolidated Statement of Profit and Loss when the net investment in a foreign operation is disposed off.

	As at December 31, 2025	As at December 31, 2024
13 Other financial liabilities		
Non-current		
Other employee performance and incentives (Refer note 27(III))	406.91	435.72
	406.91	435.72
Current		
Financial Liability for OCRPS (FVTPL) (Refer Note below)	-	-
Employee payables	56.30	2.54
Other employee performance and incentives (Refer note 27(III))	679.82	603.20
	736.12	605.74

Note:

Terms of Optionally Convertible Redeemable Preference Shares (OCRPS) of INR 2,000 each

(a) The Holding Company had issued 100 OCRPS on June 30, 2021 to Preethi Reddy Kyatham, Siddharth Kumar Jain, Siddhanth Jain, and Suraj Nalin (together referred as "erstwhile promoters") vide the approval of the Board of Directors on May 20, 2021. On July 01, 2021, all the OCRPS were transferred by the erstwhile promoters to M/s Simple Holdings, a partnership firm held by erstwhile promoters.

(b) The OCRPS were convertible into a maximum of 800 fully paid-up Equity Shares of face value INR 1 each for 1 OCRPS of INR 2,000 each, which would occur only upon satisfaction of the performance-linked conditions (achievement of revenue and Earnings before interest, depreciation and amortisation ("EBIDTA") as per the second share purchase agreement dated July 02, 2021 over the tenure of the agreement.

(c) The OCRPS were redeemable at face value (i) if they were not converted into equity shares; or (ii) upon such other events and conditions as might have been mutually agreed between the OCRPS holders and the Holding Company (represented by the Board of Directors) in writing. The OCRPS holders are entitled to dividend at the rate of 0.001% per annum and the dividends are non-cumulative in nature. At inception, the OCRPS were classified as a financial liability in the financial statements, since these were convertible into variable number of equity shares.

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13 Other financial liabilities (continued)

(d) Out of 100 OCRPS, 40 OCRPS were converted into equity shares by the Holding Company during the financial years ended December 31, 2023 and December 31, 2024.

(e) On September 05, 2024, the Holding Company executed a Third Supplemental Agreement amending the terms of the OCRPS, removing the linkage of conversion of OCRPS into equity shares, which were earlier based on performance-linked conditions being satisfied.

(f) On December 10, 2024, the Holding Holding Company entered into a Fourth Supplemental Agreement, establishing a fixed conversion ratio for OCRPS at one OCRPS to 800 equity shares, resulting in the removal of the Holding Holding Company's obligation to deliver a variable number of equity shares upon conversion of OCRPS, in compliance with Ind AS 32 - Financial Instruments (Presentation). Consequently, the remaining balance of 60 OCRPS was reclassified as equity instruments of 48,000 at face value of OCRPS and the difference between the fair value and the face value of OCRPS amounting to INR 5,943.66 million was recognized under Retained Earnings in the Statement of Changes in Equity since it represents extinguishment of the Holding Company's liability upon amendment to the OCRPS agreement.

(g) The Holding Company converted 36 OCRPS and 24 OCRPS into equity shares on April 14, 2025 and December 23, 2025 respectively. Further based on the Fifth Supplementary Agreement dated December 23, 2025, the equity shares held by M/s Simple Holdings were transferred to M/s Aymara Holdings, M/s Ratnatraya Holdings and M/s Helios Holdings on January 8, 2026.

(vi) Movement of OCRPS Liability

	As at December 31, 2025		As at December 31, 2024	
	No of OCRPS	Amount	No of OCRPS	Amount
Balance at the beginning of the year	-	-	85	8,105.45
Less : OCRPS converted to equity shares during the year	-	-	(25)	(2,383.96)
Add: Change in Fair value of OCRPS	-	-	-	222.31
Less: Transferred to retained earnings upon reclassification to equity on extinguishment of liability	-	-	-	(5,943.66)
Less: Reclassification from liability to equity	-	-	(60)	(0.14)
Balance at the end of the year	-	-	-	-

14 Provisions**Non-current**

Gratuity (Refer note 27(II))

	As at December 31, 2025	As at December 31, 2024
Gratuity (Refer note 27(II))	125.74	3.86
	125.74	3.86

Current

Gratuity (Refer note 27(II))

Compensated absences

Gratuity (Refer note 27(II))	8.96	-
Compensated absences	45.57	46.93
	54.53	46.93

Note:

(i) The obligation for compensated absences are presented under current provisions in the Consolidated Balance Sheet as the Group does not have an unconditional right to defer settlement for at least twelve months after the reporting period, regardless of when the actual settlement is expected to occur. However, based on past experience, the Group does not expect all employees to take full amount of accrued leave or require payment within the next 12 months. Amount of compensated absences not expected to be settled within the next 12 months is INR 42.75 million (December 31, 2024: INR 44.51 million).

(ii) also refer Note 37 impact of new Labour Code introduced during the year.

15 Trade payables

(a) total outstanding dues of micro and small enterprises;

(b) total outstanding dues of other than micro and small enterprises

(i) related parties (Refer note 25)

(ii) others

	As at December 31, 2025	As at December 31, 2024
(a) total outstanding dues of micro and small enterprises;	6.11	0.49
(b) total outstanding dues of other than micro and small enterprises		
(i) related parties (Refer note 25)	87.87	97.92
(ii) others	3,552.90	2,202.06
	3,646.88	2,300.47

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15 Trade payables (Continued)

15(a) Trade Payables ageing schedule

Particulars	Unbilled	Not due	Outstanding for following periods from due date of				Total
			Less than 1 year	1-2 years	2-3 years	More than 3 years	
As at December 31, 2025							
Undisputed trade payables							
(i) Micro and small enterprises	-	6.11	-	-	-	-	6.11
(ii) Others	1,504.20	1,430.95	705.62	-	-	-	3,640.77
Disputed trade payables							
(i) Micro and small enterprises	-	-	-	-	-	-	-
(ii) Others	-	-	-	-	-	-	-
Total	1,504.20	1,437.06	705.62	-	-	-	3,646.88

Particulars	Unbilled	Not due	Outstanding for following periods from due date of				Total
			Less than 1 year	1-2 years	2-3 years	More than 3 years	
As at December 31, 2024							
Undisputed trade payables							
(i) Micro and small enterprises	-	0.49	-	-	-	-	0.49
(ii) Others	494.50	1,155.88	649.60	-	-	-	2,299.98
Disputed trade payables							
(i) Micro and small enterprises	-	-	-	-	-	-	-
(ii) Others	-	-	-	-	-	-	-
Total	494.50	1,156.37	649.60	-	-	-	2,300.47

15(b) The amounts due to micro and small suppliers registered under the Micro, Small and Medium Enterprises Development Act 2006 (MSMED Act) as at December 31, 2025 and December 31, 2024 are as follows:

	As at December 31, 2025	As at December 31, 2024
(a) Principal amount due to suppliers under MSMED Act	6.11	0.49
(b) Interest accrued and due to suppliers under MSMED Act on the above amount	-	-
(c) Payment made to suppliers (other than interest) beyond appointed day during the year	-	-
(d) Interest paid to suppliers under MSMED Act	-	-
(e) Interest due and payable to suppliers under MSMED Act towards payments already made	-	-
(f) Interest accrued and remaining unpaid at the end of the accounting year	-	-
(g) The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise for the purpose of disallowance as a deductible expenditure under section 23 of the MSMED Act.	-	-
16 Other current liabilities		
Statutory dues payable	126.11	25.67
Corporate Social Responsibility unspent obligation [Refer note 23(ii)(h)]	2.39	5.46
Contract Liabilities [Refer Note 16(a)]	<u>224.77</u>	<u>177.84</u>
	353.27	208.97

16(a) Contract liabilities

Opening Balance	177.84	176.30
Revenue recognised during the year	(177.84)	(176.30)
Deferred during the year	<u>224.77</u>	<u>177.84</u>
Closing Balance	224.77	177.84

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	Year ended December 31, 2025	Year ended December 31, 2024
17 Revenue from operations		
Sale of services		
Application income #	3,336.18	3,631.14
Advertisement income ##	19,169.23	14,796.55
Software development services*	92.78	340.94
	<u>22,598.19</u>	<u>18,768.63</u>

*includes revenue from related party amounting to INR: Nil (December 31, 2024: INR 7.25 million) (Refer note 25)

also referred to as revenue from in-app purchases (IAP Revenue)

also referred to as revenue from in-app ads (IAA Revenue)

	Year ended December 31, 2025	Year ended December 31, 2024
(a) Details of disaggregation of revenue		
India	-	-
Outside India	22,598.19	18,768.63
	<u>22,598.19</u>	<u>18,768.63</u>

(b) Reconciling the amount of revenue recognised in the consolidated statement of profit and loss with the contracted price

Revenue from contracts with customers as per contracted price	22,598.19	18,768.63
Adjustment	-	-
Revenue from contracts with customers as per Consolidated Statement of Profit and Loss	<u>22,598.19</u>	<u>18,768.63</u>

(c) Performance obligations and remaining performance obligations

The aggregate value of performance obligations that are completely or partially unsatisfied as of December 31, 2025, is INR 224.77 million (December 31, 2024: INR 177.84 million). Out of this, the Group expects to recognise revenue of INR 224.77 million (December 31, 2024: INR 177.84 million) within the next one year.

	Year ended December 31, 2025	Year ended December 31, 2024
18 Other income		
Interest income		
-on bank deposits	216.30	455.33
-on Intercompany Deposit to related party	86.77	-
-unwinding of discount on security deposits	1.55	1.40
Net gain on foreign currency transactions	125.28	43.68
Gain on sale of property, plant and equipment (net)	0.01	0.28
Miscellaneous income*	9.89	3.26
	<u>439.80</u>	<u>503.95</u>

*includes management service income from related party amounting to INR 9.25 million (December 31, 2024: INR Nil) (Refer note 25)

	Year ended December 31, 2025	Year ended December 31, 2024
19 Advertisement and sales commission		
Advertisement expenses	14,399.40	8,992.49
Sales commission	893.98	973.37
	<u>15,293.38</u>	<u>9,965.86</u>

	Year ended December 31, 2025	Year ended December 31, 2024
20 Employee benefits expense		
Salaries, bonus allowance and incentives (Refer note 27(III) for incentives)	1,977.30	1,460.12
Contribution to provident and other funds (Refer note 27(I))	24.89	23.04
Gratuity (Refer note 27(II))	142.39	26.88
Compensated absences	0.17	(109.84)
Staff welfare expenses	30.84	30.84
	<u>2,175.59</u>	<u>1,431.04</u>

* The reversal of INR Nil (December 31, 2024: INR 109.84 million) is primarily attributable to changes in actuarial assumptions used in the valuation of the obligation.

	Year ended December 31, 2025	Year ended December 31, 2024
21 Finance costs		
Interest on shortfall of advance tax	-	1.50
Interest on lease liabilities (Refer note 4(b)(iv))	16.43	4.71
	<u>16.43</u>	<u>6.21</u>

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	Year ended December 31, 2025	Year ended December 31, 2024
22 Depreciation expense		
Depreciation on property, plant and equipment (Refer note 4(a))	20.94	24.38
Depreciation on right-of-use assets (Refer note 4(b)(iv))	34.76	32.78
	<u>55.70</u>	<u>57.16</u>
	Year ended December 31, 2025	Year ended December 31, 2024
23 Other expenses		
Legal and professional expenses [Refer note (i) below]	57.24	40.62
Management Service Fee [Refer note 25]	214.71	175.43
Fair value loss on OCRPS [Refer note 13]	-	222.31
CSR expenditure [Refer note (ii) below]	103.26	39.23
Power and Fuel	3.89	4.02
Repairs and maintenance		
- Others	3.02	1.04
Insurance	3.00	3.65
Software and license expenses	90.86	67.10
Server expense *	126.57	100.76
Office expenses	4.59	4.86
Telephone and internet charges	2.84	2.89
Travelling and conveyance	12.89	7.61
Miscellaneous expenses	7.12	5.79
	<u>629.99</u>	<u>675.31</u>

* Server expense includes license and subscription expense of INR 32.58 million (December 31,2024: INR 23.56 million).

(i) Includes payment to auditors		
Audit fees (excluding applicable taxes)		
- Statutory audit	4.50	4.00
- Certification	0.50	0.20
- Group audit services	2.00	4.00
- Out of pocket expenses	0.00	0.00
	<u>7.00</u>	<u>8.20</u>
(ii) CSR expenditure		
(a) Amount required to be spent during the year	103.26	39.23
(b) Amount approved by the board to be spent during the year	103.26	39.23
(c) Amount spent during the year		
(i) Construction/acquisition of an asset	-	-
(ii) On purposes other than (i) above	103.26	39.23
(d) Shortfall/ (Excess) at the end of year	-	-
(e) Due date of transfer to the CSR unspent account	NA	NA
(f) Actual date of transfer to the CSR unspent account	NA	NA
(g) Number of days of delay, if any	NA	NA
(h) Details of unspent obligations	-	-

In case of Section 135(5) of the Companies Act, 2013 (Ongoing project)						
Opening balance as at January 01, 2025		Amount required to be spent during the year	Amount spent during the year		Closing balance as at December 31, 2025	
With Group	In Separate CSR Unspent account		From Group's bank account	From Separate CSR Unspent account	With Group	In Separate CSR Unspent account
-	5.46	103.26	103.26	3.07	-	2.39

In case of Section 135(5) of the Companies Act, 2013 (Ongoing project)						
Opening balance as at January 01, 2024		Amount required to be spent during the year	Amount spent during the year		Closing balance as at December 31, 2024	
With Group	In Separate CSR Unspent account		From Group's bank account	From Separate CSR Unspent account	With Group	In Separate CSR Unspent account
-	15.08	39.23	39.23	9.62	-	5.46

	As at December 31, 2025	As at December 31, 2024
(i) Nature of CSR activities	1) Healthcare 2) Education 3) Promotion of sports	1) Healthcare 2) Education 3) Promotion of sports

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	Year ended December 31, 2025	Year ended December 31, 2024
24 Contingent liabilities		
Claims against the Group not acknowledged as debts (Refer Notes below)	23.68	23.68
	<u>23.68</u>	<u>23.68</u>

Notes

(a) Income tax matter relates to certain disallowances proposed by the Income Tax authorities for the financial year 2016-17, resulting in a demand of INR 23.68 million. The Group has disputed the demand raised by the Income Tax authorities and accordingly has filed an appeal with the Commissioner of Income Tax (Appeals), Bengaluru. The Group paid an amount of INR Nil (December 31, 2024: INR 5.23 million) during the financial year 2019-20 and 2021-22 under protest against the demand order. Further, the Income Tax authorities had also adjusted refund amount of INR Nil (December 31, 2024: INR 2.01 million) pertaining to financial year 2015-16 against the demand raised for financial year 2016-17. The Group has disclosed the total amount paid under protest of INR 7.24 million (December 31, 2024: INR 7.24 million) under Income tax assets in the consolidated financial statements.

(b) It is not practicable for the Group to estimate the timings of cash outflows, if any, in respect of the above pending resolution of the respective proceedings.

(c) The Group does not anticipate any reimbursements in respect of the above contingent liabilities.

(d) Based on the advice from its tax experts, the Group believes that its position will be upheld at higher authority level. Accordingly, no provision has been recognised in these consolidated financial statements.

25 Related Party Disclosures

A Names of related parties and description of relationship:

Ultimate holding company	Modern Times Group MTG AB, Sweden (PUBL)	
Holding company	MTGx Gaming Holding AB, Sweden	
Fellow subsidiaries with whom transactions entered into	MTGx Germany GmbH, Germany MTGx US Corporation, USA	
Key Management Personnel	Siddharth Kumar Jain	Chief Executive Officer (CEO) (resigned w.e.f August 31, 2025)
	Milind Digambar Kulabkar	Director (resigned w.e.f April 16, 2026)*
	Arnd Benninghoff	Director*
	Anna Maria Redin	Director*
	Nils Holger Mosko	Director (resigned w.e.f October 09, 2024)*
	Yoav Ecker	Managing Director (w.e.f December 08, 2025) and Chief Executive Officer (w.e.f December 31, 2025)
	Nicholas Ashley Hopkins	Director (w.e.f January 22, 2026)
	Neha Rajen Gada	Director (w.e.f January 22, 2026)
	Smita Affinwalla	Director (w.e.f January 22, 2026)
	Uday Shirish Bhansali	Director (w.e.f January 22, 2026)
	Simon Lars Walther Hahn	Director (w.e.f April 01, 2026)
	Pradeep Kumar Mishra	Chief Financial Officer (CFO) (w.e.f September 01, 2025)
	Manasa Rama	Company Secretary (CS) (w.e.f December 22, 2025) and Compliance Officer (w.e.f January 22, 2026)
Relatives of Key Management Personnel	Preethi Reddy Kyatham Siddhanth Jain	Spouse of Siddharth Kumar Jain Brother of Siddharth Kumar Jain
Entities where CEO Siddharth Kumar Jain & his relative are partners	M/s Simple Holdings M/s Aymara Holdings M/s Ratnatraya Holdings M/s Helios Holdings	Partnership firm Partnership firm * Partnership firm * Partnership firm *

* No transactions during the current and previous year.

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25 Related Party Disclosures (continued)

B Summary of transactions and balances with related parties during the year is as follows

Transactions with related parties during the year is as follows

Nature of Transactions	Year ended December 31, 2025	Year ended December 31, 2024
(i) Software development services InnoGames GmbH, Germany	-	7.25
(ii) Management Service Fee MTGx Gaming Holding AB, Sweden	214.71	175.43
(iii) Management Service Income (Miscellaneous income) MTGx Gaming Holding AB, Sweden	9.25	-
(iv) Interest accrued on Intercorporate Deposit (loan) MTGx Gaming Holding AB, Sweden	86.77	-
(v) Software and License expense Modern Times Group MTG AB, Sweden (PUBL) MTGx Germany GmbH, Germany	6.29 13.13	-
(vi) Reimbursement of expenses incurred on behalf of Group MTGx US Corporation, USA	10.94	-
(vii) Reimbursement of expenses incurred by Group on behalf MTGx Gaming Holding AB, Sweden	25.44	-
(viii) Intercorporate Deposit (loan) given MTGx Gaming Holding AB, Sweden	3,291.91	-
(ix) Conversion of OCRPS into equity shares M/s Simple Holdings	0.12	0.05
(x) Interim dividends paid MTGx Gaming Holding AB, Sweden	11,576.83	-
(xi) Remuneration Key Management Personnel		
<i>Siddharth Kumar Jain</i>		
(i) Short term employee benefits	99.29	7.00
(ii) Post employment benefits	3.26	0.01
<i>Yoav Ecker</i>		
(i) Short term employee benefits	28.94	-
<i>Pradeep Kumar Mishra</i>		
(i) Short term employee benefits	7.18	-
(ii) Other long-term employee benefits	1.64	-
<i>Manasa R</i>		
(i) Short term employee benefits	0.28	-
Others		
<i>Preethi Reddy Kyatham</i>		
(i) Short term employee benefits	76.09	8.43
(ii) Post employment benefits #	(0.95)	(0.13)
<i>Siddhanth Jain</i>		
(i) Short term employee benefits	64.69	6.81
(ii) Post employment benefits #	3.62	(0.04)
	284.04	22.08

negative represents reversals on account of reduction in gratuity liability.

(xi) **Reimbursement of expenses**

Siddharth Kumar Jain

- 1.53

C Balances with related parties is as follows

	As at December 31, 2025	As at December 31, 2024
(i) Other Assets (Other receivables) MTGx Gaming Holding AB, Sweden	34.69	-
(ii) Loans, including accrued interest (Intercorporate Deposit) MTGx Gaming Holding AB, Sweden	3,380.64	-
(iii) Trade Payable MTGx Gaming Holding AB, Sweden MTGx US Corporation, USA MTGx Germany GmbH, Germany	73.39 10.93 3.55	97.92 - -

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25 Related Party Disclosures (continued)

C Balances with related parties is as follows (continued)

	As at December 31, 2025	As at December 31, 2024
(v) Remuneration Payable		
Key Management Personnel		
<i>Siddharth Kumar Jain</i>		
(i) Short term benefits	-	1.42
(ii) Post employment benefits	-	1.04
<i>Yoav Ecker</i>		
(i) Short term benefits	28.90	-
<i>Pradeep Kumar Mishra</i>		
(i) Short term benefits	1.35	-
(ii) Long term benefits	1.64	-
<i>Manasa R</i>		
(i) Short term benefits	0.06	-
Others		
<i>Siddhanth Jain</i>		
(i) Short term benefits	-	1.21
(ii) Post employment benefits	-	1.03
<i>Preethi Reddy Kyatham</i>		
(i) Short term benefits	-	0.53
(ii) Post employment benefits	-	0.95
	Year ended December 31, 2025	Year ended December 31, 2024
26 Earnings per share (refer notes below)		
Profit for the year	3,590.33	5,211.92
Weighted average number of equity shares outstanding	3,61,641	3,32,057
Weighted average number of equity shares on conversion of outstanding OCRPS	-	48,000
Weighted average number of equity shares before the issue of bonus shares (A)	3,61,641	3,80,057
Bonus factor (B) [refer note 39(i)]	600	600
Weighted average number of equity shares post adjustment of bonus shares issued (A*B)	21,69,84,600	22,80,34,200
Weighted average number of equity shares outstanding for basic earnings per share	21,73,46,241	22,84,14,257
Nominal value per share	1	1
Earnings per share - Basic	16.52	22.82
Diluted		
Profit for the year	3,590.33	5,211.92
Weighted average number of equity shares outstanding for diluted earnings per share	21,73,46,241	22,84,14,257
Nominal value per share	1	1
Earnings per share - Diluted	16.52	22.82

Notes:

(a) Pursuant to resolutions passed in the meeting of the Board of Directors held on April 01, 2026 and the Extraordinary General Meeting of the Shareholders held on April 01, 2026, the Company has issued 600 equity shares of face value INR 1 each as fully paid-up bonus shares for every 1 equity share of face value INR 1 held by the equity shareholders of the Company as of April 01, 2026. Pursuant to the resolution dated April 01, 2026, the Board of Directors of the Company accordingly, made an allotment of 233,097,000 bonus equity shares of INR 1/- each to its equity shareholders.

(b) In accordance with Ind AS 33, Earnings per Share, the number of equity shares outstanding for the purpose of calculating basic and diluted earnings per share has been retrospectively adjusted for all periods presented, as if the bonus issue had occurred at the beginning of the earliest period presented.

The bonus issue did not involve any cash outflow and did not result in any change in the Company's total equity; however, it resulted in an increase in the number of equity shares outstanding. Accordingly:

- The weighted average number of equity shares outstanding for the current year and comparative periods has been adjusted to reflect the bonus issue.

- The earnings per share for previous periods have been restated.

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27 Employee benefit obligations

(I) Defined Contribution plan

The Group makes contributions to Provident Fund, Labour Welfare Fund, Employees' State Insurance and Employee's Pension Scheme for Holding Company and Central Provident Fund for the Subsidiary. The contributions payable under this scheme by the Group are at rates specified in the rules of the scheme to a registered fund. The Group has no further obligation towards the scheme beyond the aforesaid contributions. The Group has recognised the following amounts in the Consolidated Statement of Profit and Loss:

	Year ended December 31, 2025	Year ended December 31, 2024
Contribution to provident and other funds	24.89	23.04
	24.89	23.04

(II) Defined benefit plan

(a) Gratuity Plan

The Group has a gratuity plan, which is a defined benefit plan. Every employee is entitled to a benefit equivalent to fifteen days salary last drawn for each completed year of service or part thereof in excess of six months as provided in the Payment of Gratuity Act, 1972, as amended. The same is payable in the event of death, or after five continuous years of service at the time of separation from the Group or retirement, whichever is earlier. The gratuity plan is a funded plan from current year and the Group makes contributions to recognised insurer managed funds in India.

The following tables summarise the components of net gratuity benefit expense recognised in the consolidated statement of profit and loss and other comprehensive income.

(i) The amounts recognised in the consolidated balance sheet and the movements in the net defined benefit obligation over the year are as follows:

Particulars	Present value of obligation	Fair value of Plan assets	Total
January 01, 2025	75.98	72.12	3.86
Current service cost	42.63	-	42.63
Interest cost	5.99	-	5.99
Interest income	-	4.89	(4.89)
Past service cost*	98.66	-	98.66
Interest income	-	-	-
Total amount recognised in Statement of Profit and Loss	147.28	4.89	142.39
Remeasurement (gains)/ losses			
arising from changes in demographic assumptions.	2.79	-	2.79
arising from changes in financial assumptions.	(49.31)	-	(49.31)
arising from changes in experience adjustments.	35.28	-	35.28
Return on plan assets, excluding amount recognised in net interest expense	-	0.03	(0.03)
Total amount recognised in other comprehensive income	(11.24)	0.03	(11.27)
Contributions:			
Benefit paid from the plan assets	(7.49)	(7.21)	(0.28)
December 31, 2025	204.53	69.83	134.70

Particulars	Present value of obligation	Fair value of Plan assets	Total
January 01, 2024	79.80	-	79.80
Current service cost	21.08	-	21.08
Interest cost	5.80	-	5.80
Interest income	-	-	-
Total amount recognised in Statement of Profit and Loss	26.88	-	26.88
Remeasurement (gains)/ losses			
arising from changes in demographic assumptions.	(4.68)	-	(4.68)
arising from changes in financial assumptions.	(20.19)	-	(20.19)
arising from changes in experience adjustments.	(3.94)	-	(3.94)
Return on plan assets, excluding amount recognised in net interest expense	-	4.00	(4.00)
Total amount recognised in other comprehensive income	(28.81)	4.00	(32.81)
Contributions:			
Employer Contributions to the plan asset	-	70.01	(70.01)
Benefit paid from the plan assets	(1.89)	(1.89)	-
December 31, 2024	75.98	72.12	3.86

* Includes: INR 63.08 million representing impact on account of removal of limit on gratuity payment. Balance INR 35.58 million represents impact on account of new Labour Codes (also refer note 37)

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27 Employee benefit obligations (continued)

The major categories of plan assets are as follows

Particulars

Investment in unquoted insurer managed funds

As at December 31, 2025	As at December 31, 2024
69.83	72.12

(ii) Assets and liabilities

Present Value of Obligation

204.53

75.98

Fair Value of Plan Assets

69.83

72.12

Net (Asset) / Liabilities

134.70

3.86

Current and non current classification

Current

8.96

-

Non-Current

125.74

3.86

Liability at year end

134.70

3.86

Year ended December 31, 2025	Year ended December 31, 2024
---------------------------------	---------------------------------

(iii) Actuarial assumptions

Discount rate

6.70%

6.85%

Salary growth rate

13.00%

15.00%

Retirement age

58 Years

58 Years

Mortality rate

100% of IALM
2012-14

100% of IALM 2012-
14

Employee attrition rate based on age

upto 34 years

14.00%

14.00%

35-39 years

6.00%

7.00%

40-44 years

10.00%

10.00%

45 and above years

0.00%

0.00%

Limit on gratuity payment

No Limit

2

(iv) Sensitivity Analysis

The sensitivity of the defined benefit obligation to changes in the weighted principal assumptions is:

Changes in assumption	Change in DBO	Impact on defined benefit obligation	
		December 31, 2025	December 31, 2024
Discount rate			
a. Increase by 100 basis points	Decrease by	14.30%	12.30%
b. Decrease by 100 basis points	Increase by	17.90%	10.20%
Salary growth rate			
a. Increase by 100 basis points	Increase by	16.70%	3.80%
b. Decrease by 100 basis points	Decrease by	13.80%	3.90%
Attrition rate			
a. Increase by 100 basis points	Decrease by	7.10%	0.10%
b. Decrease by 100 basis points	Increase by	5.60%	0.30%
Mortality rate			
a. Increase by 10%	Decrease by	0.20%	0.10%
b. Decrease by 10%	Increase by	0.20%	0.10%

The above sensitivity analysis is based on a change in an assumption while holding all other assumptions constant. In practice, this is unlikely to occur, and changes in some of the assumptions may not be correlated. When calculating the sensitivity of the defined benefit obligation to significant actuarial assumptions the same method (present value of the defined benefit obligation calculated with the projected unit credit method at the end of the reporting period) has been applied as and when calculating the defined benefit liability recognised in the Consolidated balance sheet.

(v) Defined benefit liability and employer contributions

Expected contributions to post-employment benefit plans (Gratuity) for the next year is INR 179.34 million (December 31, 2024: INR 17.71 million). The weighted average duration of the defined benefit obligation is 17 years (December 31, 2024: 11 years). The expected maturity analysis of undiscounted gratuity is as follows:

Particulars	As at	As at
	December 31, 2025	December 31, 2024
1 year	8.96	4.80
2 to 5 years	40.96	26.50
6 to 10 years	42.41	29.26
More than 10 years	655.45	147.30

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27 Employee benefit obligations (continued)**(vi) Composition of the plan assets is as follows:**

Particulars	As at December 31, 2025	As at December 31, 2024
Insurer managed funds	100.00%	100.00%

(vii) Risk Exposure

(1) Interest rates risk : The defined benefit obligation is calculated using a discount rate based on government bonds. If bond yields fall, the defined benefit obligation will tend to increase although this will be partially offset by an increase in value of the plan assets.

(2) Salary inflation risk: Higher than expected increases in salary will increase the defined benefit obligation.

(3) Demographic risks: This is the risk of variability of results due to factors like mortality, withdrawal, disability and retirement. The effect of these on the defined benefit obligation is not straight forward and depends upon the combination of salary increase, discount rate and attrition rate.

(4) Investment risks: The present value of the defined benefit plan liability is calculated using a discount rate which is determined by reference to market yields at the end of the reporting period on Government bonds. If the plan assets underperform this yield, this will create a deficit. The Group maintains plan asset for Gratuity through insurance company.

(III) Other employee performance and incentives

The Group has implemented various employee incentives and benefits plan namely Employee reward program (ERP), Variable Incentive Plan (VIP), Cash Bonus Scheme (CBS), Management Incentive Program (MIP), Retention Plan and Management Incentive Plan 2025 (MIP 2025), which are long-term in nature. The employee incentives are payable to certain eligible employees upto a period of five years, based on underlying agreement/plan.

(a) ERP represents payment of cash consideration in lieu of all cancelled vested options on termination of Employee Stock Options Plan, 2018 to certain eligible employees. The benefits associated with this plan are spread over a period of five years from August, 2021 to January, 2026.

(b) VIP is payable as per the payout value percentage defined when the Group's EBITDA exceeded the target EBITDA for respective benefit years defined in the plan. Further, if the Group missed a goal of EBITDA for a given year, the cumulative EBITDA needs to be considered in the next year for catchup and the total payout foregone in the earlier year would be paid in the subsequent year when the cumulative actual EBITDA exceeded the target EBITDA on cumulative basis. CBS is payable based on the thresholds criteria's defined for payout of the bonus based on the Compound Annual Growth Rate of sales and EBITDA measured over the Bonus period, as mentioned in the plan, and achievement of employee annual performance scorecard. The plan ended during the year ended December 31, 2025.

(c) CBS represents lump sum payouts to certain eligible employees for the period of service rendered under the Bonus period covering the financial years from 2022 to 2025. The employee is eligible for this bonus based on the thresholds criteria's defined for payout of the bonus based on the Compound Annual Growth Rate (CAGR) of sales and EBITDA measured over the Bonus period, as mentioned in the plan, and achievement of employee annual performance scorecard.

(d) MIP represents benefits granted to certain eligible employees, the payout amount and date of each tranche is specified by the Group for each individual eligible employees. The MIP is paid to the eligible employees in four separate tranches.

(e) The retention plan represents benefits granted to certain eligible employees - interns who will transition to full-time employment after completing internship. The payout amount and date of each tranche is specified by the Group for each individual eligible employees. The retention plan is paid to the eligible employees in three separate tranches.

(f) MIP 2025 represents benefits granted to certain eligible employees, the payout amount and date of each tranche is specified by the Group for each individual eligible employees. The MIP 2025 is paid to the eligible employees in three separate tranches.

Accordingly, the Group's liability under various plans has been determined based on actuarial valuation to determine the present value of employee incentive plans and the related current service cost and, where applicable, past service cost.

Short-term Bonus Plan - Represents discretionary payments to our employees from time to time, including a one-time bonus paid

(i) Expense recognised in the Consolidated Statement of Profit and Loss	Year ended	Year ended
	December 31, 2025	December 31, 2024
Retention Plan	26.09	27.20
Management Incentive Program (MIP)	11.07	40.38
Employee Reward Program (ERP)	(9.05)	86.83
Variable Incentive Plan (VIP)	38.05	39.30
Cash Bonus Scheme (CBS)	422.92	247.73
Management Incentive Plan 2025 (MIP 2025)	92.03	-
Bonus Plan (Short term plan) *	425.69	176.49
	1,006.80	617.93

* Includes discretionary one-time bonus payments to certain employees amounting to INR 288.98 million (December 31, 2024: INR Nil).

(ii) Amount recognised in the Consolidated Balance Sheet	As at	As at
	December 31, 2025	December 31, 2024
Current	679.82	603.20
Non-Current	406.91	435.72
	1,086.73	1,038.92

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27 Employee benefit obligations (continued)

(iii) Actuarial assumptions

December 31, 2025

	Retention Plan	MIP	ERP	VIP	CBS	MIP 2025
Discount rate	6.70%	6.70%	0.00%	NA	6.70%	6.70%
Employee attrition rate	15.00%	15.00%	0.00%	NA	0.00%	15.00%
Probability of achieving EBITDA target	NA	NA	NA	NA	100.00%	NA
Retirement age	58 Years	58 Years	58 Years	NA	58 Years	58 Years

December 31, 2024

	Retention Plan	MIP	ERP	VIP	CBS
Discount rate	6.85%	6.85%	6.85%	6.85%	6.85%
Employee attrition rate	11.00%	11.00%	8.00%	10.00%	5.00%
Probability of achieving EBITDA target	NA	NA	NA	100%	100%
Retirement age	58 Years	58 Years	58 Years	58 Years	58 Years

(iv) Sensitivity Analysis

Changes in assumption	Impact on defined benefit obligation (As at December 31, 2025)					
	Retention Plan	MIP	ERP	VIP	CBS	MIP 2025
Discount rate						
a. Increase by 100 basis points	(1.40%)	(0.40%)	(0.20%)	NA	(0.80%)	(2.60%)
b. Decrease by 100 basis points	0.40%	0.40%	0.20%	NA	0.80%	1.60%
Attrition rate						
a. Increase by 100 basis points	(0.90%)	(0.40%)	(0.10%)	NA	(0.90%)	(0.40%)
b. Decrease by 100 basis points	0.90%	0.40%	0.00%	NA	0.00%	2.20%

Changes in assumption	Impact on defined benefit obligation (As at December 31, 2024)				
	Retention Plan	MIP	ERP	VIP	CBS
Discount rate					
a. Increase by 100 basis points	(1.50%)	(1.40%)	(1.00%)	(1.20%)	(1.50%)
b. Decrease by 100 basis points	0.40%	0.40%	0.10%	0.10%	1.60%
Attrition rate					
a. Increase by 100 basis points	(5.00%)	(4.70%)	(1.60%)	(2.90%)	(4.00%)
b. Decrease by 100 basis points	5.30%	5.10%	1.60%	3.00%	4.20%

The above sensitivity analysis is based on a change in an assumption while holding all other assumptions constant. In practice, this is unlikely to occur, and changes in some of the assumptions may not be correlated. When calculating the sensitivity of the incentive plans to significant actuarial assumptions, the same method (present value of the incentive plans) as at the end of the reporting period has been applied as and when calculating the liability recognised in the consolidated balance sheet.

(v) Expected cash flows over the next (valued on undiscounted basis):

	As at December 31, 2025					
	Retention Plan	MIP	ERP	VIP	CBS	MIP 2025
1 year	19.50	37.82	50.07	NA	452.51	-
2 to 5 years	9.61	10.50	-	NA	342.20	106.12
	As at December 31, 2024					
	Retention Plan	MIP	ERP	VIP	CBS	
1 year	17.62	31.88	129.12	119.33	-	
2 to 5 years	-	40.29	64.28	-	365.30	

(vi) Weighted average duration as follows:

	Retention Plan	MIP	ERP	VIP	CBS	MIP 2025
December 31, 2025	0.88	0.42	0.08	-	0.86	2.16
December 31, 2024	0.93	0.87	0.40	0.57	1.63	NA

(vii) Risk Exposure

(1) Interest rates risk : The employee incentive obligation is calculated using a discount rate based on government bonds. If bond yields fall, the employee incentive obligation will tend to increase.

(2) Demographic risks: This is the risk of variability of results due to factors like mortality, withdrawal, disability and retirement. The effect of these on the employee incentive obligation is not straight forward and depends upon the combination of salary increase, discount rate and attrition rate.

28 (A) Segment reporting:

The Group's business activities fall within a single operating segment i.e. design, development and maintenance of gaming applications. The Chief Operating Decision Maker (CODM) reviews the Group's performance at an overall Group level. Accordingly, the Group has a single reportable operating segment.

	Year ended December 31, 2025	Year ended December 31, 2024
(i) Information about geographical areas (by originating location)		
India	155.97	227.64
Singapore	22,442.22	18,540.99
	Year ended December 31, 2025	Year ended December 31, 2024
(ii) Non-current assets (*)		
Within India	254.30	130.88
Outside India	-	-

(*) Non-current assets based on location of asset include property, plant and equipment, right-of-use assets and other non-current assets.

(iii) For information relating to major customers, refer to Note 3(d) to the Material accounting policies.

29 Fair value measurements

(i) The carrying value of financial instruments by categories as at December 31, 2025 is as follows:

	Fair value through profit and loss	Amortized cost	Total Carrying value
Financial assets - non current			
Security deposits	-	26.70	26.70
Financial assets - current			
Trade receivables	-	3,466.35	3,466.35
Cash and cash equivalents	-	4,396.18	4,396.18
Other bank balances	-	102.43	102.43
Intercompany deposits (loans)	-	3,380.64	3,380.64
Total assets	-	11,372.30	11,372.30
Financial liabilities-non current			
Other financial liabilities	-	406.91	406.91
Financial liabilities- current			
Trade payables	-	3,646.88	3,646.88
Other financial liabilities	-	736.12	736.12
Total liabilities	-	4,789.91	4,789.91

The carrying value of financial instruments by categories as at December 31, 2024 is as follows:

	Fair value through profit and loss	Amortized cost	Total Carrying value
Financial assets - non current			
Security deposits	-	33.06	33.06
Bank Deposits	-	82.52	82.52
Financial assets - current			
Trade receivables	-	2,496.34	2,496.34
Cash and cash equivalents	-	7,242.89	7,242.89
Other bank balances	-	7,833.85	7,833.85
Total assets	-	17,688.66	17,688.66
Financial liabilities-non current			
Other financial liabilities	-	435.72	435.72
Financial liabilities- current			
Trade payables	-	2,300.47	2,300.47
Other financial liabilities	-	605.74	605.74
Total liabilities	-	3,341.93	3,341.93

(ii) Fair value hierarchy

Level 1 - The fair value of financial instruments traded in active markets (such as publicly traded derivatives and equity securities) is based on quoted market prices at the end of the reporting period.

Level 2 - The fair value of financial instruments that are not traded in an active market (for example, traded bonds, over-the-counter derivatives) is determined using valuation techniques which maximise the use of observable market data and rely as little as possible on entity-specific estimates.

Level 3 - If one or more of the significant inputs is not based on observable market data, the instrument is included in level 3.

All financial assets and liabilities of the Group are classified as Level 3. The carrying amounts of the current financial assets and liabilities are considered to be the same as their fair values, due to their short-term nature. The carrying amount of non-current financial assets (comprising of security and bank deposits) and non-current financial liabilities (comprising of leases and employee performance and incentive plans) are considered to approximate their fair values since there has been no significant change in the interest rates since inception of these assets and liabilities.

PlaySimple Games Limited (Formerly PlaySimple Games Private Limited)

CIN: U72900KA2014PLC077406

Notes to Consolidated Financial Statements for the year ended December 31, 2025

(All amounts in INR millions, except share and per share data, unless otherwise stated)

30 Financial risk management

The Group's principal financial liabilities pertain to employee liabilities, leases and trade payables and principal financial assets include trade receivables, cash and cash equivalents, balances with banks and other financial assets. The Group's risk management is predominantly controlled by a central treasury department (the Ultimate Holding Company's treasury) under policies approved by the Board of Directors.

The central treasury identifies, evaluates and hedges financial risks, provide principles for overall risk management, as well as policies covering specific areas, such as foreign exchange risk, interest rate risk, credit risk and investment of excess liquidity in consultation with the Group's Board of Directors.

(i) Market risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk pertains to currency risk and is with respect to trade receivables & payables and bank balances in foreign currency.

The sensitivity analyses in the following section relate to the position as at December 31, 2025 and December 31, 2024. The analyses exclude the impact of movement in market variables on: the carrying values of gratuity and other provisions.

(a) Foreign currency risk

Foreign currency risk is the risk that the fair value or future cash flows of an exposure will fluctuate because of changes in foreign exchange rates. The Group's exposure to the risk of changes in foreign exchange rates relates primarily to the Group's operating activities (when revenue or expense is denominated in a foreign currency) and the Group's net investments in foreign subsidiary. The Group did not enter into any derivative instruments for hedge or speculation. The year end foreign currency exposures are given below:

Amounts receivable in foreign currency on account of the following:		As at	As at
		December 31, 2025	December 31, 2024
Currency	Particulars	Amortized cost	Amortized cost
USD / INR	Cash and bank balances	163.17	966.10
SGD / INR	Cash and bank balances	549.24	1,272.80
USD / INR	Trade receivables	13.10	-
SGD / INR	Trade receivables	129.61	112.90
Others/ INR	Trade receivables	0.84	1.39
SGD / INR	Security deposits	1.54	-
SGD / INR	Loans, including accrued interest (Intercompany Deposit)	1,718.76	-

Amounts payable in foreign currency on account of the following:

Currency	Particulars	Amortized cost	Amortized cost
USD / INR	Trade payables	30.30	-
SGD / INR	Trade payables	0.68	0.24
SEK / INR	Trade payables	37.88	97.90
SGD / INR	Other liabilities	181.47	104.70

Foreign currency sensitivity

5% increase or decrease in

	As at		As at	
	December 31, 2025		December 31, 2024	
	Amortized cost		Amortized cost	
	5% increase	5% decrease	5% increase	5% decrease
USD	7.30	(7.30)	48.31	(48.31)
SGD	110.85	(110.85)	64.04	(64.04)
SEK	(1.89)	1.89	(4.90)	4.90
Other currencies	0.04	(0.04)	0.07	(0.07)

(ii) Credit risk

Credit risk is the risk that counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The Group is exposed to credit risk from its operating activities (primarily trade receivables) and from its financing activities, including deposits with banks and foreign exchange transactions.

Exposure to credit risk

The carrying amount of financial assets represents the maximum credit exposure.

Trade receivables

Trade receivables are typically unsecured and are derived from revenue earned from customers. Credit risk is being managed centrally by the Group through continuously monitoring collections and credibility of customers to which the Group grants credit terms in the normal course of business. The Group's credit period generally ranges from 30-90 days.

The Group uses expected credit loss model (ECL) to assess the impairment loss or gain.

Trade receivables include receivables from globally recognised platforms/ parties with good collection records. The risk involved in collection is very low. As of December 31, 2025 and December 31, 2024 based on the assessment of trade receivables, there were no balances which required ECL provisioning as the Group has not experienced any default in recovery from its customers. The maximum exposure to credit risk at the reporting date is the carrying value of each class of financial assets.

No loss allowance has been recognized as the expected credit loss assessed is considered immaterial based on historical default experience and forward-looking information.

Refer note 8(a) for ageing of trade receivables

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Notes to Consolidated Financial Statements for the year ended December 31, 2025

(All amounts in INR millions, except share and per share data, unless otherwise stated)

30 Financial risk management (continued)**(ii) Credit risk (continued)****Cash and bank balances**

The Group places its cash and cash equivalents and term deposits with banks with high investment grade ratings and conducts ongoing evaluation of the credit worthiness of the banks with which it does business. Given the high credit ratings of these banks, the ECL is considered immaterial. The maximum exposure to credit risk is represented by the carrying amount of each financial asset.

Intercorporate deposits (loans) given to related parties

The Group considers the probability of default upon initial recognition of loan and whether there has been a significant increase in credit risk on an ongoing basis throughout each reporting period. To assess whether there is a significant increase in credit risk, the Group compares the risk of a default occurring on the loan as at the reporting date with the risk of default as at the date of initial recognition. It considers available reasonable and supportive forward-looking information including significant changes in the expected performance and behaviour of the counterparty, including changes in the payment status of the counterparty in the group and changes in the operating results of the counterparty. Regardless of the analysis above, a significant increase in credit risk is presumed if a counterparty is more than 30 days past due in making a contractual payment. A default on a financial asset is when the counterparty fails to make contractual payments within 60 days of when they fall due.

(iii) Liquidity risk

Liquidity risk is the risk that the Group will not be able to settle or meet its obligations as they fall due. The Group's policy on liquidity risk is to maintain sufficient liquidity in the form of cash and investment in deposits with bank to meet the Group's operating requirements with an appropriate level of headroom. In addition, processes and policies related to such risks are overseen by senior management. Management monitors the Group's net liquidity position through rolling forecasts on the basis of expected cash flows.

Maturity profile of financial liabilities

The amounts disclosed in the table are the contractual undiscounted cashflows, balances due within 12 months equal their carrying balances because the impact of discounting is not significant.

The table below provides details regarding the remaining contractual maturities of financial liabilities at the reporting date based on contractual undiscounted payments.

As at December 31, 2025	On demand	Less than 1 year	1-5 years	More than 5 years	Total
Trade payables	-	3,646.88	-	-	3,646.88
Other financial liabilities	-	736.12	406.91	-	1,142.85
Lease liabilities (undiscounted)	-	41.68	164.97	6.76	213.51
As at December 31, 2024	On demand	Less than 1 year	1-5 years	More than 5 years	Total
Trade payables	-	2,300.47	-	-	2,300.47
Other financial liabilities	-	605.74	435.72	-	1,041.46
Lease liabilities (undiscounted)	-	39.70	11.60	-	51.30

(iv) Interest rate risk

Interest rate risk arises due to uncertainties about the future market interest rate on the borrowings or investments. The Group doesn't have any debt as at December 31, 2025 and December 31, 2024, exposure to interest rate risk is not expected to have any impact on the Group's profit. The Group predominantly invests in term deposits with banks. Further, such deposits are carried at amortised cost. Accordingly, exposure to interest rate risk is not considered material.

31 Capital risk management**(i) Risk management**

The Group's objectives when managing capital are to:

- Safeguard their ability to continue as a going concern, so that they can continue to provide returns for shareholders and benefits for other stakeholders, and
- Maintain an optimal capital structure to reduce the cost of capital.

The Group has not availed any borrowings and is mainly funded through equity. The cash generated by the Group is sufficient to meet its current/non-current obligations and working capital requirements.

The Group monitors capital using debt to equity ratio.

	As at December 31, 2025	As at December 31, 2024
Net debt	-	-
Total equity	6,617.43	14,521.45
Net debt to equity ratio	NA	NA

The Group did not have any external debt during the current and prior years.

(ii) The Holding Company has declared and paid the Interim dividend during the year ended December 31, 2024 (Refer note 36). Also Refer note 39(ii) for interim dividend paid subsequent to December 31, 2025.

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33 Additional information as required by paragraph 2 of the general instructions for preparation of consolidated financial statements to Schedule III to the Companies Act, 2013

Name of the entity in the group	Net assets (total assets minus total liabilities)		Share in profit or (loss)		Share in other comprehensive income		Share in total comprehensive income	
	As % of consolidated net assets	Amount	As % of consolidated profit or loss	Amount	As % of consolidated other comprehensive income	Amount	As % of consolidated total comprehensive income	Amount
Parent								
PlaySimple Games Limited								
December 31, 2025	72.14%	4,773.57	86.50%	3,105.74	10.22%	8.43	84.79%	3,114.17
December 31, 2024	91.15%	13,236.23	95.36%	4,969.90	28.55%	24.50	94.27%	4,994.40
Subsidiary								
PlaySimple Games Pte. Ltd								
December 31, 2025	27.92%	1,847.27	13.50%	484.59	0.00%	-	13.19%	484.59
December 31, 2024	8.87%	1,288.63	4.64%	242.02	0.00%	-	4.57%	242.02
PlaySimple Games Ltd *								
December 31, 2025	0.00%	-	0.00%	-	0.00%	-	0.00%	-
Eliminations								
December 31, 2025	(0.05%)	(3.41)	0.00%	-	0.00%	-	0.00%	-
December 31, 2024	(0.02%)	(3.41)	0.00%	-	0.00%	-	0.00%	-
FCTR impact								
December 31, 2025	0.00%	-	0.00%	-	89.78%	74.05	2.02%	74.05
December 31, 2024	0.00%	-	0.00%	-	71.45%	61.31	1.16%	61.31
Total								
December 31, 2025	100.00%	6,617.43	100.00%	3,590.33	100.00%	82.48	100.00%	3,672.81
December 31, 2024	100.00%	14,521.45	100.00%	5,211.92	100.00%	85.81	100.00%	5,297.73

* The subsidiary was incorporated during the year ended December 31, 2025, however the Subsidiary did not have any commercial operations during the year.

34 Additional regulatory information as required by Schedule III

(i) Details of benami property held

No proceedings have been initiated on or are pending against the group for holding benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and Rules made thereunder.

(ii) Borrowing secured against current assets

The Group has not been sanctioned any borrowings from banks and financial institutions. As such disclosure requirement whether the quarterly returns or statements of current assets filed by the Group with banks and financial institutions are in agreement with the books of accounts is not applicable for the year(s) ended December 31, 2025 and December 31, 2024.

(iii) Wilful defaulter

The Group has not been declared wilful defaulter by any bank or financial institution or other lenders for the year(s) ended December 31, 2025 and December 31, 2024.

(iv) Relationship with struck off companies

The Group does not have any transactions with companies struck off under section 248 of the Companies Act, 2013 or section 560 of Companies Act, 1956 for the year(s) ended December 31, 2025 and December 31, 2024.

(v) Compliance with number of layers of companies

The Group has complied with the number of layers prescribed under section 2(87) of the Companies Act, 2013 read with Companies (Restriction of number of layers) Rules, 2017 for the year(s) ended December 31, 2025 and December 31, 2024.

(vi) Compliance with approved scheme(s) of arrangements

The Group has not entered into any scheme of arrangement which has an accounting impact for the year(s) ended December 31, 2025 and December 31, 2024.

(vii) Utilisation of borrowed funds and share premium

(A) The Group has not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) for the year(s) ended December 31, 2025 and December 31, 2024 with the understanding that the Intermediary shall:

(a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Group (Ultimate Beneficiaries), or

(b) Provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.

(B) The Group has not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Group shall:

(a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Group (Ultimate Beneficiaries), or

(b) Provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.

(viii) Undisclosed income

There is no income surrendered or disclosed as income for the year(s) ended December 31, 2025 and December 31, 2024 in the tax assessments under the Income Tax Act, 1961, that has not been recorded in the books of account.

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Notes to Consolidated Financial Statements for the year ended December 31, 2025

(All amounts in INR millions, except share and per share data, unless otherwise stated)

34 Additional regulatory information as required by Schedule III (continued)

- (ix) Details of crypto currency or virtual currency
The Group has not traded or invested in crypto currency or virtual currency for the year(s) ended December 31, 2025 and December 31, 2024.
- (x) Valuation of property, plant and equipment
The Group has not revalued its property, plant and equipment (including right-of-use assets) for the year(s) ended December 31, 2025, and December 31, 2024.
- (xi) The Group was not required to recognise a provision for the year(s) ended December 31, 2025 and December 31, 2024 under the applicable law or Indian Accounting Standards, as it does not have any material foreseeable losses on long-term contract. The Group did not have any derivative contracts as at December 31, 2025 and December 31, 2024.
- (xii) The Group did not have any capital work in progress and intangible assets under development during the year(s) ended December 31, 2025 and December 31, 2024.

35 Commitments

	As at December 31, 2025	As at December 31, 2024
Capital commitments	-	-
Other commitments	9.08	25.89

36 (a) The Board of Directors of the Holding Company have approved the declaration and payment of:

(i) interim dividend at the rate of 0.001% per annum on the face value of the OCRPS and on equity shares at the rate of INR 11,500 per equity share aggregating to INR 3,915.69 million, through circular resolution dated February 05, 2025. The circular resolution was subsequently approved in the Board meeting held on March 24, 2025.

(ii) second interim dividend on the equity shares of the Holding Company at the rate of INR 22,500 per equity share, aggregating to INR 7,661.14 million, through circular resolution dated April 08, 2025. The circular resolution was subsequently approved in the Board meeting held on April 14, 2025.

(b) The Holding Company on February 07, 2025 and April 09, 2025 remitted INR 3,524.02 million and INR 6,895.03 million respectively (net of tax deduction at source INR 391.67 million and INR 766.11 million respectively) to the shareholders.

37 On November 21, 2025, the Government of India notified the four Labour Codes - the Code on Wages, 2019, the Industrial Relations Code, 2020, the Code on Social Security, 2020, and the Occupational Safety, Health and Working Conditions Code, 2020 ('Labour Codes') - consolidating 29 existing labour laws. The Labour Codes, amongst other things introduced changes, including a uniform definition of wages. The Group has estimated the financial implication of the change in definition of wages based on certain estimates and assumptions including expected revisions to staff emoluments which has resulted in an increase in the liability towards gratuity and compensated absences. The Group continues to monitor the finalisation of Central/ State Rules and clarifications from the Government on other aspects of the Labour Codes and impact estimates will be re-assessed and finalised based on the final Rules, industry practices, etc.

During the year, the Group removed the ceiling limit on gratuity payment, resulting in an additional obligation attributable to past service costs.

The total impact of past service cost arising out of change in definition of wages as per labour code and change in limits on gratuity payment is INR 98.66 million and toward long-term compensated absences in INR 7.41 million.

38 The Company was a private limited company under the Companies Act, 2013 as at December 31, 2025. Pursuant to shareholders' approval at the extra-ordinary general meeting held on January 22, 2026, the Company was converted into a public limited company and renamed PlaySimple Games Limited. Accordingly, the provisions of the Companies Act, 2013 applicable to a public company were not applicable for the year ended December 31, 2025, and the financial statements for the year ended December 31, 2025 have been prepared in accordance with the provisions applicable to a private company.**39 Subsequent Events****(i) Bonus issue**

The Board of Directors and Shareholders in their extraordinary general meeting, pursuant to the resolutions dated April 01, 2026 and April 01, 2026, respectively, approved a bonus issue of 600 equity shares for every equity share held by the equity shareholders of the Company as of April 01, 2026. Accordingly, the Board of Directors of the Group has, pursuant to the resolution dated April 09, 2026, made an allotment of 233,097,000 bonus equity shares of INR 1/- each to its equity shareholders, out of the Company's securities premium as fully paid-up equity shares amounting to INR 233.10 million.

(ii) Payment of interim dividend

The Board of Directors have approved the declaration and payment of dividend at the rate of INR 4,000 per equity share aggregating to INR 1,553.98 million, through board resolution dated January 22, 2026. Further, the Board of Directors have approved the declaration and payment of second dividend on the equity shares of the Group at the rate of INR 6,600 per equity share, aggregating to INR 2,564.07 million, through circular resolution dated March 26, 2026. The circular resolution was subsequently approved in the Board meeting held on April 01, 2026. The Group on January 27, 2026 and March 27, 2026 remitted amount of INR 1,398.58 million and INR 2,307.66 million respectively (net of tax deduction at source INR 155.40 million and INR 256.41 million respectively) to the shareholders.

(iii) Employee Stock Option Plan (ESOP)

Subsequent to the year end, the shareholders of the Holding Company approved the PlaySimple Games Limited Employee Stock Option Plan 2026 ("the Scheme") by way of a special resolution passed at the Extra ordinary General Meeting held on April 9, 2026.

The Scheme shall be administered by the Nomination and Remuneration Committee ("the Committee") of the Board of Directors and shall be implemented through an irrevocable employee welfare trust, namely PlaySimple Games Limited Employee Stock Option Trust ("the Trust"). The Holding Company may fund the Trust by way of a loans or other permissible modes, for the purpose of enabling the Trust to acquire or deal in the shares of the Holding Company through secondary transfers, subscription or secondary acquisition or any other manner permitted under the Scheme, the trust deed and applicable laws.

As per the Scheme, ESOPs may be granted to the eligible employees of the Holding Company, its holding Company, its subsidiaries, and other group companies, as determined in accordance with the Scheme and applicable laws. The Holding Company is yet to identify the specific beneficiaries of the Scheme as on date. Further, the detailed terms and conditions of the options granted under the Scheme, including the vesting conditions and vesting schedule, shall be specified in the individual grant / letter of offer issued to the eligible employees at the time of grant.

PlaySimple Games Limited (Formerly PlaySimple Games Private Limited)

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Notes to Consolidated Financial Statements for the year ended December 31, 2025

(All amounts in INR millions, except share and per share data, unless otherwise stated)

39 Subsequent Events (continued)

(iv) Adjudication proceedings

The Holding Company has identified certain non compliance in relation to statutory filings for prior years under the Companies Act. Subsequent to the year end, the Holding Company has initiated voluntary adjudication proceedings under Section 454 of the Act. The Holding Company has filed the necessary adjudication applications with the Registrar of Companies (RoC) on April 19, 2026. Management has assessed the potential penalties arising from these matters amounting to INR 3.14 million, which has been recognised in the consolidated financial statements.

For **Price Waterhouse Chartered Accountants LLP**
Firm Registration Number: 012754N/N500016

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by ARUN KUMAR
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Date: 2026.04.20
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Arun Kumar Manickam

Partner

Membership Number : 218094

Place: Bengaluru

Date: April 20, 2026

For and on behalf of the Board of Directors

PlaySimple Games Limited (Formerly PlaySimple Games Private Limited)

**ANNA
MARIA
REDIN** Digitally signed
by ANNA MARIA
REDIN
Date: 2026.04.20
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Anna Maria Redin

Director

DIN: 09279852

Place: Stockholm

Date: April 20, 2026

**YOAV
ECKER** Digitally signed
by YOAV ECKER
Date: 2026.04.20
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Yoav Ecker

Managing Director and
Chief Executive Officer

DIN: 11411545

Place: Tel Aviv

Date: April 20, 2026

**PRADEEP
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Date: 2026.04.20
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Pradeep Kumar Mishra

Chief Financial Officer

Place: Bengaluru

Date: April 20, 2026

**MANAS
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Date: 2026.04.20
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Manasa Rama

Company Secretary and
Compliance Officer

M. No: A42348

Place: Bengaluru

Date: April 20, 2026

Price Waterhouse Chartered Accountants LLP

Independent Auditor's Report

To the Members of PlaySimple Games Limited (Formerly PlaySimple Games Private Limited)

Report on the audit of the Consolidated Financial Statements

Opinion

1. We have audited the accompanying Consolidated Financial Statements of PlaySimple Games Limited (Formerly PlaySimple Games Private Limited) (hereinafter referred to as the "Holding Company") and its subsidiaries (Holding Company and its subsidiaries together referred to as "the Group"), (refer Note 1 to the Consolidated Financial Statements), which comprise the Consolidated Balance Sheet as at December 31, 2025, and the Consolidated Statement of Profit and Loss (including Other Comprehensive Income), the Consolidated Statement of Changes in Equity and the Consolidated Statement of Cash Flows for the year then ended, and notes to the Consolidated Financial Statements, including material accounting policy information and other explanatory information (hereinafter referred to as "the Consolidated Financial Statements").
2. In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Consolidated Financial Statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the consolidated state of affairs of the Group, as at December 31, 2025, and consolidated total comprehensive income (comprising of profit and other comprehensive income), consolidated changes in equity and its consolidated cash flows for the year then ended.

Basis for Opinion

3. We conducted our audit in accordance with the Standards on Auditing (SAs) specified under Section 143(10) of the Act. Our responsibilities under those Standards are further described in the "Auditor's responsibilities for the audit of the Consolidated Financial Statements" section of our report. We are independent of the Group in accordance with the ethical requirements that are relevant to our audit of the Consolidated Financial Statements in India in terms of the Code of Ethics issued by the Institute of Chartered Accountants of India and the relevant provisions of the Act, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Other Information

4. The Holding Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Board's report but does not include the Consolidated Financial Statements and our auditor's report thereon.

Our opinion on the Consolidated Financial Statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the Consolidated Financial Statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the Consolidated Financial Statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed and the reports of the other auditors as furnished to us (Refer paragraph 13 below), we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Price Waterhouse Chartered Accountants LLP, 5th Floor, Tower 'D', The Millenia,
Bengaluru - 560 008
T: +91 (80) 40794190



Registered office and Head office: 11-A, Vishnu Digamber Marg, Sucheta Bhawan, New Delhi - 110002

Price Waterhouse (a Partnership Firm) converted into Price Waterhouse Chartered Accountants LLP (a Limited Liability Partnership with LLP identity no: LLPIN AAC-5001) with effect from July 25, 2014. Post its conversion to Price Waterhouse Chartered Accountants LLP, its ICAI registration number is 012754N/NS00016 (ICAI registration number before conversion was 012754N)

Price Waterhouse Chartered Accountants LLP

Independent Auditor's Report

To the Members of PlaySimple Games Limited (Formerly PlaySimple Games Private Limited)
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Responsibilities of Management and Those Charged with Governance for the Consolidated Financial Statements

5. The Holding Company's Board of Directors is responsible for the preparation and presentation of these Consolidated Financial Statements in term of the requirements of the Act that give a true and fair view of the consolidated financial position, consolidated financial performance and consolidated cash flows, and changes in equity of the Group in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards specified under Section 133 of the Act. The respective Board of Directors of the companies included in the Group are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Group and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Consolidated Financial Statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the Consolidated Financial Statements by the Board of Directors of the Holding Company, as aforesaid.
6. In preparing the Consolidated Financial Statements, the respective Board of Directors of the companies included in the Group are responsible for assessing the ability of the respective companies to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the respective Board of Directors either intends to liquidate the respective companies or to cease operations, or has no realistic alternative but to do so.
7. The respective Board of Directors of the companies included in the Group are responsible for overseeing the financial reporting process of the respective companies.

Auditor's responsibilities for the audit of the Consolidated Financial Statements

8. Our objectives are to obtain reasonable assurance about whether the Consolidated Financial Statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these Consolidated Financial Statements.
9. As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional scepticism throughout the audit. We also:
 - Identify and assess the risks of material misstatement of the Consolidated Financial Statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.



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Independent Auditor's Report

To the Members of PlaySimple Games Limited (Formerly PlaySimple Games Private Limited)
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- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Holding Company has adequate internal financial controls with reference to Consolidated Financial Statements in place and the operating effectiveness of such controls.
 - Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
 - Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the ability of the Group to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the Consolidated Financial Statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.
 - Evaluate the overall presentation, structure and content of the Consolidated Financial Statements, including the disclosures, and whether the Consolidated Financial Statements represent the underlying transactions and events in a manner that achieves fair presentation.
 - Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the Consolidated Financial Statements. We are responsible for the direction, supervision and performance of the audit of the financial statements of the Holding Company of which we are the independent auditors. For the other entities included in the Consolidated Financial Statements, which have been audited by other auditors, such other auditors remain responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion.
10. We communicate with those charged with governance of the Holding Company regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.
11. We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.



Price Waterhouse Chartered Accountants LLP

Independent Auditor's Report

To the Members of PlaySimple Games Limited (Formerly PlaySimple Games Private Limited)

Report on the audit of the Consolidated Financial Statements

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Other Matters

12. We did not audit the financial information of one subsidiary located outside India, whose financial information reflect total assets of INR Nil and net assets of INR Nil as at December 31, 2025, total revenue of INR Nil, total comprehensive income (comprising of profit and other comprehensive income) of INR Nil and net cash flows amounting to INR Nil for the year ended on that date, as considered in the Consolidated Financial Statements. The financial information of this subsidiary is unaudited and have been furnished to us by the management, and our opinion on the Consolidated Financial Statements insofar as it relates to the amounts and disclosures included in respect of this subsidiary and our report in terms of sub-section (3) of Section 143 of the Act including report on Other Information insofar as it relates to the aforesaid subsidiary is based solely on such unaudited financial information. In our opinion and according to the information and explanations given to us by the management, this financial information is not material to the Group.
13. The financial statements of one subsidiary located outside India, included in the Consolidated Financial Statements, which constitute total assets of INR 9,698.49 Million and net assets of INR 1,847.27 Million as at December 31, 2025, total revenue of INR 22,442.22 Million, total comprehensive income (comprising of profit and other comprehensive income) of INR 484.59 Million and net cash flows amounting to INR (815.87) Million for the year then ended, have been prepared in accordance with accounting principles generally accepted in that country and have been audited by other auditors under generally accepted auditing standards applicable in that country. The Holding Company's management has converted the financial statements of such subsidiary located outside India from the accounting principles generally accepted in that country to the accounting principles generally accepted in India. We have audited these conversion adjustments made by the Holding Company's management. Our opinion in so far as it relates to the balances and affairs of such subsidiary located outside India, including other information, is based on the report of other auditors and the conversion adjustments prepared by the management of the Holding Company and audited by us.

Our opinion on the Consolidated Financial Statements, and our report on Other Legal and Regulatory Requirements below, is not modified in respect of the above matters with respect to our reliance on the work done and report of the other auditors and the financial information certified by the management.



Price Waterhouse Chartered Accountants LLP

Independent Auditor's Report

To the Members of PlaySimple Games Limited (Formerly PlaySimple Games Private Limited)
Report on the audit of the Consolidated Financial Statements

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Report on Other Legal and Regulatory Requirements

14. As required by paragraph 3(xxi) of the Companies (Auditor's Report) Order, 2020 ("CARO 2020"), issued by the Central Government of India in terms of sub-section (11) of Section 143 of the Act, we report that there are no qualifications or adverse remarks included in the CARO 2020 report issued by us in respect of the Standalone Financial Statements of the Holding Company. Further, according to the information and explanations given to us, CARO 2020 is not applicable to any companies other than the Holding Company, included in the Consolidated Financial Statements.
15. As required by Section 143(3) of the Act, we report, to the extent applicable, that:
 - (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the aforesaid Consolidated Financial Statements.
 - (b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid Consolidated Financial Statements have been kept so far as it appears from our examination of those books except that in the absence of sufficient appropriate audit evidence, we are unable to verify whether the backup of certain books of account and other books and papers of the Holding Company maintained in electronic mode has been maintained on daily basis on servers physically located in India during the year.
 - (c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss (including other comprehensive income), the Consolidated Statement of Changes in Equity and the Consolidated Statement of Cash Flows dealt with by this Report are in agreement with the relevant books of account and records maintained for the purpose of preparation of the Consolidated Financial Statements.
 - (d) In our opinion, the aforesaid Consolidated Financial Statements comply with the Indian Accounting Standards specified under Section 133 of the Act.
 - (e) On the basis of the written representations received from the directors of the Holding Company as on December 31, 2025 taken on record by the Board of Directors of the Holding Company, none of the directors of the Holding Company is disqualified as on December 31, 2025 from being appointed as a director in terms of Section 164(2) of the Act.
 - (f) With respect to the maintenance of accounts and other matters connected therewith, reference is made to our remarks in paragraph 15(b) above.
 - (g) With respect to the adequacy of internal financial controls with reference to Consolidated Financial Statements of the Holding Company and the operating effectiveness of such controls, refer to our separate report in "Annexure A".
 - (h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014 (as amended), in our opinion and to the best of our information and according to the explanations given to us:



Price Waterhouse Chartered Accountants LLP

Independent Auditor's Report

To the Members of PlaySimple Games Limited (Formerly PlaySimple Games Private Limited)
Report on the audit of the Consolidated Financial Statements

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- i. The Consolidated Financial Statements disclose the impact of pending litigations on the consolidated financial position of the Group – Refer Note 24 to the Consolidated Financial Statements.
- ii. The Group was not required to recognise a provision as at December 31, 2025 under the applicable law or Indian Accounting Standards, as it does not have any material foreseeable losses on long-term contract. The Group did not have any long-term derivative contracts as at December 31, 2025.
- iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Holding Company during the year ended December 31, 2025.
- iv.(a) The management of the Holding Company, whose financial statements have been audited under the Act has represented to us that, to the best of their knowledge and belief, as disclosed in note 34(vii)(A) to the Consolidated Financial Statements, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Holding Company or in any other person(s) or entity(ies), including foreign entities (“Intermediaries”), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Holding Company (“Ultimate Beneficiaries”) or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
- (b) The management of the Holding Company, whose financial statements have been audited under the Act have represented to us that, to the best of their knowledge and belief, as disclosed in the note 34(vii)(B) to the Consolidated Financial Statements, no funds have been received by the Holding Company from any person(s) or entity(ies), including foreign entities (“Funding Parties”), with the understanding, whether recorded in writing or otherwise, that the Holding Company shall, whether directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (“Ultimate Beneficiaries”) or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
- (c) Based on the audit procedures, that has been considered reasonable and appropriate in the circumstances, performed by us on the Holding Company, whose financial statements have been audited under the Act, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e) contain any material misstatement.
- v. The interim dividend declared and paid by the Holding Company is in accordance with Section 123 of the Act to the extent it applies to declaration and payment of interim dividend. Refer Note 36 and 39(ii) to the Consolidated Financial Statements.



Price Waterhouse Chartered Accountants LLP

Independent Auditor's Report

To the Members of PlaySimple Games Limited (Formerly PlaySimple Games Private Limited)

Report on the audit of the Consolidated Financial Statements

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- vi. Based on our examination, which included test checks, the Holding Company has used accounting software for maintaining their books of account which have a feature of recording audit trail (edit log) facility and that has operated throughout the year for all relevant transactions recorded in the software. During the course of our audit, we did not notice any instance of the audit trail feature being tampered with. Further, the audit trail has been preserved by the Holding Company, as per the statutory requirements for record retention.
16. The provisions of Section 197 read with Schedule V to the Act are applicable only to public companies. Accordingly, reporting under Section 197(16) of the Act is not applicable to the Group. Refer Note 38 to the Consolidated Financial Statements.

For Price Waterhouse Chartered Accountants LLP

Firm Registration Number: 012754N/N500016

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Arun Kumar Manickam

Partner

Membership Number: 218094

UDIN: 26218094XMGCQX8470

Place: Bengaluru

Date: April 20, 2026

Price Waterhouse Chartered Accountants LLP

Annexure A to Independent Auditor's Report

Referred to in paragraph 15(g) of the Independent Auditor's Report of even date to the members of PlaySimple Games Limited (Formerly PlaySimple Games Private Limited) on the Consolidated Financial Statements as at and for the year ended December 31, 2025

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Report on the Internal Financial Controls with reference to Consolidated Financial Statements under clause (i) of sub-section 3 of Section 143 of the Act

1. In conjunction with our audit of the Consolidated Financial Statements of the Company as at and for the year ended December 31, 2025, we have audited the internal financial controls with reference to Consolidated Financial Statements of PlaySimple Games Limited (Formerly PlaySimple Games Private Limited) (hereinafter referred to as "the Holding Company") as at that date. There are no subsidiaries incorporated in India.

Management's Responsibility for Internal Financial Controls

2. The Board of Directors of the Holding Company is responsible for establishing and maintaining internal financial controls based on internal control over financial reporting criteria established by the Holding Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting ("the Guidance Note") issued by the Institute of Chartered Accountants of India ("ICAI"). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to the Holding Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

Auditor's Responsibility

3. Our responsibility is to express an opinion on the Holding Company's internal financial controls with reference to Consolidated Financial Statements based on our audit. We conducted our audit in accordance with the Guidance Note issued by the ICAI and the Standards on Auditing specified under Section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of internal financial controls and both issued by the ICAI. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to Consolidated Financial Statements was established and maintained and if such controls operated effectively in all material respects.
4. Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system with reference to Consolidated Financial Statements and their operating effectiveness. Our audit of internal financial controls with reference to Consolidated Financial Statements included obtaining an understanding of internal financial controls with reference to Consolidated Financial Statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the Consolidated Financial Statements, whether due to fraud or error.
5. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Holding Company's internal financial controls system with reference to Consolidated Financial Statements.



Price Waterhouse Chartered Accountants LLP

Annexure A to Independent Auditor's Report

Referred to in paragraph 15(g) of the Independent Auditor's Report of even date to the members of PlaySimple Games Limited (Formerly PlaySimple Games Private Limited) on the Consolidated Financial Statements as at and for the year ended December 31, 2025

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Meaning of Internal Financial Controls with reference to Consolidated Financial Statements

6. A Holding Company's internal financial control with reference to Consolidated Financial Statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of Consolidated Financial Statements for external purposes in accordance with generally accepted accounting principles. A Holding Company's internal financial control with reference to Consolidated Financial Statements includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the Holding Company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of Consolidated Financial Statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the Holding Company are being made only in accordance with authorisations of management and directors of the Holding Company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the Holding Company's assets that could have a material effect on the Consolidated Financial Statements.

Inherent Limitations of Internal Financial Controls with reference to Consolidated Financial Statements

7. Because of the inherent limitations of internal financial controls with reference to Consolidated Financial Statements, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls with reference to Consolidated Financial Statements to future periods are subject to the risk that the internal financial control with reference to Consolidated Financial Statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.



Price Waterhouse Chartered Accountants LLP

Annexure A to Independent Auditor's Report

Referred to in paragraph 15(g) of the Independent Auditor's Report of even date to the members of PlaySimple Games Limited (Formerly PlaySimple Games Private Limited) on the Consolidated Financial Statements as at and for the year ended December 31, 2025

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Opinion

8. In our opinion, the Holding Company has, in all material respects, an adequate internal financial controls system with reference to Consolidated Financial Statements and such internal financial controls with reference to Consolidated Financial Statements were operating effectively as at December 31, 2025, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note issued by the ICAI.

For Price Waterhouse Chartered Accountants LLP
Firm Registration Number: 012754N/N500016

ARUN KUMAR Digitally signed by ARUN
KUMAR MANICKAM
MANICKAM Date: 2026.04.20 23:28:27
+05'30'

Arun Kumar Manickam
Partner
Membership Number: 218094
UDIN: 26218094XMGCQX8470

Place: Bengaluru
Date: April 20, 2026