

Annexure III to CG Report

CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS

(Pursuant to Regulation 34(3) and Schedule V Para C clause (10)(i) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)

To,
The Members of
HAPPIEST MINDS TECHNOLOGIES LIMITED
53/1-4, Hosur Main Road, Madivala
(Next to Madivala Police Station)
Bengaluru - 560068

We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of **HAPPIEST MINDS TECHNOLOGIES LIMITED**, having CIN - L72900KA2011PLC057931 and having registered office at # 53/1-4, Hosur Main Road, Madivala (Next to Madivala Police Station), Bengaluru - 560068 (hereinafter referred to as 'the Company'), produced before us by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In our opinion and to the best of our information and according to the verifications (including Directors Identification Number (DIN) status at the portal www.mca.gov.in) as considered necessary and explanations furnished to us by the Company & its officers, we hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ending on March 31, 2024 have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India (SEBI) and Ministry of Corporate Affairs (MCA).

Details of Directors:

Sl. No.	Name of Director	DIN	Date of appointment in Company
1.	Mrs. Anita Ramachandran	00118188	04/06/2020
2.	Mr. Ashok Soota	00145962	01/04/2011
3.	Mr. Venkatraman Narayanan	01856347	16/01/2018
4.	Mr. Rajendra Kumar Srivastava	07500741	04/06/2020
5.	Mrs. Shuba Rao Mayya	08193276	04/06/2020
6.	Mr. Joseph Vinod Anantharaju	08859640	04/11/2020

Ensuring the eligibility for the appointment/continuity of every Director on the Board is the responsibility of the management of the Company. Our responsibility is to express an opinion based on our verification. This certificate is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

For V SREEDHARAN & ASSOCIATES

Company Secretaries

Devika Sathyanarayana

Partner
FCS: 11323; CP No. 17024

Place: Bengaluru

Date: April 22, 2024

UDIN: F011323F000204175

Business Responsibility & Sustainability Reporting

Section A: GENERAL DISCLOSURES

I. Details of the listed entity

- Corporate Identity Number (CIN) of the Listed Entity:** L72900KA2011PLC057931
- Name of the Listed Entity:** Happiest Minds Technologies Limited
- Year of incorporation:** March 30, 2011
- Registered office address:** 53/1-4, Hosur, Main Road, Madivala, Bengaluru-560068, Karnataka
- Corporate address:** 53/1-4, Hosur, Main Road, Madivala, Bengaluru-560068, Karnataka
- E-mail:** legal@happiestminds.com
- Telephone:** 08061960300
- Website:** www.happiestminds.com
- Financial year for which reporting is being done:** FY 2023-24
- Name of the Stock Exchange(s) where shares are listed:** National Stock Exchange of India/Bombay Stock Exchange
- Paid-up Capital:** ₹ 30,45,49,622
- Name and contact details (telephone, email address) of the person who may be contacted in case of any queries on the BRSR report:** Aurobinda Nanda, President - Operations (Legal@happiestminds.com), Telephone - 08061960300
- Reporting boundary - Are the disclosures under this report made on a standalone basis (i.e. only for the entity) or on a consolidated basis (i.e. for the entity and all the entities which form a part of its consolidated financial statements, taken together):** Disclosures made in this report are on a standalone basis and pertain only to Happiest Minds Technologies Ltd.
- Name of assurance provider:** Not Applicable as the Company does not fall under the purview of External Assurance as per SEBI Requirements
- Type of assurance obtained:** -

II. Product/Services

16. Details of business activities (accounting for 90% of the turnover):

Sr. No.	Description of Main Activity	Description of Business Activity	% of Turnover of the entity
1.	Information and communication	Computer programming, consultancy and related activities	100%

17. Products/Services sold by the entity (accounting for 90% of the entity's Turnover):

Sr. No.	Product/Service	NIC Code	% of total Turnover contributed
1.	Computer programming and related activities	6201	100%

III. Operations

18. Number of locations where plants and/or operations/offices of the entity are situated:

Location	Number of Plants	Number of Offices	Total
National	Not Applicable	7	7
International	Not Applicable	14	14

19. Markets served by the entity

a. Number of locations

Location	Number
National (No. of States)	5
International (No. of Countries)	7

b. What is the contribution of exports as a percentage of the total turnover of the entity?

83.59%

c. A brief on types of customers

Happiest Minds Technologies specializes in harnessing emerging technologies such as artificial intelligence, automation, and cloud computing to digitally transform organizations across various industries. The company's objective is to establish itself as a reliable digital advisor. They take the time to comprehend each client's unique needs and priorities before proposing tailored solutions that utilize AI, automation, cloud, and other advanced technologies. The aim is to cultivate enduring partnerships, not just achieve immediate successes, moreover by taking into account factors like client loyalty and IT spending, Happiest Minds strives to deliver high-impact transformation that provides lasting value across industries ranging from automotive and banking to consumer goods and travel.

IV. Employees

20. Details as of the end of financial year:

a. Employees and workers (including differently abled):

Sr. No.	Particulars	Total (A)	Male		Female	
			No.(B)	%(B/A)	No.(C)	%(C/A)
EMPLOYEES						
1.	Permanent(D)	4884	3540	72%	1344	28%
2.	Other than Permanent (E)	284	197	69%	87	31%
3.	Total employees (D+E)	5168	3737	72%	1431	28%
WORKERS						
4.	Permanent(F)	NA	NA	NA	NA	NA
5.	Other than Permanent (G)	110	99	90%	11	10%
6.	Total workers (F+G)	110	99	90%	11	10%

b. Differently abled Employees and workers:

Sr. No.	Particulars	Total (A)	Male		Female	
			No.(B)	%(B/A)	No.(C)	%(C/A)
DIFFERENTLY ABLED EMPLOYEES						
1.	Permanent(D)	6	3	50%	3	50%
2.	Other than Permanent (E)	2	1	50%	1	50%
3.	Total employees (D+E)	8	4	50%	4	50%
DIFFERENTLY ABLED WORKERS						
4.	Permanent(F)	0	0	0	0	0
5.	Other than Permanent (G)	0	0	0	0	0
6.	Total workers (F+G)	0	0	0	0	0

21. Participation/Inclusion/Representation of women:

	Total (A)	Number and percentage of Females	
		No.(B)	%(B/A)
Board of Directors	6	2	33%
Key Management Personnel	1	0	0%

22. Turnover rate for permanent employees and workers:

(Disclose trends for the past 3 years)

	FY 2024			FY 2023			FY 2022		
	Male	Female	Total	Male	Female	Total	Male	Female	Total
Permanent Employees	13.38%	12.03%	13.01	20.33%	18.33%	19.79%	23.42%	20.60%	22.71%
Permanent Workers	Not Applicable								

V. Holding, Subsidiary and Associate companies (including joint ventures)

23. a. Names of holding/ subsidiary/ associate companies/ joint ventures

S. No.	Name of the holding / subsidiary / associate companies / joint ventures (A)	Indicate whether holding/ Subsidiary/ Associate/ Joint Venture	% of shares held by listed entity	Does the entity indicated at column A, participate in the Business Responsibility initiatives of the listed entity? (Yes/No)
1.	Happiest Mind Inc	Wholly Owned Subsidiary	100%	Yes
2.	Sri Mookambika Infosolutions Private Limited (SMI)	Wholly Owned Subsidiary	100%	Yes

VI. CSR Details

24.

- (i) Whether CSR is applicable as per section 135 of Companies Act, 2013: Yes
- (ii) Turnover (in ₹): 1,47,288 Lakhs
- (iii) Net worth (in ₹): 1,47,370 Lakhs

VII. Transparency and Disclosures Compliances

25. Complaints/Grievances on any of the principles (Principles 1 to 9) under the National Guidelines on Responsible Business Conduct:

Stakeholder group from whom complaint is received	Grievance Redressal Mechanism in Place (Yes/No) (If Yes, then provide web-link for grievance redress policy)	FY 2023-24			FY 2022-23		
		Number of complaints filed during the year	Number of complaints pending resolution at close of the year	Remarks	Number of complaints filed during the year	Number of complaints pending resolution at close of the year	Remarks
Communities	NA	0	0	NA	NIL	NA	-
Investors (other than shareholders)	NA	0	0	NA	NIL	NA	-
Shareholders	YES	104	0	NA	191	NIL	-
Employees and workers	YES	0	0	NA	NIL	NA	-
Customers	YES	19	1	NA	14	NIL	-
Value Chain Partners	NA	0	0	NA	NIL	NA	-
Other (please specify)	NA	0	0	NA	NIL	NA	-

26. Overview of the entity's material responsible business conduct issues. Please indicate material responsible business conduct and sustainability issues pertaining to environmental and social matters that present a risk or an opportunity to your business, rationale for identifying the same, approach to adapt or mitigate the risk along-with its financial implications, as per the following format:

S. No.	Material issue identified	Indicate whether risk or opportunity (R/O)	Rationale for identifying the risk / opportunity	In case of risk, approach to adapt or mitigate	Financial implications of the risk or opportunity (Indicate positive or negative implications)
1	Climate Change, emissions & energy	R, O	Risk: Physical risk from extreme weather events, climate-related policy and regulatory risks. Reputational risk from perceived inaction to climate change Opportunity: Differentiated product offering, improved brand image, opportunities for collaboration & partnership, reduced carbon footprint	The Company is dedicated to minimizing its environmental footprint and contributing towards positive climate change. It has set a target to achieve 100% reduction in Scope 1 and 2. The Company also promotes sustainable supply chain by adapting to green sourcing	Yes
2	Resource management	R,O	Risk: Can lead to resource scarcity, disruption in supply chain, fluctuation in pricing and reputational loss. Opportunity: Proper resource management can lead to cost savings, efficiency gains, proactiveness in managing resources and long-term sustainability.	The Company aims to optimize resource usage across its operations to minimize waste generation and promote circular economy principles. Happiest Minds targets to reduce water consumption and waste generation to a significant value by 2030.	Yes
3	Biodiversity	R,O	Risk: Can lead to habitat loss and fragmentation, pollution, impact on ecosystem Opportunity: Investing in bio-diversity conservation, reduce business vulnerability, Implementing sustainable practices.	The Company promotes conservation of biodiversity across operations through responsible land management and habitat preservation and promoting bio-diversity-friendly practices.	No
4	Innovation	O	Opportunities: Innovation can create new market opportunities, it can lead to cost optimization and efficiency, supports new market penetration, sustainable innovation can help address environmental challenges.	We are Born Digital . Born Agile We are exploring business opportunities in sustainable technologies.	Yes
5	Cyber security and data privacy	R,O	Risk: Ransomware/Malware threat Opportunity: To address the Data subject rights of the employees	The Company has implemented stringent controls to prevent and restrict spreading of any malware across the environment / critical application. Employee notification process is defined to ensure Happiest Minds' employees data subject rights are identified and required actions are taken to enable these rights.	Yes

S. No.	Material issue identified	Indicate whether risk or opportunity (R/O)	Rationale for identifying the risk / opportunity	In case of risk, approach to adapt or mitigate	Financial implications of the risk or opportunity (Indicate positive or negative implications)
6	Systemic risk management	O	Opportunity: To enhance the risk assessment process for critical business functions.	The Risk assessment process has been revised to include the impact on confidentiality, integrity, availability, and privacy aspects of the information security. This helps to design and implement effective controls focusing on the area of impact	Yes
7	Business capability & resilience	R	Risk: Loss of data / Impact to business & functions	While the Company practices a matured Business resilience model, its critical to test the approach periodically to ensure that it meets the business and security expectations, and hence the Company performs security incident tests and tabletop exercises regularly. These tests help to identify the practical challenges which may be faced during real time situations and hence helps to improve the current resilience capability of Business and IT processes.	Yes
8	Social Responsibility	O	Opportunity: Being socially responsible boosts employee morale and improves brand reputation and creates brand value within communities	Our CSR initiatives primarily concentrates on environment related projects (Vasundhara) like rural electrification through solar, building percolation wells to improve ground water, social forestry and habitat restoration. More than 6.9 million meals have been distributed through our 'Annapurna' initiative. We also encourage employees to participate in our volunteering programs.	No
9	Responsible supply chain	R, O	Risk: Supply chain disruption due to natural disasters, compliance issues with sustainability standards, increased complexity. Opportunity: Enhanced supply chain resilience, access to new markets, diverse suppliers, differentiated products.	Happiest Minds strives to promote sustainability throughout the supply chain by working with suppliers who share the same commitment to environmental responsibility. The Company has taken certain key initiatives to ensure at least 50% of its top vendors adhere to sustainability standards by 2028.	Yes

S. No.	Material issue identified	Indicate whether risk or opportunity (R/O)	Rationale for identifying the risk / opportunity	In case of risk, approach to adapt or mitigate	Financial implications of the risk or opportunity (Indicate positive or negative implications)
10	Customer engagement and satisfaction	O	Opportunity: Customer Engagement and Satisfaction, along with the CHS survey, offer vital opportunities for clients at Happiest Minds to provide feedback. These tools serve as direct channels for clients to communicate their experiences, expectations, and areas of improvement. This feedback is crucial as it enables Happiest Minds to gauge the effectiveness of their service delivery, identify areas needing enhancement, and recognize opportunities to innovate and improve.	Every year Happiest Minds conducts the CHS survey where all our existing clients are asked to give a feedback. The testament to our robust customer engagement is prevalent from the NPS score of 65. Any feedback that we receive from the survey is actioned by having a conversation between delivery team and the client and is closed within the prescribed TAT.	Yes
11	Human Rights	Opportunity	Opportunity: Providing employees with a direct line to senior management where they can submit inquiries, seek clarifications, and express concerns creates a unique opportunity for open and responsive communication. This facilitates a dialogue where employees feel valued and heard, enhancing engagement and trust within the organization. Moreover, having a specific channel to address and resolve issues related to discrimination or workplace violations emphasizes the organization's commitment to fairness and equal treatment. This availability encourages employees to voice their concerns without fear, knowing they will be taken seriously and addressed promptly. These opportunities are pivotal in cultivating a transparent, inclusive, and accountable workplace culture.	'Ask EB - Just Ask' is your direct line to our Executive Board and Functional Heads, providing a platform where members can pose questions, seek insights, and raise concerns, assured of a response within 24 hours. Any instances of discrimination or violations of equal opportunity can be reported via the WE HEAR portal or directly to the D&I Council. The council, led by the Chief People Officer and guided by the Whistle-blower Policy, ensures a transparent and prompt resolution.	No

S. No.	Material issue identified	Indicate whether risk or opportunity (R/O)	Rationale for identifying the risk / opportunity	In case of risk, approach to adapt or mitigate	Financial implications of the risk or opportunity (Indicate positive or negative implications)
12	Employee health, safety & well-being	O	Opportunity: Implementing robust practices in employee health, safety, and well-being offers a prime opportunity to foster a supportive and productive work environment. By prioritizing comprehensive wellness programs, proactive safety protocols, and mental health resources, Happiest Minds plans to enhance employee satisfaction, and boost overall performance. This strategic focus not only protects members but also promotes a culture of health awareness and personal well-being that attracts and retains top talent, ultimately driving organizational success.	At Happiest Minds, our wellness program is aptly named 'HappiZest', encapsulating the motto, "Experience the joy of living." The name was selected through an internal naming contest involving all our members. Within Happiest Minds, the HappiZest Council plays a pivotal role in conceptualizing and driving key wellness initiatives. This council is a diverse assembly, representing various levels, locations, age groups, and business units within our organization.	Yes
13	Diversity, Equity & Inclusion	O	Opportunity: Advancing practices in Diversity, Equity, and Inclusion (DEI) presents a significant opportunity to cultivate a richer, more dynamic organizational culture. By embedding DEI principles into every facet of the organization, from hiring and training to leadership development and decision-making, businesses can harness a diverse range of perspectives and experiences. This approach not only enriches problem-solving and innovation but also enhances employee engagement and loyalty. Embracing DEI as a core operational strategy is pivotal in building a resilient and adaptable workforce, ready to meet the challenges of a global marketplace.	Our organization maintains a gender diversity ratio of 28.1% and supports diversity and inclusion through initiatives like the Women Mentoring Program, PWD hiring, Women in Break Hiring, D&I Summit, Train & Hire Model (Oorja). To foster equity and inclusion, we encourage everyone to be champions of diversity, resulting in inclusive leaders, stronger businesses, and more fulfilling lives. The Diversity and Inclusion Council (DEIB), composed of individuals from diverse backgrounds and various organizational levels, leads these efforts. A core team of business leaders provide guidance and sets targets across the Executive Board, Business Unit CEOs, and COOs. The Council spearheads initiatives like Women Care, Women Development, and Hiring Women in Tech to promote balanced leadership and empower people of all abilities.	No

S. No.	Material issue identified	Indicate whether risk or opportunity (R/O)	Rationale for identifying the risk / opportunity	In case of risk, approach to adapt or mitigate	Financial implications of the risk or opportunity (Indicate positive or negative implications)
14	Talent attraction & retention	Opportunity	Opportunity: In our Business of Information Technology services, Skilled Talent members of the organisation are differentiators for organisation growth and sustenance. Hence Attraction and retention are key focus areas at all levels	<p>Organisation has dedicated applicant tracking system for enabling prospective candidates to reach Talent Acquisition team through various channels. The common sourcing channels are Career Portal, Job portals managed by third parties, Member Referrals and dedicated partners who work with us. Prospective candidates do experience quality assessment methods and selected members are offered on par or better benefits compared to the industry.</p> <p>A continuous learning process are enabled in the organisation, that includes engaging onboarding, Information shared through dedicated member portals and also technical and professional learning courses. The trainings are both instructor lead and online. We have tie-up with global learning platforms whose access and learning content are provided as supporting knowledge gainers for required members. Keeping skill updated and relevant to our client requirements are foremost importance to us. Overall average learning hours achieved for this year is 33.08 over a target of 30 hours.</p>	Yes
15	Disclosure & Compliance	R	Risk: Changes in regulatory compliances, corporate governance and disclosure requirements increase the cost of compliance if they are not identified and complied with on a timely basis	<p>- Intimation of mandatory as well as non-mandatory information to the stock exchanges and dissemination of the same on the website on timely basis</p> <p>- Frequent communication with investors through various channels such as quarterly post-result calls, investor/analyst meets, email communication etc</p> <p>- Using a tech enabled Compliance Management System, to track all compliances and to assist in proactive Governance, Risk Management and Compliance (GRC)</p>	In terms of opportunity cost, while initial investments are required to design and implement a compliance management system, the potential financial benefits that arise by way of cost reduction and risk mitigation by avoiding fines and penalties, can outweigh these costs over time.

S. No.	Material issue identified	Indicate whether risk or opportunity (R/O)	Rationale for identifying the risk / opportunity	In case of risk, approach to adapt or mitigate	Financial implications of the risk or opportunity (Indicate positive or negative implications)
16	Economic performance	R / O	<p>Risk: Economic fluctuations can adversely impact businesses.</p> <p>Opportunity: Economic growth creates favorable conditions for business expansion.</p>	<ul style="list-style-type: none"> - Monitor macroeconomic indicators - Analyze industry-specific trends through various Industry forums and reports - Well diversified geo business ensures geopolitical risks are well managed - Innovate products/services aligned with economic trends - Leverage technological advancements 	<ul style="list-style-type: none"> - Increased revenue, market share, and profitability - Potential cost savings through efficiency gains
17	Corporate Governance & Ethics	R	Risk: Inefficiency in upholding the corporate governance principles will lead to dissatisfaction in stakeholders at large including the employees, clients, investors etc. that will have a direct impact on the operations.	<ul style="list-style-type: none"> - Commitment to a robust corporate governance mechanism has been ensured by adopting various policies, codes and processes, which in turn, has led to a transparent, ethical and responsible business conduct and regulatory compliance - Mandate for promoters to hold 40% stake to ensure perpetuity in the Company's vision and culture - Well-established Code of Conduct, Integrity Policy, Disciplinary Policy, Anti-bribery Policy, Vigil Mechanism Policy and such other policies to promote and maintain an ethical business behaviour at all times 	<p>Quantifiable Financial impact would be penalties imposed by SEBI, Stock exchanges.</p> <p>Non-quantifiable financial impact would be reputational loss, fall in the share price of the Company etc.</p>

SECTION B: MANAGEMENT AND PROCESS DISCLOSURES

This section is aimed at helping businesses demonstrate the structures, policies and processes put in place towards adopting the NGRBC Principles and Core Elements.

Disclosure Questions	P1	P2	P3	P4	P5	P6	P7	P8	P9
Policy and management processes									
a. Whether your entity's policy/policies cover each principle and its core elements of the NGRBCs. (Yes/No)	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes
b. Has the policy been approved by the Board? (Yes/No)	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes
c. Web link of the policies, if available	https://www.happiestminds.com/investors/policy-documents/Business%20Responsibility%20Policy.pdf								
2. Whether the entity has translated the policy into procedures. (Yes / No)	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes
3. Do the enlisted policies extend to your value chain partners?	No	No	No	No	No	No	No	No	No
4. Name of the national and international codes/certifications/ labels/ standards (e.g. Forest Stewardship Council, Fairtrade, Rainforest Alliance, Trustea) standards (e.g. SA 8000, OHSAS, ISO, BIS) adopted by your entity and mapped to each principle.	<ul style="list-style-type: none"> ISO 9001:2015: Quality Management System ISO 27001:2013: Information Security Management System ISO 27701: 2019: Privacy Information Management System CREST: Penetration Testing Operating in EMEA ISO 13485:2016: Medical Device Quality Management System 								
5. Specific commitments, goals and targets set by the entity with defined timelines, if any.	<ol style="list-style-type: none"> Attain carbon neutrality in the Company's operations by 2030. Implement and promote sustainable practices for electricity consumption and water conservation. Introduce volunteering initiatives and engage in community outreach activities involving at least 20% of the Company's workforce. Collaborate with NGOs to enhance food and nutrition standards, promote environmental sustainability, and facilitate access to healthcare in the community. Ensure disclosure standards rank within the top decile among comparable and leading entities listed in India. 								
6. Performance of the entity against the specific commitments, goals and targets along-with reasons in case the same are not met.	<ol style="list-style-type: none"> Currently about 10% of our energy utilization is through solar , plan to become 100% renewable by the specified target year 100% of waste water generated at our leased facility is recycled via STP and re-used for garden and washrooms. Community outreach activities are planned throughout the year. So far around 7 volunteering activities like tree plantations, blood donation camps, supporting visually, mentally challenged, etc has been done. 6.97 million meals provided to government school children in tie up with Akshaya Patra Foundation. 								
Governance, leadership and oversight									
7. Statement by director responsible for the business responsibility report, highlighting ESG related challenges, targets and achievements (listed entity has flexibility regarding the placement of this disclosure)	Understanding the increasing importance of ESG, we have integrated ESG factors into our business strategies. This helps us identify and mitigate risks, discover cost-saving measures through energy efficiency and waste reduction, stay compliant with existing regulations, anticipate future regulatory changes, enhance brand reputation, attract investors, and foster customer satisfaction.								
8. Details of the highest authority responsible for implementation and oversight of the Business Responsibility policy (ies).	VENKATRAMAN NARAYANAN Managing Director & CFO (DIN: 01856347)								

Disclosure Questions	P1	P2	P3	P4	P5	P6	P7	P8	P9
9. Does the entity have a specified Committee of the Board/ Director responsible for decision making on sustainability related issues? (Yes / No). If yes, provide details.	The ESG Committee at Happiest Minds is responsible for overseeing corporate governance, ethics, and sustainability practices. This Committee is led by a senior management team member and plays a key role in integrating sustainability into business decisions and operations. It ensures the implementation of Happiest Minds' ESG strategy and compliance with targets, as well as focuses on improving disclosures to communicate the Company's ESG commitment to stakeholders. By bringing together members from different functions, the Committee identifies ESG risks and their potential financial impacts on the company. Regular quarterly meetings are held to assess progress and performance in ESG initiatives.								

10. Details of review of NGRBCs by the Company:

Subject for review	Indicate whether review was undertaken by Director/ Committee of the Board/ Any other Committee									Frequency (Annually/ Half yearly/ Quarterly/ Any other-please specify)								
	P1	P2	P3	P4	P5	P6	P7	P8	P9	P1	P2	P3	P4	P5	P6	P7	P8	P9
Performance against above policies and follow up action	Y	Y	Y	Y	Y	Y	Y	Y	Y	Q	Q	Q	Q	Q	Q	Q	Q	Q
Compliance with statutory requirements of relevance to the principles, and, rectification of any non-compliances	Y	Y	Y	Y	Y	Y	Y	Y	Y	Q	Q	Q	Q	Q	Q	Q	Q	Q

11. Has the entity carried out independent assessment/ evaluation of the working of its policies by an external agency? (Yes/No) If yes provide name of the agency. **No, the Company has not carried out an external assurance.**

12. If answer to question (1) above is "No" i.e., not all Principles are covered by a policy, reasons to be stated: **Not Applicable**

SECTION C: PRINCIPAL WISE PERFORMANCE DISCLOSURE

PRINCIPLE 1: Business should conduct and govern themselves with integrity, and in a manner that is Ethical, Transparent and Accountable.

Essential Indicators

1. **Percentage coverage by training and awareness programmes on any of the principles during the financial year.**

Segment	Total number of training and awareness programmes held	Topics / principles covered under the training and its impact	%age of persons in respective category covered by the awareness programmes
Board of Directors	0	-	-
Key Managerial Personnel	0	-	-
Employees other than BoD and KMPs	71	P1, P2, P3, P4, P5, P6, P7, P8, P9	96%
Workers	0	NA	NA

2. **Details of fines / penalties /punishment/ award/ compounding fees/ settlement amount paid in proceedings (by the entity or by directors / KMPs) with regulators/ law enforcement agencies/ judicial institutions, in the financial year, in the following format (Note: the entity shall make disclosures on the basis of materiality as specified in Regulation 30 of SEBI (Listing Obligations and Disclosure Obligations) Regulations, 2015 and as disclosed on the entity's website):**

Not Applicable as there were no cases of fines/penalties/punishments from any regulatory body for the reporting period.

3. **Of the instances disclosed in Question 2 above, details of the Appeal/ Revision preferred in case where monetary or non-monetary action has been appealed.**

Not Applicable

4. Does the entity have an anti-corruption or anti-bribery policy? If yes, provide details in brief and if available, provide a web-link to the policy.

Trust and integrity are fundamental values ingrained in the culture of Happiest Minds. As detailed in the Integrity Policy of the Company, Happiest Minds is dedicated to upholding the highest ethical standards in all business operations. This extends beyond mere compliance to genuinely embodying the principles of honesty, transparency, and ethical conduct. The Anti-Bribery Policy explicitly prohibits any type of bribery. Happiest Minds will neither offer nor accept any kickbacks, inappropriate gifts, or illicit payments with the intention of gaining an unfair advantage. This policy applies to all parties involved, ranging from directors and partners to employees and consultants. Happiest Minds strives to establish partnerships based on trust and mutual gain, rather than focusing on immediate gains. The Company ensures that its policies are easily accessible to eliminate any ambiguity regarding its firm stance against corruption. By implementing robust policy, it is the objective of Happiest Minds Technologies Limited to Promote a corporate culture that facilitates ethical commercial activities, enables principled business operations and sustains upright organizational practices over an extended time period. The web link to access the policies is mentioned below:

- <https://www.happiestminds.com/investors/policy-documents/>
- <https://www.happiestminds.com/investors/policy-documents/Integrity%20Policy.pdf>

5. Number of Directors/KMPs/employees/workers against whom disciplinary action was taken by any law enforcement agency for the charges of bribery/ corruption:

	FY 2024	FY 2023
Directors	0	0
KMPs	0	0
Employees	0	0
Workers	0	0

6. Details of complaints with regard to conflict of interest:

	FY 2024		FY 2023	
	Number	Remarks	Number	Remarks
Number of complaints received in relation to issues of Conflict of Interest of the Directors	0	NA	0	NA
Number of complaints received in relation to issues of Conflict of Interest of the KMPs	0	NA	0	NA

7. Provide details of any corrective action taken or underway on issues related to fines/ penalties / action taken by regulators/ law enforcement agencies/ judicial institutions, on cases of corruption and conflicts of interest.

Not Applicable

8. Number of days of accounts payables (Accounts payable *365) / Cost of goods/services procured) in the following format:

	FY 2024	FY 2023
Number of days of accounts payables	29	31

9. Open-ness of business

Provide details of concentration of purchases and sales with trading houses, dealers, and related parties along-with loans and advances & investments, with related parties, in the following format:

Parameter	Metrics	FY 2024	FY 2023
Concentration of Purchases	a. Purchases from trading houses as % of total purchases	NA	NA
	b. Number of trading houses where purchases are made from	NA	NA
	c. Purchases from top 10 trading houses as % of total purchases from trading houses	NA	NA

Parameter	Metrics	FY 2024	FY 2023
Concentration of Sales	a. Sales to dealers/ distributors as % of total sales	NA	NA
	b. Number of dealers distributors to whom sales are made	NA	NA
	c. Sales to top 10 dealers/ distributors as % of total sales to dealers/ distributors	NA	NA
Share of RPTs in	a. Purchases (Purchases with related parties/ Total Purchases)	NA	NA
	b. Sales (Sales to related parties/ Total Sales)	2.1%	0.8%
	c. Loans & advances (Loans & advances given to related parties / Total loans & advances)	NA	NA
	d. Investments (Investments in related parties/ Total Investments made)	NA	NA

Leadership Indicators

1. Awareness programmes conducted for value chain partners on any of the principles during the financial year:

The Company has not conducted any awareness programmes for its value chain partners in the current year, however, shall look to do so in the forthcoming reporting periods.

2. Does the entity have processes in place to avoid/ manage conflict of interests involving members of the Board? (Yes/No). If yes, provide details of the same.

Yes, Happiest Minds has processes in place to avoid and manage conflicts of interest involving members of the board and the senior management. The Company's Code of Conduct for Directors and Senior Management requires the Board members and Senior Management of the Company to abstain themselves from discussion, voting, or otherwise influencing a decision on any matter in which they have or may have a conflict of interest; to disclose the circumstances that could create the potential conflicts of interests; to restrict themselves from serving as a Director of any Company that is in direct competition with the Company or must take prior approval from the Company's Board of Directors before accepting such position; to avoid holding any positions or jobs or engage in outside business or other interests that adversely affect the performance of duties. The Policy also covers the Independent Directors and mandates them to inform the Board of any changes in their interest which impacts their independence or that may interfere with their ability to perform their duties objectively. Managerial Excellence and Development of Agile Leaders (MEDAL) covers the training program on avoiding conflicts with employee categories C7 and above (around 120 employees). The 'WE HEAR' tool is the mechanism followed by the Company where the matter of conflict can be raised and sent by email to the CPO directly. Later, a team is formed to resolve the conflict. The Company ensures that the operations must be done in compliance with the applicable laws, regulations, and rules, and the introduction of the Happiest Minds Code of Conduct serves as crucial to the success of the Company.

PRINCIPLE 2: Business should provide goods and services in a manner that is sustainable and safe

Essential Indicators

1. Percentage of R&D and capital expenditure (capex) investments in specific technologies to improve the environmental and social impacts of product and processes to total R&D and capex investments made by the entity, respectively.

	FY 2024	FY 2023	Details of improvements in environmental and social impacts
R&D	NA	NA	
Capex	14.0%	0.8%	

2. a. Does the entity have procedures in place for sustainable sourcing? (Yes/No)

Yes

b. If yes, what percentage of inputs were sourced sustainably?

21%

3. Describe the processes in place to safely reclaim your products for reusing, recycling, and disposing at the end of life, for NA, as we are a service-based Company and do not deliver any product to the customer that can be re-claimed or recycled-

- (a) Plastics (including packaging)
- (b) E-waste
- (c) Hazardous waste
- (d) Other waste

4. Whether Extended Producer Responsibility (EPR) is applicable to the entity's activities (Yes / No). If yes, whether the waste collection plan is in line with the Extended Producer Responsibility (EPR) plan submitted to Pollution Control Boards? If not, provide steps taken to address the same.

Not Applicable owing to the nature of business.

Leadership Indicators

1. Has the entity conducted Life Cycle Perspective / Assessments (LCA) for any of its products (for manufacturing industry) or for its services (for service industry)? If yes, provide details in the following format?

The Company has not conducted Life Cycle Assessment for any of its products.

2. If there are any significant social or environmental concerns and/or risks arising from production or disposal of your products / services, as identified in the Life Cycle Perspective / Assessments (LCA) or through any other means, briefly describe the same along-with action taken to mitigate the same.

Not Applicable

3. Percentage of recycled or reused input material to total material (by value) used in production (for manufacturing industry) or providing services (for service industry).

Not Applicable owing to the nature of business.

4. Of the products and packaging reclaimed at end of life of products, amount (in metric tonnes) reused, recycled, and safely disposed.

Not Applicable owing to the nature of business.

5. Reclaimed products and their packaging materials (as percentage of products sold) for each product category.

Not Applicable owing to the nature of business.

PRINCIPLE 3: Business should respect and promote the well-being of all employees, including those in their value chains

Essential Indicators

1. a. Details of measures for the well-being of employees:

Category	% of employees covered by										
	Total (A)	Health insurance		Accident insurance		Maternity benefits		Paternity Benefits		Day Care facilities	
		No. (B)	% (B / A)	No. (C)	% (C / A)	No. (D)	% (D / A)	No. (E)	% (E / A)	No. (F)	% (F / A)
Permanent employees											
Male	3540	3540	100%	3540	100%	NA	NA	3540	100%	3540	100%
Female	1344	1344	100%	1344	100%	1344	100%	NA	NA	1344	100%
Total	4884	4884	100%	4884	100%	1344	28%	3540	72%	4884	100%
Other than Permanent employees											
Male	197	74	38%	74	38%	NA	NA	NA	NA	197	100%
Female	87	48	55%	48	55%	87	100%	NA	NA	87	100%
Total	284	122	43%	12	43%	87	31%	NA	NA	284	100%

b. Details of measures for the well-being of workers:

Category	% of workers covered by										
	Total (A)	Health insurance		Accident insurance		Maternity benefits		Paternity Benefits		Day Care facilities	
		No. (B)	% (B / A)	No. (C)	% (C / A)	No. (D)	% (D / A)	No. (E)	% (E / A)	No. (F)	% (F / A)
Permanent workers											
Male	NA	NA		NA		NA		NA		NA	
Female	NA	NA		NA		NA		NA		NA	
Total	NA										
Other than Permanent workers											
Male	99	5	5%	5	5%	0	0	0	0	0	0
Female	11	0	0	0	0	0	0	0	0	0	0
Total	110	5	4.5%	5	4.5%	0	0	0	0	0	0

c. Spending on measures towards well-being of employees and workers (including permanent and other than permanent) in the following format-

	FY 2024	FY 2023
Cost incurred on well-being measures as a % of total revenue of the Company	1.5%	1%

All expenditures related to staff welfare includes Employee Insurance, Benefits, Rewards, Reimbursement and other staff related expenditures, excludes salary/wages.

2. Details of retirement benefits, for Current FY and Previous Financial Year

Benefits	FY 2024			FY 2023		
	No. of employees covered as a % of total employees	No. of workers covered as a % of total workers	Deducted and deposited with the authority (Y/N/N.A.)	No. of employees covered as a % of total employees	No. of workers covered as a % of total workers	Deducted and deposited with the authority (Y/N/N.A.)
PF	100%	NA	Y	100%	NA	Y
Gratuity	100%	NA	Y	100%	NA	Y
ESI	0.45%	95%	Y	0.4%	NA	Y
Others – please specify	Not Applicable					

3. Accessibility of workplaces

Are the premises / offices of the entity accessible to differently abled employees and workers, as per the requirements of the Rights of Persons with Disabilities Act, 2016? If not, whether any steps are being taken by the entity in this regard.

Happiest Minds Technologies places a high priority on creating inclusive and accessible office spaces. The Company's amenities include handrails, ramps, and restrooms. These provisions are designed to support employees with disabilities and special needs, enabling all team members to fully engage and contribute. Happiest Minds' office layout demonstrates the dedication to promoting diversity, equity, and inclusion in the workplace.

4. Does the entity have an equal opportunity policy as per the Rights of Persons with Disabilities Act, 2016? If so, provide a web-link to the policy.

As a Company dedicated to fostering equality, Happiest Minds embraces and encourages the recruitment, growth, and retention of individuals with disabilities. We are firmly committed to upholding disability rights legislation and establishing workplaces that are accessible and inclusive, enabling our disabled employees to grow professionally.

5. Return to work and Retention rates of permanent employees and workers that took parental leave.

Gender	Permanent employees		Permanent workers	
	Return to work rate	Retention rate	Return to work rate	Retention rate
Male	100%	100%	NA	NA
Female	98%	100%	NA	NA
Total	99%	100%	NA	NA

6. Is there a mechanism available to receive and redress grievances for the following categories of employees and worker? If yes, give details of the mechanism in brief.

	Yes/No (If Yes, then give details of the mechanism in brief)
Permanent Workers	NA
Other than Permanent Workers	NA
Permanent Employees	Happiest Minds' internal tool 'We Hear' is an online platform empowering employee to raise concerns, including discrimination or sexual harassment, directly to senior leadership. The Internal Committee (IC) promptly addresses these issues, ensuring effective resolution. Additionally, the Audit Committee establishes a vigil mechanism, providing all employees with a platform to voice their concerns and maintain transparency within the organization.
Other than Permanent Employees	

7. Membership of employees and worker in association(s) or Unions recognised by the listed entity:

While the Company does not have any employee / worker unions, it does recognise the right to freedom of association and collective bargaining.

Category	FY 2024			FY 2023		
	Total employees / workers in respective category (A)	No. of employees / workers in respective category, who are part of association(s) or Union (B)	% (B / A)	Total employees / workers in respective category (C)	No. of employees / workers in respective category, who are part of association(s) or Union (D)	% (D / C)
Total Permanent Employees						
Male	NA	NA	-	NA	NA	-
Female	NA	NA	-	NA	NA	-
Total Permanent Worker						
Male	NA	NA	-	NA	NA	-
Female	NA	NA	-	NA	NA	-

8. Details of training given to employees and workers:

Category	FY 2024					FY 2023				
	Total (A)	On Health and safety measures		On Skill upgradation		Total (D)	On Health and safety measures		On Skill upgradation	
		No. (B)	% (B / A)	No. (C)	% (C / A)		No. (E)	% (E / D)	No. (F)	% (F / D)
Employees										
Male	3540	Nil	Nil	2795	79%	4884	1,996	58%	1,553	45%
Female	1344	Nil	Nil	1120	83%	1,308	623	48%	581	44%
Total	4884	Nil	Nil	3915	80%	4,743	2,619	55%	2,134	45%

9. Details of performance and career development reviews of employees and worker:

Category	FY 2024			FY 2023		
	Total (A)	No. (B)	% (B / A)	Total (C)	No. (D)	% (D / C)
Employees						
Male	3540	3326	94%	3,074	3,074	100%
Female	1344	1283	95%	1,159	1,159	100%
Total	4884	4609	94%	4,233	4,233	100%
Workers						
Male	Not Applicable					
Female						
Total						

10. Health and safety management system:

a. Whether an occupational health and safety management system has been implemented by the entity? (Yes/No). If yes, the coverage such system?

Yes, Happiest Minds Technologies has in place a robust Occupational Health and Safety Management System that applies to all aspects of the Company's operations, including trainees, employees, consultants, vendors, partners, and retainers. The 'Health and Safety Policy' has been developed to encompass all operations, further outlining our principles and dedication to effectively managing critical elements of Environment, Health, and Safety, both actively and passively.

b. What are the processes used to identify work-related hazards and assess risks on a routine and non-routine basis by the entity?

The Company upholds strict health and safety protocols to protect employees as follows:

- Close collaboration with agencies and industry partners ensures the Company leads in safety practices and continuous improvement.
- All staff undergo comprehensive training on protocols and maintaining a secure workplace.
- Regular reviews of records ensure compliance with regulatory standards, demonstrating legal commitment.
- The Company advocates health and safety best practices among vendors, contractors and partners.
- Periodic confirmations and reviews reaffirm adherence to HSE guidelines, underscoring dedication to employee wellbeing and excellence.

c. Whether you have processes for workers to report the work-related hazards and to remove themselves from such risks. (Y/N)

Since the nature of our business being IT services, there are no adverse work related/health hazards identified. We ensure the basic safety of employees and use Personal Protective Equipment wherever required.

d. Do the employees/worker of the entity have access to non-occupational medical and healthcare services? (Yes/No)-

The Company has partnered with reputable hospitals to offer employees 24/7 teleconsulting services. Additionally, Happiest Minds also provides comprehensive benefits such as Medical Insurance, Voluntary Parental Insurance, and Salary Advances & Compassionate Loans for Medical Emergencies. The Company's commitment to employee well-being extends to offering medical teleconsultation services for employees and their families, ensuring access to quality healthcare whenever needed.

11. Details of safety related incidents, in the following format:

Safety Incident/Number	Category	FY 2024	FY 2023
Lost Time Injury Frequency Rate (LTIFR) (per one million-person hours worked)	Employees	0	0
	Workers	0	0
Total recordable work-related injuries	Employees	0	0
	Workers	0	0
No. of fatalities	Employees	0	0
	Workers	0	0
High consequence work-related injury or ill-health (excluding fatalities)	Employees	0	0
	Workers	0	0

12. Describe the measures taken by the entity to ensure a safe and healthy workplace.

The Company places a strong emphasis on prioritizing the safety and well-being of all personnel, including contractors working on its premises. This commitment is evident through the implementation of Personal Protective Equipment (PPE) and adherence to safety protocols outlined in Standard Operating Procedures (SOP). Additionally, annual fire drills are meticulously planned and conducted across all company locations to ensure preparedness and response in the event of an emergency. By maintaining a secure and healthy working environment, the Company underscores its dedication to the welfare of its workforce and upholds industry standards for safety.

13. Number of Complaints on the following made by employees and workers:

	FY 2024			FY 2023		
	Filed during the year	Pending resolution at the end of year	Remarks	Filed during the year	Pending resolution at the end of year	Remarks
Working Conditions	0	0	Nil	NIL	NIL	NIL
Health & Safety	0	0	Nil	NIL	NIL	NIL

14. Assessment for the year:

	% of your plants and offices that were assessed (by entity or statutory authorities or third parties)
Health and safety practices	0
Working Conditions	0

15. Provide details of any corrective action taken or underway to address safety-related incidents (if any) and on significant risks/ concerns arising from assessments of health & safety practices and working conditions.

Not Applicable

Leadership Indicators

1. Does the entity extend any life insurance or any compensatory package in the event of death of (A) Employees (Y/N) (B) Workers(Y/N).

A) Employees - Yes, the Care & Compassionate Scheme provides comprehensive benefits, including salary continuity for up to two years, accelerated vesting of options, and educational support for children. Medical insurance coverage is extended to the spouse, children, and parents for five years. Benefits range from ₹15 Lakhs to ₹ 50 Lakhs in India, ensuring robust assistance for families.

(B) Workers(Y/N) - We don't have blue collared workers as a part of Happiest Minds Payroll

2. Provide the measures undertaken by the entity to ensure that statutory dues have been deducted and deposited by the value chain partners.

Based on the nature of goods or service, TDS is being deducted for the suppliers wherever applicable.

3. Provide the number of employees / workers having suffered high consequence work-related injury / ill-health / fatalities (as reported in Q11 of Essential Indicators above), who have been rehabilitated and placed in suitable employment or whose family members have been placed in suitable employment: - Not Applicable

	Total no. of affected employees/ workers		No. of employees/workers that are rehabilitated and placed in suitable employment or whose family members have been placed in suitable employment	
	FY 2024	FY 2023	FY 2024	FY 2023
Employees	0	0	0	0
Workers	0	0	0	0

4. Does the entity provide transition assistance programs to facilitate continued employability and the management of career endings resulting from retirement or termination of employment? (Yes/ No)-

The Company does not have a defined retirement age.

5. Details on assessment of value chain partners:

	% of value chain partners (by value of business done with such partners) that were assessed
Health and safety practices	NA
Working conditions	NA

6. Provide details of any corrective actions taken or underway to address significant risks/concerns arising from assessments of health and safety practices and working conditions of value chain partners.

Not Applicable

PRINCIPLE 4: Business should respect the interests of and be responsive to all its stakeholders

Essential Indicators

1. Describe the processes for identifying key stakeholder groups of the entity.

Happiest Minds Technologies engages in a consultative process with management to identify key stakeholders. The prioritized roster includes customers, employees, shareholders, investors, government and regulatory authorities, communities and NGOs, staffing agencies, alliance partners, and vendors. In compiling this report, Happiest Minds conducts stakeholder engagement with both internal and external parties. The feedback obtained on expectations and concerns aids in shaping the Company's strategy, policies, and action plans concerning environmental, economic, and social priorities. Happiest Minds values a variety of stakeholder viewpoints to guide its approach to sustainability and corporate citizenship thoughtfully.

2. List stakeholder groups identified as key for your entity and the frequency of engagement with each stakeholder group.

Stakeholder Group	Whether identified as Vulnerable & Marginalized Group (Yes/No)	Channels of communication (Email, SMS, Newspaper, Pamphlets, Advertisement, Community Meetings, Notice Board, Website), Other	Frequency of engagement (Annually/ Half yearly/ Quarterly / others – please specify)	Purpose and scope of engagement including key topics and concerns raised during such engagement
Customers		Project-related calls, and meetings; project management reviews; relationship meetings and reviews; executive meetings and briefings; customer visits; responses to RFIs/RFPs; sponsored events; mailers; newsletters; brochures, Company website; social media (LinkedIn, Instagram, YouTube, Threads, X, Facebook); Customer Happiness Surveys; sponsored community events	Continuous/ Annually	
People		Town halls; project or operations reviews; video conferences; audio conference calls; PEP; Yammer (employee forum); one-on-one counselling; iAppreciate (Portal for employee appreciation); Leave donation scheme (Donating Leave for fellow Employees in need); Wellness programs; Employee Engagement programs; Annual reviews; Employee Committees	Continuous/ Annually	
Shareholders & Investors		Press releases and press conferences; email advisories; in-person meetings; investor conferences; disclosure; social and environmental sustainability, financial statements in IND AS and IFRS; earnings call; exchange notifications; press conferences; Investors page, on our website Annual General Meeting; Annual Report	Continuous/ Annually	
Alliance Partners		Meetings/calls; visits; Partner events; Conference calls; Business reviews	Others-as needed	
Community		Presentations; Project meetings; Reviews; calls and meetings; surveys; consultative sessions; field visits; due diligence; conferences and seminars; surveys; press releases; press conferences; sponsored events; contribute time and financial resources in a social cause, actively engage, participate and support social and environmental causes and associate with organizations working towards this goal	Others-as needed	
Vendors		Meetings, Audits, Self-assessments	Others-as needed	
Government and Regulatory Bodies		Inputs towards drafting new policies, rules & regulations	Others-as needed	

Leadership Indicator

1. Provide the processes for consultation between stakeholders and the Board on economic, environmental, and social topics or if consultation is delegated, how is feedback from such consultations provided to the Board-
Not Applicable
2. Whether stakeholder consultation is used to support the identification and management of environmental, and social topics (Yes / No). If so, provide details of instances as to how the inputs received from stakeholders on these topics were incorporated into policies and activities of the entity.
Not Applicable
3. Provide details of instances of engagement with, and actions taken to, address the concerns of vulnerable/ marginalized stakeholder groups. -
Not Applicable

PRINCIPLE 5: Businesses should respect and promote human rights

Essential Indicators

1. Employees and workers who have been provided training on human rights issues and policy(ies) of the entity, in the following format:

Category	FY 2024			FY 2023		
	Total (A)	No. of employees / workers covered (B)	% (B / A)	Total (C)	No. of employees / workers covered (D)	% (D / C)
Employees						
Permanent	4,884	4,884	100%	4,589	4,589	100%
Other than permanent	284	284	100%	328	328	100%
Total Employees	5,168	5,168	100%	4,917	4,917	100%
Workers						
Permanent	Not Applicable					
Other than permanent						
Total Workers						

2. Details of minimum wages paid to employees and workers, in the following format:

Category	FY 2024					FY 2023				
	Total (A)	Equal to Minimum Wage		More than Minimum Wage		Total (D)	Equal to Minimum Wage		More than Minimum Wage	
		No. (B)	% (B / A)	No. (C)	% (C / A)		No. (E)	% (E / D)	No. (F)	% (F / D)
Employees										
Permanent	4,884	NA	NA	4,884	100%	4,589	94	2%	4,495	98%
Male	3,540	NA	NA	3,540	100%	3,337	55	2%	3,282	98%
Female	1,344	NA	NA	1,344	100%	1,252	39	3%	1,213	97%
Other than Permanent	284	41	14%	74	26%	328				
Male	197	23	12%	50	25%	233				
Female	87	18	21%	24	28%	95				
Workers										
Permanent	Not Applicable									
Male										
Female										
Other than Permanent										
Female										

3. Details of remuneration/ salary/ wages, in the following format:

a. Median remuneration/wages:

	Male		Female	
	Number	Median remuneration/ salary/ wages of respective category	Number	Median remuneration/ salary/ wages of respective category
Board of Directors (BoD)	3	19773600	0	0
Key Managerial Personnel	1	6406850	0	0
Employees other than BoD and KMP	3244	1700000	1248	1074600
Workers	Not Applicable			

b. Gross wages paid to females as % of total wages paid by the entity, in the following format:

	FY 2024	FY 2023
Gross wages paid to females as % of total wages	21%	21%

4. Do you have a focal point (Individual/ Committee) responsible for addressing human rights impacts or issues caused or contributed to by the business? (Yes/No)

Employee well-being takes precedence at Happiest Minds, with concerns addressed comprehensively by the Chief People Officer (CPO) and the People Practice team. Augmenting this support, the Happiness Evangelism team is dedicated to understanding and addressing employee concerns, nurturing a positive workplace culture. Furthermore, the internal Mithra team offers vital counselling services, ensuring all employees have access to the guidance and care necessary for their well-being.

5. Describe the internal mechanisms in place to redress grievances related to human rights issues.

Happiest Minds upholds robust Human Rights and Grievance Redressal Policies, complemented by two open communication initiatives: "Ask EB" and "Just Ask." "Ask EB" empowers employees to pose questions to the Executive Board or department heads, with responses guaranteed within 24 hours. Additionally, the "We Hear" portal facilitates reporting of discrimination or equal opportunity violations, ensuring transparency, fairness, and open dialogue across the organization.

6. Number of Complaints on the following made by employees and workers:

	FY 2024			FY 2023		
	Filed during the year	Pending resolution at the end of year	Remarks	Filed during the year	Pending resolution at the end of year	Remarks
Sexual Harassment	0	0	-	0	0	-
Discrimination at workplace	0	0	-	0	0	-
Child Labour	0	0	-	0	0	-
Forced Labour/Involuntary Labour	0	0	-	0	0	-
Wages	0	0	-	0	0	-
Other human rights related issues	0	0	-	0	0	-

7. Complaints filed under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013, in the following format:

	FY 2024	FY 2023
Total Complaints reported under Sexual Harassment on of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 (POSH)	0	0
Complaints on POSH as a % of female employees / workers	0	0
Complaints on POSH upheld	0	0

8. Mechanisms to prevent adverse consequences to the complaint in discrimination and harassment cases.

Happiest Minds Technologies aims to provide a safe and inclusive workplace and prohibits any form of discrimination, harassment or retaliation. The Company has a POSH (Prevention of Sexual Harassment) policy to prohibit such occurrences and ensure no adverse consequences when an employee reports a complaint. The Company also conducts regular mandatory training sessions on POSH for all employees, including new hires during induction. Happiest Minds places a strong emphasis on promoting women's participation across levels through specialized programs and interventions. Guidelines are in place to create a workplace supportive of women. An Internal Committee (IC) has been constituted to prevent adverse consequences in harassment complaints and govern employee conduct on these matters. Happiest Minds is committed to building a diverse, equitable and harassment-free workplace for all.

9. Do human rights requirements form part of your business agreements and contracts? (Yes/No)

Yes, Happiest Minds Technologies Limited mandates adherence to its Code of Conduct in all business interactions. Respecting fundamental human rights principles is an essential prerequisite for any entity to engage in commercial activities with Happiest Minds. Upholding basic human rights is embedded in the Company's policies for vendor and partner relationships.

10. Assessment for the year:

	% of your plants and offices that were assessed (by entity or statutory authorities or third parties)
Child labour	0
Forced/involuntary labour	0
Sexual harassment	0
Discrimination at workplace	0
Wages	0
Others-please specify	0

11. Provide details of any corrective actions taken or underway to address significant risks/ concerning arising from the assessments at Question 10 above.

Not Applicable

Leadership Indicators

1. Details of a business process being modified / introduced as a result of addressing human rights grievances/complaints.

No business processes have been revised or introduced, as our comprehensive human rights and redressal policies already encompass all necessary provisions. This strong framework ensures that any new measures align with existing guidelines, safeguarding the rights and needs of our workforce

2. Details of the scope and coverage of any Human rights due diligence conducted.

The Company has implemented a Code of Conduct policy to ensure responsible adherence to all human rights measures throughout its operations.

3. Is the premise/office of the entity accessible to differently abled visitors, as per the requirements of the Rights of Persons with Disabilities Act, 2016?

Yes, the Happiest Minds office is accessible to all as per the requirements of the Rights of Persons with Disabilities Act, 2016

4. Details on assessment of value chain partners:

	% of value chain partners (by value of business done with such partners) that were assessed
Child labour	NA
Forced/involuntary labour	NA
Sexual harassment	NA
Discrimination at workplace	NA
Wages	NA
Others-please specify	NA

5. Provide details of any corrective actions taken or underway to address significant risks/ concerns arising from the assessments at Question 4 above.

Not applicable

PRINCIPLE 6: Businesses should respect and make efforts to protect and restore the environment

Essential Indicators

1. Details of total energy consumption (in Joules or multiples) and energy intensity, in the following format:

Parameter	Unit	FY 23-24	FY 22-23
From renewable sources			
Total electricity consumption (A)	GJ	1773.2124	510.96
Total fuel consumption (B)	GJ	NA	-
Energy consumption through other sources (C)		NA	-
Total energy consumed from renewable sources (A+B+C)	GJ	1773.212	510.96
From non-renewable sources			
Total electricity consumption (D)	GJ	14288.43	10822.54
Total fuel consumption (E)	GJ	1764.47	929.00
Energy consumption through other sources (F)		NA	NA
Total energy consumed from non-renewable sources (D+E+F)		16052.90	11,751.54
Total energy consumed (A+B+C+D+E+F)		17826.11	12262.49
Energy intensity per rupee of turnover (Total energy consumption/ turnover in rupees)		0.00	0.092
Energy intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP) (Total energy consumed/ Revenue from operations adjusted for PPP)		2.71	2.105
Energy intensity in terms of physical output		NA	NA

Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency.

No assessments by external agency has been done

2. Does the entity have any sites / facilities identified as designated consumers (DCs) under the Performance, Achieve and Trade (PAT) Scheme of the Government of India? (Y/N) If yes, disclose whether targets set under the PAT scheme have been achieved. In case targets have not been achieved, provide the remedial action taken, if any.

Not Applicable owing to the nature of business.

3. Provide details of the following disclosures related to water, in the following format:

Parameter	FY 2024	FY 2023
Water withdrawal by source (in kilolitres)		
(i) Surface Water		-
(ii) Ground Water	6336.206	2,005
(iii) Third Party Water	2868	2,168
(iv) Seawater / desalinated water	-	-
(v) Others	-	-
Total volume of water withdrawal (in kilolitres) (i + ii + iii + iv + v)	9204.206	4,173
Total volume of water consumption (in kilolitres)		
Total volume of water consumption (in kilolitres)	9204.206	4,173
Water intensity per rupee of turnover (Total Water consumption / Revenue from operations)	0.062	0.031
Water intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP) (Total water consumption/ Revenue from operations adjusted for PPP)	1.429	0.716
Water intensity in terms of physical output	NA	NA

Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency.

No external assurance done

4. Provide the following details related to water discharged:

Parameter	FY 2024	FY 2023
Water discharge by destination and level of treatment (in kilolitres)		
i) To Surface Water		-
- No treatment		-
- With treatment-please specify level of treatment (STP)	Not Applicable as no water was discharged after treatment	2,433.28
ii) To Groundwater		-
- No treatment		-
- With treatment-please specify level of treatment		-
iii) To Seawater		-
- No treatment		-
- With treatment-please specify level of treatment		-
iv) Sent to Third-parties		-
- No treatment		-
- With treatment-please specify level of treatment		-
v) Others		-
- No treatment		-
- With treatment-please specify level of treatment		-
Total water discharge (in kilolitres)	0	2,433.28

Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency

No, the Company has not conducted any external assurance.

5. Has the entity implemented a mechanism for Zero Liquid Discharge? If yes, provide details of its coverage and implementation.

We have a mechanism of zero liquid discharge which is recycling.

6. Please provide details of air emissions (other than GHG emissions) by the entity, in the following format:

Parameter	Please specify unit	FY 2024	FY 2023
NOx	Mg/Nm3	15	46
SOx	Mg/Nm3	7.5	9
Particulate matter (PM)	µg/m3	32.6	36
Persistent organic compounds (POP)	µg/m3	25.3	20
Volatile organic compounds (VOC)	NA	NA	NA
Hazardous air pollutants (HAP)	µg/m3	5.6	5.8
Others-please specify	NA	NA	NA

Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency.

No, the Company has not conducted any external assurance.

7. Provide details of greenhouse gas emissions (Scope 1 and Scope 2 emissions) & its intensity, in the following format:

Parameter	Unit	FY 2024	FY 2023
Total Scope 1 emissions (Break-up of the GHG into CO2, CH4, N2O, HFCs, PFCs, SF6, NF3, if available)	Metric tonnes of CO2 equivalent	1242	57.37
Total Scope 2 emissions (Break-up of the GHG into CO2, CH4, N2O, HFCs, PFCs, SF6, NF3, if available)	Metric tonnes of CO2 equivalent	2842	2374.95
Total Scope 1 and Scope 2 emissions intensity per rupee of turnover (Total Scope 1 and Scope 2 GHG emissions / Revenue from operations)	MTCO2e per rupee	0.0000003	0.0000002
Total Scope 1 and Scope 2 emissions intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP) (Total Scope 1 and Scope 2 GHG emissions / Revenue from operations adjusted for PPP)	MTCO2e /PPP	0.000006	0.000004
Total Scope 1 and Scope 2 emissions intensity in terms of physical output	NA	NA	NA

Note: Indicate if any independent assessment/evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency.

8. Does the entity have any project related to reducing Green House Gas emission? If Yes, then provide details.

The Company is undertaking efforts to reduce its GHG emissions to the extent possible and shall continue to do so in the future.

9. Provide details related to waste management by the entity, in the following format:

Parameter	FY 2024	FY 2023
Total Waste generated (in metric tonnes)		
Plastic waste (A)	NA	NA
E-waste (B)	1.5	0.645
Bio-medical waste (C)	NA	NA
Construction and demolition waste (D)	82.5	45.35
Battery waste (E)	0	0
Radioactive waste (F)	0	0
Other hazardous waste. Please specify, if any. (G)	0	0.51
Other non-hazardous waste generated (H). (Dry Paper waste)	3.96	5.04
Total (A+B + C + D + E + F + G + H)	87.96	51.545
Waste intensity per rupee of turnover (Total waste generated / Revenue from operations)	0.0006	0.0003
Waste intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP) (Total waste generated / Revenue from operations adjusted for PPP)	0.014	0.008
Waste intensity in terms of physical output	NA	NA
For each category of waste generated, total waste recovered through recycling, re-using or other recovery operations (in metric tonnes)		
Category of waste		
i) Recycled	NA	-
ii) Re-used	NA	-
iii) Other recovery operations	NA	NA
Total	NA	NA
For each category of waste generated, total waste disposed by nature of disposal method (in metric tonnes)		
Category of waste		
i) Incineration	NA	NA
ii) Landfilling	NA	NA
iii) Other disposal operations	3.96	NA
Category1 (wet waste/food waste)	NA	NA
Category2 (dry waste/paper waste)	0	5.04
Total	3.96	5.04

Note: Indicate if any independent assessment/evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency. No External assurance done

10. Briefly describe the waste management practices adopted in your establishments. Describe the strategy adopted by your Company to reduce usage of hazardous and toxic chemicals in your products and processes and the practices adopted to manage such wastes.

The Company efficiently repurposes wastewater recycled through its Sewage Treatment Plant (STP) for gardening and washroom purposes. E-Waste is disposed of in accordance with PCB norms, ensuring responsible management. Food waste undergoes decomposition and is utilized as organic manure, promoting sustainability. Furthermore, the Company adheres to strict protocols to prevent the production of toxic or hazardous chemical wastes, prioritizing environmental stewardship.

11. If the entity has operations/offices in/around ecologically sensitive areas (such as national parks, wildlife sanctuaries, biosphere reserves, wetlands, biodiversity hotspots, forests, coastal regulation zones etc.) where environmental approvals / clearances are required, please specify details in the following format:

The Company does not have any operations in ecologically sensitive areas.

12. Details of environmental impact assessments of projects undertaken by the entity based on applicable laws, in the current financial year:

Not Applicable

13. Is the entity compliant with the applicable environmental law/ regulations/ guidelines in India; such as the Water (Prevention and Control of Pollution) Act, Air (Prevention and Control of Pollution) Act, Environment protection act and rules thereunder (Y/N). If not, provide details of all such non-compliances.

Yes, the Company is in compliance with the relevant laws and regulations.

Leadership Indicators

1. Water withdrawal, consumption and discharge in areas of water stress (in kilolitres):

For each facility/plant located in areas of water stress, provide the following information:

- i) Name of the area
- ii) Nature of operations
- iii) Water withdrawal, consumption and discharge in the following format:

Not Applicable, as the Company's operations do not fall under water stress areas.

Note: Indicate if any independent assessment/evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency.

Not Applicable

2. Please provide details of total Scope 3 emissions & its intensity, in the following format:

Parameter	Unit	FY 2024	FY 2023
Total Scope 3 emissions (Break-up of the GHG into CO2, CH4, N2O, HFCs, PFCs, SF6, NF3, if available)	Metric tonnes of CO2 equivalent	3295	NA
Total Scope 3 emissions per rupee of turnover	Metric tonnes of Co2 equivalent	0.00	NA

Note: Indicate if any independent assessment/evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency.-No external assurance has been done.

3. With respect to the ecologically sensitive areas reported at Question 11 of Essential Indicators above, provide details of significant direct&indirect impact of the entity on biodiversity in such areas along-with prevention and remediation activities.

Not Applicable

4. If the entity has undertaken any specific initiatives or used innovative technology or solutions to improve resource efficiency, or reduce impact due to emissions / effluent discharge / waste generated, please provide details of the same as well as outcome of such initiatives, as per the following format:

Not Applicable

5. Does the entity have a business continuity and disaster management plan? Give details in 100 words/ web link.

Yes, Happiest Minds Technologies Limited has a Business Continuity Management (BCM) framework a robust strategy to ensure the smooth operation of critical business services and to swiftly recover from any challenges. The Company regularly assesses the potential impact of various events such as natural disasters, pandemics, cyberattacks, or administrative decisions on its operations.

<https://www.happiestminds.com/whitepapers/BCP-and-DR-plan-with-NAS-solution.pdf>

6. Disclose any significant adverse impact to the environment, arising from the value chain of the entity. What mitigation or adaptation measures have been taken by the entity in this regard.

The Company has not assessed the impacts arising from the operations of the value chain on the environment.

7. Percentage of value chain partners (by value of business done with such partners) that were assessed for environmental impacts.

Happiest Minds is currently in the process to assess the top vendors based on business volume for their environmental impacts.

PRINCIPLE 7: Businesses, when engaging in influencing public and regulatory policy, should do so in a manner that is responsible and transparent

Essential Indicators

1. a. Number of affiliations with trade and industry chambers/associations.

4

b. List the top 10 trade and industry chambers/associations (determined based on the total members of such body) the entity is a member of/ affiliated to.

S. No.	Name of the trade and industry chambers/ associations	Reach of trade and industry chambers/ associations (State/National)
1	Confederation of India Industries (CII)	National
2	National Association of Software and service Companies (NASSCOM)	National
3	Federation of Karnataka Chambers of Commerce and Industry (FKCCI)	State
4	Indo-German Chamber of Commerce	National

2. Provide details of corrective action taken or underway on any issues related to anti-competitive conduct by the entity, based on adverse orders from regulatory authorities.

There are no orders from regulatory authorities on any issues of anti-competitive conduct.

Leadership Indicators

1. Details of public policy positions advocated by the entity

The Company did not undertake any public policy advocacy positions during the reporting period.

PRINCIPLE 8: Businesses should promote inclusive growth and equitable development

Essential Indicators

1. Details of Social Impact Assessments (SIA) of projects undertaken by the entity based on applicable laws, in the current financial year.

Not Applicable as per the relevant laws.

2. Provide information on project(s) for which ongoing Rehabilitation and Resettlement (R&R) is being undertaken by your entity, in the following format:

Not Applicable

3. Describe the mechanisms to receive and redress grievances of the community.

Not applicable to us as we currently work with the community through our partner NGOs.

4. Percentage of input material (inputs to total inputs by value) sourced from suppliers:

	FY 2024	FY 2023
Directly sourced from MSMEs/ small producers	18%	13.29%
Directly from within India	51%	58%

5. Job creation in smaller towns – Disclose wages paid to persons employed (including employees or workers employed on a permanent or non-permanent / on contract basis) in the following locations, as % of total wage cost

Location	FY 2024	FY 2023
Rural	0	0
Semi-urban	0	0
Urban	0	0
Metropolitan	100%	100%

Numbers mentioned above are specific to India geography.

(Place to be categorized as per RBI Classification System - rural / semi-urban / urban / metropolitan)

Leadership Indicators

1. Provide details of actions taken to mitigate any negative social impacts identified in the Social Impact Assessments (Reference: Question 1 of Essential Indicators above):

Not Applicable

2. Provide the following information on CSR projects undertaken by your entity in designated aspirational districts as identified by government bodies:

Sr. No.	State	Aspirational District	Amount spent (In INR)
1	Karnataka	Raichur	2,299,500

3. a. Do you have a preferential procurement policy where you give preference to purchase from suppliers comprising marginalized/ vulnerable group? (Yes/ No)

Covered under supplier diversity and will be implemented in the coming years.

b. From which marginalized /vulnerable groups do you procure?

Not Applicable

c. What percentage of total procurement (by value) does it constitute?

Not Applicable

4. Details of the benefits derived and shared from the intellectual properties owned or acquired by your entity (in the current financial year), based on traditional knowledge:

Not Applicable

5. Details of corrective actions taken or underway, based on any adverse order in intellectual property related disputes wherein usage of traditional knowledge is involved.

Not Applicable

6. Details of beneficiaries of CSR Projects:

S. No	CSR Project	No. of persons benefitted from CSR Projects	% of beneficiaries from vulnerable and marginalized groups
1	Safe drinking water for draught region	42000	100%
2	One billion drop project	3200	
3	Social forestry, soil & water conservation		100%
4	Rural electrification	100 Households	100%
5	Project Puthri	20	100%
6	Providing Insulin to Type-1 diabetes	30	100%
7	Akshaya Patra Foundation	6.97 million	100%

PRINCIPLE 9: Businesses should engage with and provide value to their consumers in a responsible manner.

Essential indicator

1. Describe the mechanisms in place to receive and respond to consumer complaints and feedback.

Happiest Minds has a framework to understand customer needs and expectations. This helps create plans for ongoing engagement and strengthen customer relationships as follows:

- Early warning systems provide alerts to help Happiest Minds make necessary course corrections and deliver high-quality services.
- Tools to frequently review customer perceptions:
 1. Weekly project team meetings to evaluate engagement status.
 2. Monthly governance meetings between sales/delivery leaders and account executives to review risks and develop mitigation plans.
 3. Quarterly governance meetings between BU heads and customer leadership to discuss relationship growth, and new initiatives, and address issues.
- The aim is to proactively gather customer insights, address concerns early, and build strong long-term partnerships.

2. Turnover of products and/ services as a percentage of turnover from all products/service that carry information about:

Not Applicable

3. Number of consumer complaints in respect of the following:

	FY 2024			FY 2023		
	Received during the year	Pending resolution at end of year	Remarks	Received during the year	Pending resolution at end of year	Remarks
Data privacy	0	0		NIL	NIL	-
Advertising	0	0		NIL	NIL	-
Cyber Security	1	1		NIL	NIL	-
Delivery of essential services	0	0		NIL	NIL	-
Restrictive Trade Practices	0	0		NIL	NIL	-
Unfair Trade Practices	0	0		NIL	NIL	-
Other	18	0		14	0	All complaints were resolved in a timely manner

4. Details of instances of product recalls on account of safety issues:

Not Applicable owing to the nature of business.

5. Does the entity have a framework/ policy on cyber security and risks related to data privacy? (Yes/No) If available, provide a web-link of the policy.

Happiest Minds Technologies has established a robust information and cybersecurity framework certified under ISO 27701 to safeguard its data assets. The board-approved policy outlines comprehensive processes for adequate protection of business information through appropriate controls. An internal governance committee oversees the cybersecurity program to detect and rapidly respond to potential threats across the Company's network, applications, and infrastructure. Proactive measures enable Happiest Minds to identify risks early and take steps to prevent any breaches or attacks. With strong detection, response, and recovery capabilities in place, the security framework assures customers and stakeholders that their data is protected. Regular reviews ensure the program is continuously strengthened to mitigate emerging risks as technology and threat landscapes evolve. Happiest Minds is committed to maintaining robust cyber resilience to support business continuity and customer trust. <https://www.happiestminds.com/privacy-policy/>

6. Provide details of any corrective actions taken or underway on issues relating to advertising, and delivery of essential services; cyber security and data privacy of customers; re-occurrence of instances of product recalls; penalty / action taken by regulatory authorities on safety of products / services.

The Company adheres to ISO 27001 and ISO 27701 to ensure compliance to cyber security and privacy requirements along with further GDPR and PIMS requirements for data privacy.

7. Provide the following information relating to data breaches:

- a. Number of instances of data breaches: 0
- b. Percentage of data breaches involving personally identifiable information of customers: 0
- c. Impact, if any, of the data breaches: Not Applicable

Leadership Indicator

1. Channels/platforms where information on products and services of the entity can be accessed (provide web link, if available).

Information relating to all the products and services provided by Happiest Minds is available on the Company's website, <https://www.happiestminds.com/>

2. Steps taken to inform and educate consumers about safe and responsible usage of products and/ or services.

Not Applicable owing to the nature of business.

3. Mechanisms in place to inform consumers of any risk of disruption/ discontinuation of essential services.

Not Applicable owing to the nature of business.

4. Does the entity display product information on the product over and above what is mandated as per local laws? (Yes/No/ Not Applicable) If yes, provide details in brief. Did your entity carry out any survey with regard to consumer satisfaction relating to the major products / services of the entity, significant locations of operation of the entity or the entity as a whole? (Yes/No)

- Owing to the nature of business, the Company does not display any product information over its products.
- Yes, the Company carries out Annual Customer Happiness Survey to understand the level of satisfaction and receive feedback around the same.

FINANCIAL STATEMENTS

183 - 357

- 184 Standalone Financial Statements
- 268 Consolidated Financial Statements