

year - ₹ 3.75/- per equity share). If the above recommendation is accepted by the Members of the Company at the ensuing Annual General Meeting, the total outflow on this account will be ₹ 7930.63 lakhs.

Your Directors do not propose to transfer any amounts to the general reserves of the Company, instead have recommended to retain the entire profits for the financial year ended March 31, 2023, in the profit and loss account.

Your Company did not have any amounts due or outstanding as of the Balance Sheet date to be credited to the Investor Education and Protection Fund.

Mergers & Acquisitions

Your Company has an active investment committee represented by two executive members of the Board who continuously evaluate M&A opportunities that can complement or augment capabilities in strategic focus areas, and help the Company increase its geographic outreach in the chosen markets. Emphasis is given to capabilities that can help the Company further its digital vision for its customers. Your company evaluates each acquisition candidate and ranks it on various parameters such as people/culture fitment, technology and industry focus, partnerships/alliances, geographical strength, offshore presence, and consulting capabilities.

During the year under review, your Company acquired Sri Mookambika Infosolutions Private Limited (SMI), a Madurai headquartered, profitable, IT services company through a combination of upfront and deferred equity consideration totaling ₹ 11,132 lakhs. With 400+ offshore-based employees, SMI has an annual run rate in revenues of circa US\$ 9 Million. SMI provides product engineering services to its US customers around Enterprise Applications & Integrations, Digital Data Platform Services (Analytics, Data Strategy, AI/ML, User Experience), Mobility Services and DevSecOps. Certified as a CMMI Level 3 and ISO 9001:2015 company, SMI delivers its engagements through agile delivery leveraging mature and industry-standard software engineering and development practices. SMI has over the years built deep domain expertise around the healthcare vertical.

The acquisition of SMI was effective from January 01, 2023, and has strengthened your Company's offerings and leadership in the healthcare vertical with delivery capabilities in tier-2 locations like Madurai and Coimbatore.

Subsidiary Company

As of March 31, 2023, your Company had two wholly-owned subsidiary companies viz., Happiest Minds Inc., USA (formerly PGS Inc.) and Sri Mookambika Infosolutions Private Limited., Madurai, India. The statement under Section 129(3) of the Companies Act, 2013 in respect of the subsidiaries in Form AOC-1 is attached as Annexure I. The Consolidated Accounts of your Company duly audited by the Statutory Auditors are presented as part of this Report.

The financial statements together with related information and other reports of the subsidiaries are available on the website at <https://www.happiestminds.com/investors/>.

Your Company's policy on material subsidiary is also available on the website at <https://www.happiestminds.com/investors/policy-documents/>.

Recognitions

We are happy to inform that your Company and its Executives have received the following recognitions during the year:

- Recognition in Zinnov Zones Intelligent Automation Services H1 2023
- Winner of ISG Digital Case Study Awards 2022
- Winner of the ICAI Award for Excellence in Financial Reporting 2021-22
- MD & CFO, Mr. Venkatraman Narayanan, recognized as a 'Leading CFO of the Year' at the CII CFO Excellence Awards 2022
- Top 50 India's Best Workplaces for Building a Culture of Innovation 2023
- Top 10 India's Best Workplaces in Health & Wellness 2022
- Priya Kanduri is honored with Women In Tech Leadership Awards 2023' by AIM
- Priya Kanduri for being honored as "Women in Work Achiever of the Year" 2023 by FKCCI
- Recognition as 'Major Contender' in Everest MDR Services PEAK Matrix Assessment
- Recognized in Zinnov Zones as a Leader in Enterprise Software, Leader in Software Platform Engineering, Leader among SMSPs for ER&D Services, and Leader among SMSPs in Data & AI Engineering
- India's Top 25 Best Workplaces in IT & IT-BPM 2022