

Date: 03/02/2026

To,
The Manager
Department of Corporate Services,
BSE Limited
25th Floor, P.J. Towers,
Dalal Street Fort,
Mumbai- 400001, Maharashtra

BSE Code: 531525/890230

Sub.: Monitoring Agency Report for the quarter ended December 31, 2025 – in relation to the Rights Issue of Ace Software Exports Limited (“the Company”)

Pursuant to Regulation 32(6) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with Regulation 82(2) & 82(4) of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, please find attached Monitoring Agency Report for the quarter ended December 31, 2025 issued by Brickwork Ratings India Private Limited, Monitoring Agency, appointed to monitor the utilisation of proceeds of the Rights Issue of the Company.

The aforementioned information shall also be available on the Company's website www.acesoftex.com.

You are requested to take the same on record.

Thanking You,

Yours Faithfully,

For, Ace Software Exports Limited

Mansi Patel
Company Secretary & Compliance Officer

Encl. As above

**Monitoring Agency Report for
Ace Software Exports Ltd.
for the quarter ended
December 31, 2025**

No. BWR/2025-26/IPM/ASEL/01

February 03, 2026

To

Mr. Amit Mansukhlal Mehta

Managing Director and CEO

Ace Software Exports Ltd.

609-619, Solitaire Connect, Nr. Gallops

Motors, Makarba, S.G. Highway

Ahmedabad – 380015

Dear Sir,

First Monitoring Agency Report for the quarter ended December 31, 2025 - in relation to the Right Issue of Equity Shares issue of Ace Software Exports Ltd. (“the Company”)

Pursuant to Regulation 41(4) and 137 (4) of the SEBI Issue of Capital and Disclosure Requirements Regulations, 2018 (SEBI ICDR Regulations) amended as on March 8, 2025 and Monitoring Agency Engagement Letter dated September 26, 2025, Brickwork Ratings (BWR) has prepared the First Monitoring Agency Report, as per Schedule XI of the SEBI ICDR Regulations towards utilisation of proceeds of funds raised, for the quarter ended December 31, 2025.

The funds raised by the Company were through Right Issue of Equity Shares with size of Rs 60.18 crore out of which Rs 27.08 Crore was received through application money.

In this connection, we are enclosing the Monitoring Agency Report for the quarter ended December 31, 2025, as per aforesaid SEBI Regulations and Monitoring Agency Agreement dated September 26, 2025.

Request you to kindly take the same on records.

Thanking you,
Yours Faithfully,

NIRAJ
KUMAR
RATHI

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by NIRAJ
KUMAR RATHI
Date:
2026.02.03
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Mr Niraj Kumar Rathi

Senior Director, Ratings - Brickwork Ratings

Report of the Monitoring Agency (MA)**Name of the issuer:** Ace Software Exports Ltd.**For quarter ended:** December 31, 2025**Name of the Monitoring Agency:** Brickworks Ratings India Private Limited

(a) Deviation from the objects: No

(b) Range of Deviation: Not Applicable

Declaration:

We declare that this report is based on the format prescribed by the SEBI (ICDR) Regulations, 2018, we further declare that this report provides a true and fair view of the utilization of the issue proceeds in relation to the objects of the issue based on the information provided by the Issuer and information obtained from sources believed by it to be accurate and reliable.

We declare that we do not have any direct/indirect interest in or relationship with the issuer/promoters/directors/management and also confirm that we do not perceive any conflict of interest in such relationship/interest while monitoring and reporting the utilization of the issue proceeds by the issuer.

The MA does not perform an audit and undertakes no independent verification of any information/certifications/ statements it receives. This Report is not intended to create any legally binding obligations on the MA which accepts no responsibility, whatsoever, for loss or damage from the use of the said information. The views and opinions expressed herein do not constitute the opinion of MA to deal in any security of the Issuer in any manner whatsoever. Nothing mentioned in this report is intended to or should be construed as creating a fiduciary relationship between the MA and any issuer or between the agency and any user of this report. The MA and its affiliates also do not act as an expert as defined under Section 2(38) of the Companies Act, 2013.

The MA or its affiliates may have a credit rating or other commercial transactions with the entity to which the report pertains and may receive separate compensation for its ratings and certain credit related analyses. We confirm that there is no conflict of interest in such relationship/interest while monitoring and reporting the utilization of the issue proceeds by the issuer, or while undertaking credit rating or other commercial transactions with the entity.

We have submitted the report herewith in line with the format prescribed by SEBI, capturing our comments, where applicable. There are certain sections of the report under the title "Comments of the Board of Directors", that shall be captured by the Issuer's Management / Audit Committee of the Board of Directors subsequent to the MA submitting their report to the issuer and before dissemination of the report through stock exchanges. These sections have not been reviewed by the MA, and the MA takes no responsibility for such comments of the issuer's Management/Board.

NIRAJ KUMAR
RATHI

Digitally signed by
NIRAJ KUMAR RATHI
Date: 2026.02.03
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Signature:**Name of the Authorized Signatory: Mr Niraj Kumar Rathi****Designation of Authorized Person/Signing Authority: Senior Director, Ratings - Brickwork Ratings**

1) Issuer Details:

Name of the issuer:	Ace Software Exports Ltd.
Names of the promoter:	Vikram Bhupat Sanghani, Sanjay Harilal Dhamsania and Amit Mansukhlal Mehta.
Industry / sector to which it belongs:	Information Technology.

2) Issue Details:

Issue period:	Nov 28, 2025, to Dec 18, 2025
Type of issue (public/ rights):	Right Issue of Equity shares
Type of specified securities:	Equity Shares
IPO Grading, if any:	Not Applicable
Issue size (in ₹ Crore):	60.18

Particulars	Total Number of Securities	Price (₹)	Value as per Offer Document (₹ Crore)	Amount Received (₹ Crore)
Equity Shares-Right issue	5471101	49.5	27.08	27.08
Total	5471101		27.08	27.08

Note: The amount of Rs. 27.08 crore is partly paid-up equity share with price of Rs.49.5 per share. The remaining amount will be called as determined by board at its discretion as stated in Letter of Offer dated November 14, 2025, page 118.

3) Details of the arrangement made to ensure the monitoring of issue proceeds:

Particulars	Reply	Source of information / certifications considered by Monitoring Agency for preparation of report	Comments of Monitoring Agency	Comments of Board of Directors
Whether all utilization is as per the disclosures in the Offer Document?	Yes	Bank Statements, Company's letter	Nil	No Comments
Whether shareholder approval has been obtained in case of material deviations [#] from expenditures disclosed in the Offer Document?	Not Applicable	Nil	Nil	No Comments
Whether the means of finance for the disclosed objects of the issue has changed?	No	Nil	Nil	No Comments
Is there any major deviation observed over the earlier monitoring agency reports?	Not Applicable	Nil	Nil	No Comments
Whether all Government/statutory approvals related to the object(s) have been obtained?	Yes	Company's letter	Nil	No Comments
Whether all arrangements pertaining to technical assistance/collaboration are in operation?	Not Applicable	Nil	Nil	No Comments
Are there any favourable events improving the viability of these object(s)?	No	Company's letter	Nil	No Comments
Are there any unfavourable events affecting the viability of the object(s)?	No	Company's letter	Nil	No Comments
Is there any other relevant information that may materially affect the decision making of the investors?	No	Not Applicable	Nil	No Comments

Notes:

#Where material deviation may be defined to mean:

(a) Deviation in the objects or purposes for which the funds have been raised

(b) Deviation in the amount of funds utilised by more than 10% of the amount projected in the offer documents.

4) Details of object(s) to be monitored:
i. Cost of object(s):

Sr. No.	Item Head	Source of information / certifications considered by Monitoring Agency for preparation of report	Original Cost (as per the Offer Document) (₹ Crore)	Revised Cost (₹ Crore)	Comments of the Monitoring Agency	Comments of the Board of Directors		
						Reason of cost revision	Proposed financing option	Particulars of firm arrangements made
1.	Investment in QeMFG Private Limited (formerly AQE Techtools Private Limited) by way of subscription of equity shares	Bank Statements, Company letter	10.00	No	Nil		No Comments	
2.	Investment in strategic initiatives towards global market expansion and brand building	Bank Statements, Company letter	10.00	No	Nil		No Comments	
3.	Development, marketing and execution of robotic automation solutions under new brand, 'QeMatic'	Bank Statements, Company letter	4.00	No	Nil		No Comments	
4.	Investment in Organizational Transformation Program to elevate the Company from mid-market to an enterprise-grade professional technology organization	Bank Statements, Company letter	3.4	No	Nil		No Comments	
5.	Acquisition of equity shares of Theia Education Private Limited from its existing shareholders	Bank Statements, Company letter	7.038	Nil	Nil		No Comments	
6.	Additional investment in Theia Education Private Limited by way of subscription of equity shares	Bank Statements, Company letter	5.52	Nil	Nil		No Comments	
7.	Funding of General Corporate Purposes and unidentified acquisitions	Bank Statements, Company letter	19.84	Nil	Nil		No Comments	
8.	Issue Expenses	Bank Statements, Company letter	0.39	Nil	Nil		No Comments	

Note: Above details are taken from Letter of Offer dated November 14, 2025, page number 59.

ii. Progress in the object(s):

Sr. No.	Item Head	Source of information/certifications considered by Monitoring Agency for preparation of report	Amount as proposed in the Offer Document in ₹ Crore (A)	Amount utilized in ₹ Crore (B)			Total Unutilised amount in ₹ Crore as on 31 December 2025 (C) A-B	Comments of the Monitoring Agency
				As at beginning of the quarter in ₹ Crore	During the quarter in ₹ Crore	At the end of the quarter in ₹ Crore		
1.	Investment in QeMFG Private Limited (formerly AQE Techtools Private Limited) by way of subscription of equity shares	Bank Statements, Company letter	10.00	0.00	0.00	0.00	10.00	Nil
2.	Investment in strategic initiatives towards global market expansion and brand building	Bank Statements, Company letter	10.00	0.00	00.0	0.00	10.00	Nil
3.	Development, marketing and execution of robotic automation solutions under new brand, 'QeMatic'	Bank Statements, Company letter	4.00	0.00	0.00	0.00	4.00	Nil
4.	Investment in Organizational Transformation Program to elevate the Company from mid-market to an enterprise-grade professional technology organization	Bank Statements, Company letter	3.40	0.00	0.00	0.00	3.40	Nil
5.	Acquisition of equity shares of Theia Education Private Limited from its existing shareholders	Bank Statements, Company letter	7.038	0.00	0.00	0.00	7.038	Nil
6.	Additional investment in Theia Education Private Limited by way of subscription of equity shares	Bank Statements, Company letter	5.52	0.00	0.00	0.00	5.52	Nil
7.	Funding of General Corporate Purposes and unidentified acquisitions	Bank Statements, Company letter	19.84	0.00	0.00	0.00	19.84	Nil
8.	Issue Expenses	Bank Statements, Company letter	0.39	0.00	0.00	0.00	0.39	Nil

Note: Above details are verified by Company statement dated January 28, 2026.

iii Deployment of unutilised issue proceeds:

Sr. No.	Type of instrument and name of entity invested in	Amount Invested (₹ Crore)	Maturity Date	Earning (₹ Crore)	Return on Investment (%)	Market Value as at the end of the quarter
1	ICICI Bank- Public Issue Account - 405164801	0.048	-	-	-	-
2	ICICI Bank- Monitoring Account - 58605005987	27.05	-	-	-	-

Note: Above details are verified through bank statements, company statement dated January 28, 2026.

iv. Delay in Implementation of Objects:

Object(s) Name	Completion Date		Delay	Comments of Board of Directors	
	As per Offer Document*	Actual		No. of Days/ Months	Reason of Delay
Investment in QeMFG Private Limited (formerly AQE Techtools Private Limited) by way of subscription of equity shares	Up to Financial Year 2026-27	Ongoing*	-	-	-
Investment in strategic initiatives towards global market expansion and brand building	Up to Financial Year 2026-27	Ongoing*	-	-	-
Development, marketing and execution of robotic automation solutions under new brand, 'QeMatic'	Up to Financial Year 2026-27	Ongoing*	-	-	-
Investment in Organizational Transformation Program to elevate the Company from mid-market to an enterprise-grade professional technology organization	Up to Financial Year 2026-27	Ongoing*	-	-	-
Acquisition of equity shares of Theia Education Private Limited from its existing shareholders	Up to Financial Year 2026-27	Ongoing*	-	-	-
Additional investment in Theia Education Private Limited by way of subscription of equity shares	Up to Financial Year 2026-27	Ongoing*			
Funding of General Corporate Purposes and unidentified acquisitions	Up to Financial Year 2026-27	Ongoing*			
Issue Expenses	Up to Financial Year 2026-27	Ongoing*			

Note: Above details are verified by Company statement dated January 28, 2026.

5) Details of utilization of proceeds stated as General Corporate Purpose (GCP) amount in the offer document

Item Heads	Amount in Rs crore (as on December 31, 2025)	Remarks
General Corporate Purposes	0.00	Nil

Note: Above details are taken from Letter of Offer dated November 14, 2025.

Disclaimer

a) This Report is prepared by **Brickwork Ratings India Private Limited** (hereinafter referred to as “**BWR**” or “**Monitoring Agency**” or “**MA**”). The MA has taken utmost care to ensure accuracy and objectivity while developing this Report based on the information provided by the Issuer and information obtained from sources believed by it to be accurate and reliable. The views and opinions expressed herein do not constitute the opinion of MA to deal with any security of the Issuer in any manner whatsoever.

b) This Report has to be seen in its entirety; the selective review of portions of the Report may lead to inaccurate assessments. For the purpose of this Report, MA has relied upon the information provided by the management /officials/ consultants of the Issuer and third-party sources like statutory auditors (or from peer reviewed CA firms) appointed by the Issuer believed by it to be accurate and reliable.

c) Nothing contained in this Report is capable or intended to create any legally binding obligations on the MA which accepts no responsibility, whatsoever, for loss or damage from the use of the said information. The MA is also not responsible for any errors in transmission and specifically states that it, or its directors, employees do not have any financial liabilities whatsoever to the users of this Report.

d) The MA and its affiliates do not act as a fiduciary. The MA and its affiliates also do not act as an expert to the extent defined under Section 2(38) of the Companies Act, 2013.

e) While the MA has obtained information from sources it believes to be reliable, it does not perform an audit and undertakes no independent verification of any information/ certifications/ statements it receives from auditors (or from peer reviewed CA firms), lawyers, chartered engineers or other experts, and relies on in its reports.

f) The MA or its affiliates may have other commercial transactions with the entity to which the report pertains. As an example, the MA may rate the issuer or any debt instruments / facilities issued or proposed to be issued by the issuer that is subject matter of this report. The MA may receive separate compensation for its ratings and certain credit-related analyses, normally from issuers or underwriters of the instruments, facilities, securities or from obligors.

g) **BWR** is an independent Monitoring Agency and may determine, apply and amend its approach, processes and procedures in its sole discretion from time to time provided the same are in line with the SEBI ICDR Regulations.