

ALLDIGI TECH, INC.
FINANCIAL STATEMENTS
MARCH 31, 2025 AND 2024

R

ALLDIGI TECH INC

Table of Contents

March 31, 2025 and 2024

	<u>Page</u>
Independent Auditor's Report	1-2
Financial Statements	
Balance Sheets	3
Statements of Income	4
Statements of Stockholders' Equity	5
Statements of Cash Flows	6
Notes to Financial Statements	7-12
Supplementary Information	
Schedule 1 - Schedule of Operating Expenses	13



RAVI VENKATARAMAN, CPA LLC
CERTIFIED PUBLIC ACCOUNTANT
14 COURTSIDE LANE
PRINCETON, NJ 08540

TEL: (609) 452-7770

FAX: (732) 501-3532

INDEPENDENT AUDITOR'S REPORT

To the Board of Directors
Alldigi Tech, Inc.
(Formerly known as Allsectech Inc.)
Princeton, NJ

Opinion

We have audited the accompanying financial statements of Alldigi Tech, Inc.(a Delaware Corporation), which comprise the balance sheets as of [March 31, 2025 and 2024 , and the related statements of income, cash flow, and statements of stockholders' equity for the years then ended, and the related notes to the financial statements.

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of Alldigi Tech, Inc as of March 31, 2025 and 2024, and the results of its operations and its cash flows for the years then ended in accordance with accounting principles generally accepted in the United States of America.

Basis for Opinion

We conducted our audits in accordance with auditing standards generally accepted in the United States of America. Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are required to be independent of the Company and to meet our other ethical responsibilities in accordance with the relevant ethical requirements relating to our audits. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Responsibilities of Management for the Financial Statements

Management is responsible for the preparation and fair presentation of the financial statements in accordance with accounting principles generally accepted in the United States of America, and for the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is required to evaluate whether there are conditions or events ,considered in the aggregate, that raise substantial doubt about the Company 's ability to continue as a going concern within one year after the date that the financial statements are available to be issued.

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the 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 absolute assurance and therefore is not a guarantee that an audit conducted in accordance with generally accepted auditing standards will always detect a material misstatement when it exists. 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. Misstatements are considered material if there is a substantial likelihood that, individually or in the aggregate, they would influence the judgment made by a reasonable user based on the financial statements.

In performing an audit in accordance with generally accepted auditing standards, we:

- ☐ Exercise professional judgment and maintain professional skepticism throughout the audit.
- ☐ Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, and design and perform audit procedures responsive to those risks. Such procedures include examining, on a test basis, evidence regarding the amounts and disclosures in the financial statements.
- ☐ Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control. Accordingly, no such opinion is expressed.
- ☐ Evaluate the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluate the overall presentation of the financial statements.
- ☐ Conclude whether, in our judgment, there are conditions or events, considered in the aggregate, that raise substantial doubt about Alldigi Tech Inc.'s ability to continue as a going concern for a reasonable period of time.

We are required to communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit, significant audit findings, and certain internal control related matters that we identified during the audit.



Ravi Venkataraman
Princeton, New Jersey
May 13, 2025

ALLDIGI TECH, INC.
BALANCE SHEETS
AS OF MARCH 31

ASSETS

CURRENT ASSETS

	<u>2025</u>	<u>2024</u>
Cash and Cash Equivalents	\$ 2,559,329	\$ 1,429,213
Accounts Receivable	4,181,337	3,300,254
Restricted Cash	6,277	6,276
Prepaid expenses	75,350	237,359
Other Asset	1,957	1,957
Total Current Assets	<u>6,824,250</u>	<u>4,975,059</u>

PROPERTY AND EQUIPMENT

Property and Equipment	1,258	1,258
Accumulated Depreciation	(454)	(35)
Net Property and Equipment	<u>804</u>	<u>1,223</u>

Total Assets

<u><u>\$ 6,825,054</u></u>	<u><u>\$ 4,976,282</u></u>
-----------------------------------	-----------------------------------

LIABILITIES AND STOCKHOLDERS' EQUITY

CURRENT LIABILITIES

Accounts Payable	\$ 1,061,031	\$ 175,889
Accounts Payable - Affiliate	2,734,126	2,834,939
Accrued Expenses	2,679,179	1,265,156
Total Current Liabilities	<u>6,474,336</u>	<u>4,275,984</u>

STOCKHOLDERS' EQUITY

Common Stock-no par value, 3,000 shares authorized and 100 shares issued and outstanding	2,310,000	2,310,000
Retained Earnings	(1,959,282)	(1,717,406)
Total Stockholders' Equity	<u>350,718</u>	<u>700,298</u>

Total Liabilities and Equity

<u><u>\$ 6,825,054</u></u>	<u><u>\$ 4,976,282</u></u>
-----------------------------------	-----------------------------------

See Independent Auditor's Report and notes to financial statements

ALLDIGITECH, INC.
STATEMENTS OF INCOME
FOR THE YEARS ENDED MARCH 31

	<u>2025</u>	<u>2024</u>
Operating Revenues	\$ 31,020,867	\$ 22,432,139
Cost of Revenues	(28,708,553)	(21,114,260)
Gross Profit	<u>2,312,314</u>	<u>1,317,879</u>
Operating Expenses (Schedule 1)	(2,653,543)	(1,204,197)
Income from operations	<u>(341,229)</u>	<u>113,682</u>
Interest Income and other income	1	2
Income before provision for income taxes	<u>(341,228)</u>	<u>113,684</u>
Provision for Income Taxes-State	(8,352)	(5,980)
Net Income/ (Loss)	<u>\$ (349,580)</u>	<u>\$ 107,704</u>

See Independent Auditor's Report and notes to financial statements

ALLDIGI TECH., INC.
STATEMENTS OF STOCKHOLDERS' EQUITY
FOR THE YEARS ENDED MARCH 31

	Common Stock	Retained Earnings	2025	Common Stock	Retained Earnings	2024
Balance at April 1, 2024	\$ 2,310,000	\$ (1,609,702)	\$ 700,298	\$ 2,310,000	\$ (1,717,406)	\$ 592,594
Capital Contributions during the year Prior Period Adjustment		-	-		-	-
Balance at March 31, 2024	<u>2,310,000</u>	<u>(1,609,702)</u>	<u>700,298</u>	<u>2,310,000</u>	<u>(1,717,406)</u>	<u>592,594</u>
Capital Contributions during the year						
Earnings/(Loss)-FY2025		(349,580)	(349,580)		-	107,704
Balance at March 31, 2025	<u>\$ 2,310,000</u>	<u>\$ (1,959,282)</u>	<u>\$ 350,718</u>	<u>\$ 2,310,000</u>	<u>\$ (1,717,406)</u>	<u>\$ 700,298</u>

See Independent Auditor's Report and notes to financial statements

Am

ALLDIGI TECH, INC.
STATEMENTS OF CASH FLOWS
FOR THE YEARS ENDED MARCH 31

	2025	2024
CASH FLOWS FROM OPERATING ACTIVITIES		
Net Income	\$ (349,580)	\$ 107,704
Depreciation	419	35
Adjustments to reconcile Net Income to net cash provided by operating activities:		
Restricted Cash	(1)	-
Accounts Receivable	(881,083)	(1,763,862)
Prepaid Expenses	162,009	(179,110)
Security Deposit-Rental	-	8,322
Other Asset	-	221,476
Accounts Payable	885,142	89,603
Accounts Payable-Affiliate	(100,813)	1,906,215
Accrued Expenses	1,414,023	395,311
Other Payable	-	-
Net Cash provided by Operating Activities	1,130,116	785,694
CASH FLOW FROM FINANCING ACTIVITIES		
Addition to Property and Equipment		(1,258)
Loan from parent	-	-
Net Cash used by Financing Activities	-	(1,258)
Net Cash increase for the Year	1,130,116	784,436
Cash And Cash Equivalents At Beginning Of Year	1,429,213	644,777
Cash And Cash Equivalents At End Of Year	\$ 2,559,329	\$ 1,429,213
Supplemental disclosure of cash flow information		
Cash paid during the years		
Interest	\$ -	\$ -
Income taxes	\$ 8,352	\$ 5,980

See Independent Auditor's Report and notes to financial statements

ALLDIGI TECH, INC.
NOTES TO FINANCIAL STATEMENTS
MARCH 31, 2025

Note 1 – Description of Company's Business

Alldigi Tech, Inc. (Alldigi Tech/Company) was incorporated on September 14, 2000 in the State of Delaware. Alldigi Tech is the wholly owned subsidiary of Alldigi Technologies Limited (Technologies/Parent Company) a publicly held corporation in India.

Conneqt Business Solutions Limited ('Conneqt'), a subsidiary of Quess Corp Limited, had entered into share purchase agreements dated April 17, 2019 with Mr. Jagadish R, Mr. Saravanan A and First Carlyle Ventures Mauritius to acquire 9,349,095 equity shares, representing 73.39% of the voting share capital of Alldigi Technologies Limited. The effective date of acquisition of equity shares by Conneqt was June 3, 2019.

Consequent to this transaction, Alldigi Technologies Limited has become the subsidiary of Conneqt with effect from June 3, 2019. with effective date of acquisition being considered as 1st June 2022 in terms of IND AS accounting standards and Alldigi Tech Inc has become a step down subsidiary of Conneqt. Conneqt was merged with Quess Corp Ltd who became the Ultimate holding company. Quess Corp Ltd has demerged into 3 entities i.e Quess Corp Ltd, Digitide Solutions Ltd & Bluespring Enterprises Ltd, wherein Digitide has become the holding company of Alldigi Tech & therefore the ultimate holding for Alldigi Tech Inc

Alldigi Tech provides marketing services to Technologies, one of the world's leading providers of response management solutions and personalized customer care. Alldigi Tech utilizes Technologies and parent company's wholly owned Philippines subsidiary Alldigi Tech Manila Inc (Alldigi-Manila) having its facilities in Manila and Retreat Capital Management Inc, a California registered company having its facilities in Irving TX, USA to perform voice response services, and collection services of credit card and other receivables for its reputed customers. The Company has established a branch office in Manila, Philippines on November 8, 2012.

Note 2 – Summary of Significant Accounting Policies

This summary of significant accounting policies of Alldigi Tech is presented to assist in understanding the Company's financial statements. The financial statements and notes are representations of the Company's management who is responsible for their integrity and objectivity. These accounting policies conform to generally accepted accounting principles in the United States of America and have been consistently applied in the preparation of the financial statements.

See Independent Auditor's Report

ALLDIGI TECH, INC.
NOTES TO FINANCIAL STATEMENTS
MARCH 31, 2025

Basis of Presentation

The financial statements have been prepared on the accrual basis of accounting, whereby revenues are recognized when earned and expenses are recognized when incurred. Accordingly, all significant receivables, payables, and other liabilities are recorded.

The financial statements are prepared on accrual basis. These financial statements are presented for the year ended March 31, 2025.

Liquidity & Going Concern

The accompanying financial statements have been prepared assuming that the Company will continue as a going concern.

Revenue Recognition

Alldigi Tech provides voice response services and collection of credit card and other receivables services to reputed companies. Unbilled services represent revenue on services performed but not billed until the subsequent period. Advances received prior to providing services will be treated as deferred revenues and recognized when services are performed. Revenue is recognized to the extent that it is probable that the economic benefits will flow to the company and the revenue can be reliably measured. Revenue is recognized as services are performed in accordance with the specific terms of the contract with the customer. Unbilled revenue represents accrual of income relating to services provided but not billed as at the year end.

Use of Estimates

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reported period. Actual results could differ from those estimates.

See Independent Auditor's Report

ALLDIGI TECH, INC.
NOTES TO FINANCIAL STATEMENTS
MARCH 31, 2025

Cash

Cash consists primarily of working funds. For purposes of the Statements of Cash Flows, cash is defined as unrestricted cash balances and investments with original maturities of three months or less. As of March 31, 2025 and 2024, there were \$6,277 and \$6,276 respectively in restricted cash balances. The restricted cash represents five escrow accounts opened in order to comply with collection licenses requirements from various States.

Property, Equipment and Depreciation

Property and equipment are reflected at cost. Depreciation is provided using straight-line method over its estimated useful life of three years for computer and five years for Network Equipments. Maintenance and repairs are expensed as incurred.

The Company reviews its long-lived assets for impairment whenever events or changes in circumstances indicate that the carrying amount of an asset may not be recoverable in accordance with Financial Accounting Standards Board (FASB) Accounting Standards Codification (ASC) 360, *Property, Plant and Equipment*, formerly FASB No. 144, *Accounting for the Impairment or Disposal of Long-Lived Assets*. Recoverability of assets held and used is measured by a comparison of the carrying amount of an asset to undiscounted expected cash flows. Future events could cause the Company to conclude that impairment indicators exist and that long-lived assets may be impaired.

Fair Value of Financial Instruments

The carrying amounts of cash and cash equivalents, accounts receivable, accounts payable, and accrued expenses are equal or approximate their fair values due to the short term maturity of those instruments.

Cost of Revenues

Costs of service delivery consist of payroll cost incurred for the employee actively involved marketing services, the amount paid to Alldigi Technologies & Alldigi Tech Manila for support services rendered to the customers and other outside services utilized by the Company.

See Independent Auditor's Report

ALLDIGI TECH, INC.
NOTES TO FINANCIAL STATEMENTS
MARCH 31, 2025

Income Taxes

The Company provide for income taxes on the basis of FASC 740, *Income Taxes* formerly Statement of Financial Accounting Standards No. 109, "*Accounting for Income Taxes*" which requires recognition of deferred taxes based on the differences between the financial statement and the tax basis of assets and liabilities at enacted rates in effect in the years in which the differences are expected to reverse. Valuation allowances are established when necessary to reduce deferred tax assets to the amount expected to be realized.

Note 3. Property and Equipment

The following is a summary of property and equipment at cost, less accumulated depreciation:

Description	2024	2023
Computers & Accessories	\$ 1,258	\$ 1,258
Furniture & Fixtures	-	-
Vehicles	-	-
Software Licenses	-	-
Network Equipments	-	-
Original Cost	1,258	1,258
Less: Accumulated Depreciation	<u>(454)</u>	<u>(35)</u>
Net Property & Equipment	<u>\$804</u>	<u>\$1,223</u>

The useful lives of property and equipment for the purpose of computing depreciation are three to seven years. Depreciation expense amounted to \$ 419 and \$ 35 for the years ended March 31, 2025 and 2024 respectively.

See Independent Auditor's Report

ALLDIGI TECH, INC.
NOTES TO FINANCIAL STATEMENTS
MARCH 31, 2025

Note 4. Income Taxes

For the year ended March 31, 2025 the company has created an adhoc provision of \$ 78,743 towards tax purpose.

Note 5. Going Concern

The Company has reported a loss of \$ 349,580 and Profit of \$ 107,706 for the years ended March 31, 2025 and 2024 respectively. In spite of the losses, management intends to continue operations in the U.S. The Company expects to execute existing orders to generate revenues. In addition, certain cost cutting measures have been taken including laying off few business development employees/consultants; renewal of office lease with lower office spaces after the existing lease period and other cost control measures

Note 6. Prepaid Expenses

Prepaid expenses as of March 31, 2025 consists of the following:

Prepaid Licenses and Permits	\$ 481
Prepaid Insurance	1,229
Other Rates & Taxes	4,853
Other Prepaid Expenses	<u>68,787</u>
Total Prepaid Expenses	\$ <u>75,350</u>

Note 7. Commitments and Contingent Liabilities

The Company lease administrative office space under an operating lease. This lease provide for annual base rent, escalations and additional payments for real estate taxes and other occupancy costs.

For the years ended March 31, 2025 and 2024, rent expense amounted to \$ 14,741 and \$67,716 respectively.

The Company recognizes and measures its leases in accordance with FASB ASC 842, Leases. The Company recognizes a lease liability and a right of use (ROU) asset at the commence date of the lease. The lease liability is initially and subsequently recognized based on the present value of its future lease payments. However, due to the short term nature of the lease & low value of the lease and its impact on the financial statements, the Company has elected not to recognize a lease liability and ROU asset. Instead, lease payments are expensed on a straight-line basis over the lease term. The Company will continue to assess the materiality of lease obligations on an ongoing basis to determine the applicability of full ASC 842 recognition requirements.

ALLDIGI TECH, INC.
NOTES TO FINANCIAL STATEMENTS
MARCH 31, 2025

See Independent Auditor's Report

Note 8. Concentrations

Alldigi Tech maintains its cash balance in a bank located in New Jersey. This account is insured by the Federal Deposit Insurance Corporation up to balance of \$250,000. The Company maintains its cash in bank deposit accounts, which, at times, may exceed federally insured limits. The Company has not experienced any losses in such accounts. The Company believes it is not exposed to any significant credit risk on cash and cash equivalents.

Concentration of credit with respect to receivables is limited to Company's parent and companies with strong credit rating. The Company establishes an allowance for uncollectible trade accounts based on historical collection experience and management's evaluation of collectability of outstanding accounts receivable. Due to strong credit background of its customers and parent, the Company does not maintain an allowance for doubtful accounts.

Note 9. Subsequent Events

The Company has evaluated the need for disclosures and/or adjustments resulting from subsequent events through May 13, 2025. The evaluation did not result in any subsequent events that necessitated disclosures and/or adjustments.

See Independent Auditor's Report

ALLDIGI TECH, INC.
SCHEDULE OF OPERATING EXPENSES
FOR YEARS ENDED MARCH 31

Operating expenses	2025	2024
Automobile Expense		
Bank Service Charges	228	626
Connectivity Charges	7,252	3,100
Provision for Bad Debts	74,141	221,348
Security Charges	-	24,136
Insurance	28,215	27,134
Licenses and Permits	17,192	36,944
Office Supplies & Expense	419	1,378
Professional Fees	2,031,489	606,211
Rent	14,741	67,716
Utilities	-	1,500
Repairs & Maintenance	86,449	55,583
Rates & Taxes	78,743	-
Telephone	-	2,687
Recruitment Fee	-	14,789
Travel & Ent	314,674	141,045
Total	\$ 2,653,543	\$ 1,204,197

See Independent Auditor's Report and notes to financial statements

