



EVEREST ORGANICS LIMITED

CIN : L24230TG1993PLC015426

An ISO 9001:2015 & WHO GMP Certified Company

Corporate Office : 2nd Floor, Dwaraka Heights, Plot No. 17, Survey No. 66 & 67, Jubilee Enclave,
Madhapur, Hyderabad – 500081, Telangana.

Tel : 040- 40040783

To
Department of Corporate Services
BSE Limited
P. J. Towers, Dalal Street,
Mumbai – 400001
Maharashtra, India

Date: 04.09.2025

Dear Sir,

Sub: Submission of the Notice of 32nd Annual General Meeting (AGM) and Annual Report 2024-25:

Ref: Regulations 34 of SEBI (LODR) Regulations, 2015.

Scrip Code: 524790

Pursuant to Regulation 34 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are enclosing the Annual Report for the financial year 2024-25, including the Notice of Thirty Second Annual General Meeting ("32nd AGM"), scheduled to be held on Saturday, September 27, 2025, at 03:00 P.M. (IST) through Video Conferencing (VC) / Other Audio-Visual Means (OAVM).

A copy of the Annual Report 2024-25 is enclosed herewith. The Notice and Annual Report is also available on the Company's website at www.everestorganicsltd.com.

The information about key events for the AGM and Remote E-voting is as follows:

Timeline	
Cut-off date (for voting eligibility)	Saturday, September 20, 2025
Remote E-voting Begins	Wednesday, September 24, 2025 at 9:00 AM (IST)
Remote E-voting Ends	Friday, September 26, 2025 at 05:00 PM (IST)

This is for your information and records.

Thanking You.

Yours Sincerely,
For Everest Organics Limited

Srikakarlapudi Sirisha
Managing Director
DIN: 06921012

Encl: As above.



Regd. Office & Factory : Aroor Village, Sadasivpet Mandal, Sangareddy Dist. Telangana - 502291.

Tel. : 08455 - 250186, 250113, 250115 Fax : 08455-250114

Website : www.everestorganicsltd.com



EVEREST ORGANICS LIMITED

32ND
ANNUAL
REPORT

2024-25



Late Dr. Sriakarlapudi Srihari Raju
(08.04.1952 to 25.04.2022)



**“ EFFICIENCY MEETS RESPONSIBILITY -
FOR THE ENVIRONMENT, FOR THE FUTURE ”**





LETTER FROM THE MANAGING DIRECTOR

Dear Shareholders,

As always, it gives me great pleasure to welcome you to the Annual General Meeting and present the annual report conveying the performance and also our plans for the future. It is with great pride and a profound sense of responsibility that I address you in this annual report for Everest Organics Limited. As we reflect on the past year, we would like to acknowledge the way we overcame our challenges to shape our journey to move forward with flying colours. Our commitment to excellence in the pharmaceutical industry, specifically in the production of Active Pharmaceutical Ingredients (APIs) and Intermediates, continues to be our driving force in addition to expanding our prowess into new business arenas.



A Year of Remarkable Progress

The Financial Year 2024-2025 has been period of significant progress and transformation for our company. Despite the evolving landscape of the pharmaceutical industry, we have demonstrated resilience and adaptability. Our strategic initiatives have yielded impressive results, reflecting our unwavering dedication to innovation, quality, and operational efficiency.

One of the most notable accomplishments this year has been venturing into contract development and manufacturing options (CDMO) and contract manufacturing options (CMO) in addition to expansion of our production facilities. We have a dedicated highly qualified scientist team who will enable us to venture into new chemistry zones. We have invested in state of art, buildings and upgraded our existing facilities as per Current Good Manufacturing Practices (CGMP). This positions us to meet growing global demand for high-quality APIs and intermediates but also strengthens our competitive edge in the market.

Innovation at the Core

Innovation remains at the heart of our operations. We continue to focus on developing cutting-edge solutions that meet the evolving needs of our clients and the broader healthcare industry. Our research and development team has been working diligently on new formulations and process improvements, ensuring that we stay ahead of industry trends and regulatory requirements.

Our commitment to R&D is not just about staying competitive but also about contributing to the advancement of healthcare. By refining our processes and exploring new applications, we aim to provide our clients with products that are not only effective but also safe and reliable.

Sustainability and Responsibility

In addition to our focus on innovation and growth, we remain deeply committed to sustainability and corporate responsibility. We recognize the importance of minimizing our environmental footprint and have implemented several initiatives to enhance our sustainability practices. From optimizing resource use to reducing waste, we are dedicated to making a positive impact on both the environment and the communities we serve.

We are also focused on ensuring the highest standards of ethical conduct in all aspects of our business. Our commitment to integrity and transparency is reflected in our operations and our interactions with stakeholders. We believe that our success is not just measured by financial performance but also by the positive influence we have on society.



Looking Ahead

As we move forward, we are excited about the opportunities that lie ahead. The pharmaceutical industry is dynamic and ever evolving, and we are well-positioned to navigate these changes. Our strategic priorities for the coming year include expanding our market presence, enhancing our product portfolio, and continuing to invest in technological advancements.

We will remain steadfast in our mission to deliver high-quality APIs and intermediates that support the global healthcare ecosystem. Our focus on innovation, operational excellence, and sustainability will guide us as we work towards achieving our long-term goals.

Acknowledgements

I would like to extend my heartfelt thanks to our dedicated employees, whose hard work and commitment have been instrumental in our success. Your expertise and passion are the driving forces behind our achievements.

To our shareholders, your continued support and confidence in our vision are deeply appreciated. We are committed to delivering value and maintaining the trust you have placed in us.

Finally, to our partners and clients, thank you for your collaboration and trust. We look forward to strengthening our relationships and achieving new milestones together.

In closing, I want to express my optimism and enthusiasm for the future. The path ahead is full of potential, and with our unwavering commitment and collective efforts, I am confident that Everest Organics Limited will continue to thrive and make a meaningful impact in the pharmaceutical industry.

Let all of us work to realize our full potential and beyond to make the world a better place to live.

With best regards,

Dr. Srikakarlapudi Sirisha

Managing Director

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Important Communication to Members

The Ministry of Corporate Affairs has taken a “Green Initiative in Corporate Governance” by allowing paperless compliance by Companies through electronic mode. In accordance with circulars issued by the Ministry, Companies can now send various notices and documents including annual report, to its shareholders through electronic mode to the registered e-mail addresses of shareholders. To support this green initiative of the Government in full measure, members who have not registered their e-mail addresses, so far, are requested to register their e-mail addresses in respect of electronic holdings with the Depository through their concerned Depository Participants and in respect of physical holdings with the Company.

**CORPORATE INFORMATION****BOARD OF DIRECTORS**

Mr. Prasad Venkata Satya Sundara Srikakolapu	Chairman - Independent Director
Dr. Sri Kakarlapudi Sirisha	Managing Director
Mr. Srikakarlalapati Hari Krishna	Whole-time Director
Mr. Kirankumar Rampally	Non-Executive - Non-Independent Director
Mr. Venkata Satyanarayana Murthy Vadali	Independent Director

BOARD COMMITTEES:**Audit Committee:**

Mr. Prasad Venkata Satya Sundara Srikakolapu
Mr. Venkata Satyanarayana Murthy Vadali
Dr. Sri Kakarlapudi Sirisha

Nomination & Remuneration Committee:

Mr. Prasad Venkata Satya Sundara Srikakolapu
Mr. Venkata Satyanarayana Murthy Vadali
Mr. Kirankumar Rampally

Stakeholders Relationship Committee:

Mr. Prasad Venkata Satya Sundara Srikakolapu
Mr. Venkata Satyanarayana Murthy Vadali
Mr. Srikakarlalapati Hari Krishna

Chief Financial Officer:

Mr. Ramakrishna Peruri

Company Secretary:

Mr. Tanmay Kumar Jena (Till 26/03/2025)

Bankers:

HDFC Bank;
Canara Bank;
SBI Bank;
UCO Bank.

Listing:

BSE Limited, Mumbai

CIN: L24230TG1993PLC015426

Corporate Office Address:

2nd Floor, Dwaraka Heights, Plot No. 17,
Survey No. 66 & 67, Jubilee Enclave,
Madhapur, Hyderabad - 500081, Telangana.
Telephone: 040-48522089
Facsimile: 040-23115954
Email Id: eolcs0405@gmail.com
Website: www.everestorganicsltd.com

Registered Office & Factory Address:

Aroor Village, Sadasivpet Mandal
Sanga Reddy (Medak) District,
Telangana - 502 291
Telephone: 08455 -250115
Facsimile: 08455 -250114
Email Id: eolcs0405@gmail.com
Website: www.everestorganicsltd.com

Statutory Auditors:

M/s. P.S.N. Ravishanker & Associates.
Chartered Accountants, Hyderabad
Flat No. 205, 2nd Floor, B-Block, Kushal
Towers, D. No. 6-2-975, Khairatabad,
Hyderabad - 500 004, Telangana

Internal Auditors:

M/s. Hari Krishna & Associates
Chartered Accountants, Hyderabad
Flat No. 509, H. No. 7-1-618/EB, Everest
Block, Aditya Enclave, Ameerpet,
Hyderabad-500038

Secretarial Auditors:

D. Hanumanta Raju & Co.
Company Secretaries,
B-13, F-1, P.S. Nagar, Vijayanagar Colony,
Hyderabad - 500057

Registrar & Share Transfer Agent:

M/s. Venture Capital and Corporate
Investments Private Limited.
"Aurum", Door No. 4-50/P-II/57/4F & 5F,
Plot No. 57, 4th & 5th Floors, Jayabheri
Enclave Phase - II, Gachibowli,
Hyderabad - 500 032.
Telephone: 040-23818475, 657
Facsimile: 040-23868024,
Email id: info@vccipl.com

**NOTICE****NOTICE**

Notice is hereby given that the 32nd Annual General Meeting (AGM) of the members of **Everest Organics Limited** ((hereinafter referred to as the "Company")) will be held on Saturday, September 27, 2025 at 03:00 PM (IST) through Video Conferencing (VC) / Other Audio-Visual Means (OAVM), to transact the following businesses. The venue of the meeting shall be deemed to be the registered office of the Company located at Aroor Village, Sadasivapet Mandal, Medak, Telangana, 502291, India:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Financial Statements of the Company including Balance Sheet as at March 31, 2025, Statement of Profit and Loss for the year ended on that date along with Cash Flow Statement and notes forming part of accounts, together with the Reports of the Board of Directors and Auditors thereon and, in this regard, to consider and if thought fit, to pass the following resolutions as an **Ordinary Resolutions**:

"RESOLVED THAT the audited financial statement of the Company for the financial year ended March 31, 2025, and the reports of the Board of Directors and Auditors thereon, as circulated to the Members, be and are hereby considered and adopted."

2. To appoint Mr. Srikakarlalapati Hari Krishna (DIN: 01664260), who retires by rotation, and being eligible, offers himself for re-appointment as Director.

Explanation: Based on the terms of the appointment, executive directors of the company are subject to retirement by rotation. Mr. Srikakarlalapati Hari Krishna was previously appointed as Director and who is liable to retire by rotation, being eligible seeks re-appointment

In this regard, to consider and if thought fit, to pass the following resolution as an **Ordinary Resolution**:

"RESOLVED THAT, pursuant to the provisions of Section 152 and other applicable provisions of the Companies Act 2013, the approval of the members be and is hereby accorded to reappoint Mr. Srikakarlalapati Hari Krishna, (DIN: 01664260) as a Director, who is liable to retire by rotation."

SPECIAL BUSINESS:

3. **Appointment of Secretarial Auditor for a term of Five (5) consecutive years.**

To consider and, if thought fit, to pass with or without modification(s), the following resolution as an **Ordinary Resolution**:

"RESOLVED THAT pursuant to the provisions of regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time read with provisions of section 204 of the Companies Act, 2013 & rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), and upon recommendation of Audit Committee and Board of Directors of the Company and subject to the approval of the Members of the Company at the ensuing Annual General Meeting of the Company, M/s. RPR & Associates, Practicing Company Secretaries, Hyderabad (a peer reviewed holding CP. No. 5360,) be and are hereby appointed as the Secretarial Auditors of the Company, for a period of one term of five (5) consecutive years, commencing from Financial Year 2025-26 till Financial Year 2029-30 to conduct secretarial audit and to avail any other services, certificates, or reports as may be permissible under applicable laws, at such remuneration and on such terms and conditions as may be determined by the Board of

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Directors based on the recommendation of the Audit Committee in consultation with Secretarial Auditors of the Company.

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized to do all such acts, deeds, matters and things as may be considered necessary, desirable and expedient to give effect to this resolution and for matters connected therewith or incidental thereto.”

4. **Ratification of the remuneration payable to the Cost Auditors for the Financial Year ending March 31, 2026:**

To consider and, if thought fit, to pass with or without modification(s), the following resolution as an **Ordinary Resolution:**

“**RESOLVED THAT** pursuant to the provisions of Section 148 and all other applicable provisions, if any, of the Companies Act, 2013 read with Rule 14 of the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and as recommended by the Audit Committee and duly approved by the Board of Directors, the remuneration payable to M/s. P.K.R. & Associates LLP, Cost Accountants as the Cost Auditors, (Firm Registration Number. 000698), Hyderabad to conduct audit of cost records made and maintained by the Company pertaining to products related to CETA Heading 2942 falling under regulated sector as per Rule 3 of Companies (Cost Records and Audit Rules) 2014, for the financial year commencing from April 01, 2025 and ending March 31, 2026 amounting to Rs. 30,000/-per annum (Rupees Thirty Thousand only) plus applicable taxes and out-of-pocket expenses at actuals, be and is hereby ratified.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to do all such acts, matters, deeds and things as may be necessary to give effect to the above resolution.”

5. **Re-appointment of Dr. Sri Kakarlapudi Sirisha (DIN: 06921012) as Managing Director of the Company:**

To consider and, if thought fit, to pass with or without modification(s), the following resolution as a **Special Resolution.**

“**RESOLVED THAT** pursuant to the provisions of Section 196, 197, 198, 203 read with Schedule V and all other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 along with applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time and other applicable laws (including any statutory modification(s) or reenactment(s) thereof for the time being in force) and subject to such other approvals and permissions as may be required in this regard, the consent and approval of the members of the Company be and is hereby accorded for the re-appointment of Dr. Sri Kakarlapudi Sirisha (DIN 06921012), as the Managing Director of the Company, for a period of 03 (Three) years commencing from August 10, 2025 to August 9, 2028 ,not being liable to retire by rotation on the following terms and conditions:

Salary and Perquisites: Salary and Perquisites as recommended by the Nomination and Remuneration Committee and approved by the Board of Directors:

1. Basic Salary of Rs. 24 Lakhs per annum or 1% of the Profit before tax and after depreciation of the Company whichever is higher with effect from August 10, 2025;

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2. Eligible for annual increment of no less than 10% from the subsequent years;
3. Eligible for house rent allowance of Rs. 6 Lakhs per annum;
4. Eligible for incidental expenses of up to Rs. 6 Lakhs per annum subject to performance evaluation by the Board.

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized to vary, alter or modify the remuneration, terms and conditions, to the extent recommended by the Nomination and Remuneration Committee from time to time as may be considered appropriate, subject to the overall ceiling specified in the Companies Act, 2013 and as may be agreed to between the Board of Directors and Dr. Srikakarlapudi Sirisha.

RESOLVED FURTHER THAT in the event of any loss or inadequacy of profits in any financial year during her tenure of office, the above remuneration will be paid as a Minimum Remuneration to Dr. Srikakarlapudi Sirisha as Managing Director, subject to the limits and conditions prescribed under Section II of Part II of the Schedule V of the Companies Act, 2013, as may be amended from time to time.

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized to file necessary forms with the Registrar of Companies and to do all such acts, deeds, matters and things as may be considered necessary, usual or expedient to give effect to the aforesaid resolution."

3. **Re-appointment of Mr. Srikakarlapudi Harikrishna (DIN: 01664260) as Whole-time Director of the Company:**

To consider and, if thought fit, to pass with or without modification(s), the following resolution as a **Special Resolution:**

"**RESOLVED THAT** pursuant to the provisions of Sections 196, 197, 198 and 203 read with Schedule V and all other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 along with the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time (including any statutory modification(s) and re-enactment(s) thereof for the time being in force), and subject to such other approvals and permissions as may be required in this regard, the consent and approval of the members of the Company be and is hereby accorded for the re-appointment of Mr. Srikakarlapudi Harikrishna (DIN: 01664260) as the Whole-time Director of the Company for a further period of 03 (Three) years with effect from September 25, 2025 to September 24, 2025, who is liable to retire by rotation on the following terms and conditions;

Salary & Perquisites: Salary and Perquisites as recommended by the Nomination and Remuneration Committee and approved by the Board of Directors:

1. Basic Salary of Rs. 15 Lakhs per annum or 1% of the Profit before tax and after depreciation of the Company whichever is higher, with effect from September 25, 2025 subject to written evaluation, satisfactory performance and recommendation by the Board;
2. Eligible for incidental expenses of upto Rs. 3 Lakhs per annum subject to performance evaluation by Board.

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized to vary, alter or modify the remuneration, terms and conditions, to the extent recommended by the Nomination and Remuneration Committee, from time to time as may be considered appropriate, subject to the overall

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ceiling specified in the Companies Act, 2013 and as may be agreed between the Board of Directors and Mr. Srikakarlapudi Harikrishna.

RESOLVED FURTHER THAT in the event of any loss or inadequacy of profits in any financial year during his tenure of office, the above remuneration will be paid as a Minimum Remuneration to Mr. Srikakarlapudi Harikrishna, subject to the provisions of Section II of Part II of the Schedule V of the Companies Act, 2013 as may be amended from time to time.

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized to file necessary forms with the Registrar of Companies and to do all such acts, deeds, matters and things as may be considered necessary, usual or expedient, to give effect to the aforesaid resolution."

**BY ORDER OF THE BOARD
FOR EVEREST ORGANICS LIMITED**

**Date: 05.08.2025
Place: Hyderabad**

**Sd/-
Dr. Srikakarlapudi Sirisha
Managing Director
(DIN: 06921012)**

NOTES FOR MEMBERS:

1. The Ministry of Corporate Affairs ('MCA'), Government of India, vide General Circular nos. 14/2020 dated April 8, 2020 and Circular No. 17/2020 dated April 13, 2020, Circular No. 20/2020 dated May 05, 2020 and subsequent circulars issued in this regard, the latest being General Circular no. 09/2024 dated September 19, 2024, ('MCA Circulars') and Circular No. SEBI/HO/ CFD/CFD-PoD-2/P/CIR/2024/133 dated October 03, 2024, issued by the Securities Exchange Board of India ('SEBI Circular'), permitted to conduct of Annual General Meeting ('AGM') through video conferencing (VC) or other audio visual means (OAVM) and dispensed personal presence of the Members at the AGM and prescribed the specified procedures to be followed for conducting the AGM through VC/OAVM. Accordingly, in accordance with the MCA Circulars and the SEBI Circular, applicable provisions of the Companies Act, 2013 ('the Act') and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations'), the 32nd AGM of the Members of the Company will be held through VC/ OAVM. Hence, Members can attend and participate in the AGM through VC/OAVM only. The registered office of the Company shall be deemed to be the venue for the for the 32nd Annual General Meeting.

The detailed procedure for participating in the meeting through VC/OAVM is annexed herewith, and the same will also be available at the website of the Company at www.everestorganicsltd.com.

2. **Proxies:** Since the 32nd AGM of the Company is being held pursuant to the MCA and the SEBI circulars through VC/ OAVM, where physical attendance of Members has been dispensed with, accordingly, the facility for appointment of proxies by the Members under Section 105 of the Act will not be available for this AGM. Hence, the Proxy Form and Attendance Slip are not annexed to this Notice.
3. Institutional/Corporate Members are encouraged to attend and vote at the meeting through VC/OVAM. We also request them to send a duly certified copy of the Board Resolution/Authority Letter etc., authorizing their representative to attend the AGM through VC / OAVM and vote through remote e-voting on their behalf, to the Scrutinizer at e-mail ID rprassociateshyd@gmail.com with a copy marked to helpdesk.evoting@cdslindia.com and eolcs0405@gmail.com, pursuant to the

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provisions of Section 113 of the Companies Act, 2013.

4. The explanatory statement pursuant to Section 102(1) of the Act and other applicable provisions, which sets out details relating to Special Businesses to be transacted at the meeting, which are considered to be unavoidable by the Board of Directors of the Company, is annexed hereto.
5. Only bona fide members of the Company whose names appear on the Register of Members will be permitted to attend the meeting through VC/OAVM. The Company reserves its right to take all necessary steps as may be deemed necessary to restrict non-members from attending the meeting.
6. Members holding shares in Electronic (Demat) form are advised to inform the particulars of their bank account, change of postal address, mobile number, and e-mail IDs, etc., to their respective Depository Participants only. The Company or its RTA cannot act on any request received directly from the Members holding shares in demat mode for changes in any bank mandates or other particulars.
7. Members holding shares in physical form are advised to inform the particulars of their bank account, change of postal address, mobile number, and email IDs etc. to our RTA i.e. Venture Capital & Corporate Investments Private Limited, at AURUM, Door No. 4-50/P-II/57/4F & 5F, Plot No. 57, 4th & 5th Floors, Jayabheri Enclave Phase -II, Gachibowli, Hyderabad, Telangana, 500018, India or the Secretarial Department of the Company. Relevant forms for making relevant requests are available at the Company's website at www.everestorganicsltd.com.
8. The Securities and Exchange Board of India (SEBI) has mandated furnishing of PAN, Nomination details and KYC details (i.e., Contact details, bank account details, Specimen signature etc.) by holders of physical securities in prescribed forms. Any service requests or complaints received from the Member, will not be processed by RTA till the aforesaid details/ documents are provided to RTA. Accordingly, Members are requested to send requests in the prescribed forms to the RTA of the Company for availing of various investor services as per the SEBI Master Circular dated June 23, 2025. Relevant details and forms prescribed by SEBI in this regard are made available under investors section on the website of the Company at www.everestorganicsltd.com. Further, the complete contact details of the RTA, Venture Capital & Corporate Investments Private Limited is also available on the website of the Company at www.everestorganicsltd.com.
9. In compliance with SEBI Master Circular dated June 23, 2025, the Company has disseminated the requirements to be complied with by holders of physical securities on its website www.everestorganicsltd.com. The Company has also directly intimated its security holders about folios which are incomplete with regard to details required under para 19.1 of the Master Circular. The RTA of the Company has also submitted a report to SEBI on the steps taken towards sensitizing its security holders regarding mandatory furnishing of PAN, KYC, and nomination details as detailed in para 19.1 of the master circular.
10. Pursuant to Section 101 and Section 136 of the Act, read with the Companies (Management and Administration Rules) 2014, and Regulation 36 of the SEBI Listing Regulations, the Company shall serve Annual Report and other communications through electronic mode to those Members who have registered their e-mail IDs either with the Company and/or with the Depository Participants. Further, a letter providing the web-link, including the exact path, where complete details of the Annual Report shall also be sent to those shareholder(s) who have not so registered.
11. Members may note that the Notice of the AGM and Annual Report 2024-25 will also be available on the website of the Company at www.everestorganicsltd.com and websites of the Stock Exchanges i.e. BSE Limited at www.bseindia.com.

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12. Since the AGM will be held through VC / OAVM, the Route Map is not required to be annexed to the Notice.
13. Pursuant to Section 108 of the Act, Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended and Regulation 44 of the SEBI Listing Regulations and Secretarial Standards on General Meetings (SS-2) issued by the Institute of Company Secretaries of India (ICSI), and in terms of the SEBI Circular No. SEBI/HO/ CFD/CMD/CIR/P/2020/242 dated December 09, 2020, the Company is pleased to provide the facility of remote e-voting to all the Members as per applicable Regulations relating to e-voting. The complete instructions on the e-voting facility provided by the Company are annexed to this Notice, explaining the process of e-voting. Members who have cast their vote by remote-voting prior to the meeting may attend the meeting, but will not be entitled to cast their vote again at the meeting.
14. The Company has fixed Saturday, September 20, 2025, as the cut-off date for determining the eligibility of Members entitled to vote at the AGM. The remote e-voting shall remain open for a period of 3 (three) days commencing from Wednesday September 24, 2025, at 09:00 A.M. (IST) to Friday, September 26, 2025, at 05:00 P.M. (IST) (both days inclusive). A person who is not a Member as on the cutoff date should treat this Notice for information purposes only. The remote e-voting module shall be disabled for voting thereafter. Once the vote on a resolution is cast by the Member, the Member shall not be allowed to change it subsequently.
15. **Inspection by Members:** All documents referred to in the accompanying Notice and the Explanatory Statement are available electronically for inspection without any fees by the Members from the date of circulation of this Notice up to the date of the AGM. The said documents are also available for inspection at the registered office of the Company during office hours on all working days from the date of dispatch of the Notice till the date of AGM. The Register of Directors and Key Managerial Personnel and their Shareholding maintained under Section 170 of the Act and the Register of Contracts or Arrangements in which the Directors are interested maintained under Section 189 of the Act will be available for inspection by the Members in electronic mode during the AGM. Members who wish to seek inspection may send their request through an email at eoics0405@gmail.com up to the date of the AGM.
16. Information required under Regulation 36(3) of the SEBI Listing Regulations and Para 1.2.5 of Secretarial Standard – 2 on General Meetings issued by ICSI, in respect of Director(s) seeking appointment / re-appointment at the AGM is furnished as an annexure to this Notice. The Director(s) have furnished consent/declarations for their appointment/ reappointment as required under the Act and rules made thereunder, as well as the SEBI Listing Regulations.
17. Members holding shares in physical form, in identical order of names, in more than one folio, are requested to send to the Company or RTA, the details of such folios together with the share certificates for consolidating their holdings in one folio. A consolidated share certificate will be issued to such members after making the requisite changes. In case of joint holders attending the AGM, the Member whose name appears as the first holder in the order of names as per the Register of members of the Company will be entitled to vote.
18. Any person who acquires shares of the Company and becomes a Member of the Company after sending of the Notice and holding shares as of the cut-off date, may obtain the login ID and password by sending a request to helpdesk.evoting@cdslindia.com. However, if he/she is already registered with CDSL for remote e-voting, then he/she can use his/her existing user ID and password for casting the vote.

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19. Members seeking any information with regard to financial statements or any matter to be placed at the AGM are requested to write to the Company at eolcs0405@gmail.com on or before September 25, 2025. The same will be replied by the Company suitably.
20. Members wishing to claim dividends that remain unclaimed, are requested to correspond with the Registrar and Share Transfer Agent (RTA) or with the Company Secretary, at the Company's corporate office or at eolcs0405@gmail.com without any further delay. We further request to opt. for Electronic Clearing Service for future reference, so that dividends paid by the Company shall be credited to the Members' account on time.
21. In terms of Schedule I of the SEBI Listing Regulations, Listed Companies are required to use the Reserve Bank of India's approved electronic mode of payment such as Electronic Clearance Service (ECS), LECS (Local ECS) / RECS (Regional ECS) / NECS (National ECS), Direct Credit, Real Time Gross Settlement (RTGS), National Electronic Fund Transfer (NEFT), etc. for making payments like dividend etc. to the members.

Accordingly, members holding securities in demat mode are requested to update their bank details with their depository participants. Members holding securities in physical form shall send a request updating their bank details to the Company's RTA.

Members are requested to note that dividends if not claimed / encashed for a consecutive period of 7 years from the date of transfer to Unpaid Dividend Account of the Company shall be transferred to the Investor Education and Protection Fund (IEPF) as per Section 124 of the Act, read with applicable IEPF rules. The shares in respect of such unclaimed dividends are also liable to be transferred to the demat account of the IEPF Authority. In view of this, members are requested to claim their shares / dividends from the Company, within the stipulated timeline. The members, whose unclaimed shares / dividends have been transferred to IEPF may claim the same by making an online application to the IEPF Authority in web form No. IEPF-5 available on www.iepf.gov.in.

22. Pursuant to the Income Tax Act, 1961 as amended by the Finance Act, 2020, dividend income will be taxable in the hands of shareholders and the Company is required to deduct tax at source (TDS) at the time of making the payment of dividend to shareholders at the prescribed rates. For the prescribed rates for various categories, the shareholders are requested to refer to the Finance Act, 2020 and amendments thereof. The shareholders are requested to update their PAN with the Company / RTA, M/s. Venture Capital and Corporate Investments Private Limited (in case of shares held in physical mode) and depositories (in case of shares held in demat mode)
 - a. A Resident Individual shareholder with PAN and who is not liable to pay income tax can submit a yearly declaration in Form No. 15G / 15H, to avail the benefit of non-deduction of tax at source by email to investor.relations@vccipl.com latest by September 18, 2025 5:00 p.m. IST. Shareholders are requested to note that in case their PAN is not registered, the tax will be deducted at a higher rate of 20%.
 - b. Non-resident shareholders [including Foreign Institutional Investors (FIIs) / Foreign Portfolio Investors (FPIs) can avail beneficial rates under tax treaty between India and their country of residence, subject to providing necessary documents i.e. No Permanent Establishment and Beneficial Ownership Declaration, Tax Residency Certificate, Form 10F, any other document which may be required to avail the tax treaty benefits by sending an email to investor.relations@vccipl.com.
23. Pursuant to Regulation 40 of the Listing Regulations, as amended, mandates that transfer, transmission and transposition of securities of Listed Companies held in physical form shall be

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effected only in demat mode. Further, SEBI vide its circulars no. SEBI/HO/MIRSD/RTAMB/CIR/P/2022/8 dated January 25, 2022 has clarified that Listed Companies with immediate effect, shall issue the securities only in demat mode while processing investor service requests pertaining to issuance of duplicate shares, exchange of shares, endorsement, sub-division / consolidation of share certificates etc. In view of this and also to eliminate all risks associated with physical shares and for ease of portfolio management, Members holding shares in physical form are requested to consider converting their holdings to dematerialized form. Members can contact the Company or Company's Registrar and Share Transfer Agent, M/s. Venture Capital and Corporate Investments Private Limited for assistance in this regard.

24. The SEBI vide Circular Nos. SEBI/HO/OIAE/OIAE_IAD-1/P/ CIR/2023/131 dated July 31, 2023, and SEBI/HO/OIAE/ OIAE_IAD-1/P/CIR/2023/135 dated August 04, 2023, read with Master Circular No. SEBI/HO/ OIAE/OIAE_IAD-1/P/ CIR/2023/145 dated July 31, 2023 (updated as on August 11, 2023), has established a common Online Dispute Resolution Portal ('ODR Portal') for the resolution of disputes arising in the Indian Securities Market. Pursuant to the above-mentioned circulars, after exhausting the option to resolve their grievances with the RTA/ Company directly and through the existing SCORES platform, the investors can initiate dispute resolution through the ODR Portal (<https://smartodr.in/login>), and the same can also be accessed through the Company's website at www.everestorganicsltd.com.
25. In this Notice and Annexure(s) thereto, the terms "Shareholders" and "Members" are used interchangeably.
26. The recorded transcript of the AGM will be hosted on the website of the Company post the AGM.
27. Electronic Dispatch Of Notice And Annual Report: In accordance with the MCA General Circular No. 20/2020 dated 5th May, 2020, MCA General Circular No. 09/2023 dated 25th September, 2023, MCA General Circular No. 09/2024 dated 19th September, 2024 and SEBI Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated 3rd October, 2024, the Annual Report for Financial Year 2024-25, which, inter alia, comprises of the Audited Standalone Financial Statements along with the Reports of the Board of Directors and Auditors thereon for the Financial Year ended March 31st, 2025 pursuant to section 136 of the Act and Notice calling the AGM pursuant to section 101 of the Act read with the Rules framed thereunder, are being sent only in electronic mode to those Members whose e-mail addresses are registered with the Company/RTA or the DP(s). The physical copies of such statements and Notice of AGM will be dispatched only to those shareholders who request for the same. Members are requested to register/update their email addresses, in respect of electronic holdings with the Depository through the concerned Depository Participants and in respect of physical holdings with the Company / RTA by following due procedure. A copy of the Notice of this AGM along with Annual Report for the FY 2024-25 is available on the website of the Company at www.everestorganicsltd.com, website of the Stock Exchange where the shares of the Company are listed i.e. BSE Limited at www.bseindia.com and on the website of RTA www.vccilindia.com.

INSTRUCTIONS FOR MEMBERS ATTENDING THE AGM THROUGH VC/OAVM:

1. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and MCA Circulars dated April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the 32nd AGM. For this purpose, the Company has entered into an agreement with Central Depository Services (India) Limited (CDSL) for facilitating voting through electronic means, as the authorized e-Voting's agency. The

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facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the AGM will be provided by CDSL.

2. The Members can join the 32nd AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available to atleast 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.
3. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of ascertaining the quorum under Section 103 of the Companies Act, 2013.
4. Pursuant to MCA Circular No. 14/2020 dated April 08, 2020, , the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. However, in pursuance of Section 112 and Section 113 of the Companies Act, 2013, representatives of the members such as the President of India or the Governor of a State or body corporate can attend the AGM through VC/OAVM and cast their votes through e-voting.
5. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM has been uploaded on the website of the Company at www.everestorganicsltd.com. The Notice can also be accessed from the website of the Stock Exchange i.e. BSE Limited at www.bseindia.com. The AGM Notice is also disseminated on the website of CDSL (agency for providing the Remote e-Voting facility and e-voting system during the AGM i.e. www.evotingindia.com.
6. The AGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular No. 14/2020 dated April 8, 2020 and MCA Circular No. 17/2020 dated April 13, 2020 and MCA Circular No. 20/2020 dated May 05, 2020.
7. In continuation to this Ministry's General Circular No. 20/2020 dated 05.05.2020, General Circular No. 02/2022 dated 05.05.2022 and General Circular No. 10/2022 dated 28.12.2022 and after due examination, it has been decided to allow companies whose AGMs are due in the Year 2024 or 2025, to conduct their AGMs through VC or OAVM on or before 30th September, 2025 in accordance with the requirements laid down in Para 3 and Para 4 of the General Circular No. 20/2020 dated 05.05.2020.

Instructions for e- Voting are as Under:

The remote e-voting shall remain open for a period of 3 (three) days commencing from Wednesday, September 24, 2025 at 09:00 A.M. (IST) to Friday, September 26, 2025, at 05:00 P.M. (IST) (both days inclusive). During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date Saturday , September 20, 2025 of may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter. Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.

Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the

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participation by the public non-institutional shareholders/retail shareholders is at a negligible level. Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

Instructions for the shareholders to vote electronically

Step 1 : Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

Pursuant to abovesaid SEBI Circular, Login method for e-Voting and joining virtual meetings **for Individual shareholders holding securities in Demat mode** is given below:

Type of Shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL	1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login to Easi / Easiest are requested to visit cdsi website www.cdslindia.com and click on login icon & My Easi New (Token) Tab. 2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly. 3) If the user is not registered for Easi/Easiest, option to register is available at cdsi website www.cdslindia.com and click on login & My Easi New (Token) Tab and then click on registration option. 4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders holding securities in demat mode with NSDL	1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting

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	services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS "Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 4) For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID, 8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
Individual Shareholders (holding securities in demat mode) login through their Depository Participants (DP)	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website. <u>Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. CDSL and NSDL:</u>	
Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 21 09911
Individual Shareholders holding securities in Demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at : 022 - 4886 7000 and 022 - 2499 7000

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Step 2 : Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

(i) Login method for e-Voting and joining virtual meetings for **Physical shareholders and shareholders other than individual holding in Demat form.**

- 1) The shareholders should log on to the e-voting website www.evotingindia.com.
- 2) Click on "Shareholders" module.
- 3) Now enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
- 4) Next enter the Image Verification as displayed and Click on Login.
- 5) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.
- 6) If you are a first-time user follow the steps given below:

	For Physical Shareholders and other than individual shareholders holding shares in Demat.
PAN	Enter your 10-digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) Shareholders who have not updated their PAN with the Company / Depository Participant are requested to use the sequence number sent by Company / RTA or contact Company / RTA.
Dividend Bank Details OR Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in DD/MM/YYYY format) as recorded in your demat account or in the Company records in order to login. If both the details are not recorded with the depository or Company please enter the member id / folio number in the Dividend Bank details field.

- (ii) After entering these details appropriately, click on "SUBMIT" tab.
- (iii) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (iv) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (v) Click on the EVSN for the relevant <Company Name> on which you choose to vote.
- (vi) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (vii) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- (viii) After selecting the resolution, you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.

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- (ix) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (x) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- (xi) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xii) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification..
- (xiii) **Additional Facility for Non – Individual Shareholders and Custodians –For Remote Voting only:**
- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the “Corporates” module.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
 - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
 - The list of accounts linked in the login will be mapped automatically & can be delink in case of any wrong mapping.
 - It is Mandatory that, a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
 - Alternatively Non Individual shareholders are required mandatory to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; eolcs0405@gmail.com, if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE AGM THROUGH VC/OAVM & E-VOTING DURING MEETING ARE AS UNDER:

1. The procedure for attending meeting & e-Voting on the day of the AGM is same as the instructions mentioned above for e-voting.
2. The link for VC/OAVM to attend meeting will be available where the EVSN of Company will be displayed after successful login as per the instructions mentioned above for e-voting.
3. Shareholders who have voted through Remote e-Voting will be eligible to attend the meeting. However, they will not be eligible to vote at the AGM.
4. Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.
5. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.

**NOTICE**

6. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
7. **Speaker Registration:** Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance atleast on or before Friday, September 19, 2025 mentioning their name, demat account number/folio number, email id, mobile number at (company email id). The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance on or before Friday, September 19, 2025 mentioning their name, demat account number/folio number, email id, mobile number at eoics0405@gmail.com. These queries will be replied to by the company suitably by email.
8. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.
9. Only those shareholders, who are present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available during the AGM.
10. If any Votes are cast by the shareholders through the e-voting available during the AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders may be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.

PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/DEPOSITORIES.

1. **For Physical shareholders-** Please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to Company/RTA email id.
2. **For Demat shareholders** - Please update your email id & mobile no. with your respective Depository Participant (DP)
3. For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.
4. If you have any queries or issues regarding attending AGM & e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 21 09911

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL,) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call toll free no. 1800 21 09911.

General Instructions:

- i. The Members whose names appear in the Register of Members / List of Beneficial Owners of the Company as on September 20, 2025 (cut-off date) are entitled to vote on the resolutions set forth in

**NOTICE**

this Notice. The voting rights of shareholders shall be in proportion to the shares held by them of the paid-up equity share capital of the Company as on the cut-off date (record date).

- ii. The Board of Directors has appointed M/s RPR and Associates, Practising Company Secretaries, to act as Scrutinizer to conduct and scrutinize the electronic voting process in connection with the ensuing Annual General Meeting in a fair and transparent manner. The members desiring to vote through electronic mode may refer to the detailed procedure on e-Voting given above.
- iii. The Scrutinizer, after scrutinizing the votes cast at the meeting through remote e-Voting and voting during AGM will, not later than 2 working days from the conclusion of the Meeting, make a consolidated Scrutinizer's Report and submit the same to the Chairman. The results declared along with the consolidated Scrutinizer's Report shall be placed on the website of the Company www.everestorganicsltd.com and on the website of CDSL www.cdslindia.com. The results shall simultaneously be communicated to the Stock Exchanges.
- iv. The voting result will be announced by the Chairman or any other person authorized by him within two days of the AGM.

Date: 05.08.2025
Place: Hyderabad

**BY ORDER OF THE BOARD
FOR EVEREST ORGANICS LIMITED**

Sd/-
Dr. Srikakarlapudi Sirisha
Managing Director
(DIN: 06921012)



NOTICE

EXPLANATORY STATEMENT

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

Item No. 3

Pursuant to the Regulation 24A & other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") read with provisions of Section 204 read with Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and other applicable provisions of the Companies Act, 2013, if any ("the Act"), the Audit Committee and the Board of Directors at their respective meetings held on May 27, 2025 have recommended the appointment of M/s. RPR & Associates, Practicing Company Secretaries, Hyderabad (a peer reviewed holding CP. No. 5360,) for a period of one term of five (5) consecutive years, commencing from Financial Year 2025-26 till Financial Year 2029-30 to the shareholders for approval.

Particulars of Secretarial Auditor:

M/s. RPR & Associates, Practicing Company Secretaries, is a leading firm with over 24 years of excellence in Corporate Governance and Compliance. Renowned for its expertise in Secretarial Audits, Compliance Audits, and Due Diligence, the firm offers specialized services across sectors such as banking, including the conversion of public limited companies into private limited and vice-versa, issuance and listing of Global Depository Receipts (GDRs), Foreign Currency Convertible Bonds (FCCBs), Initial Public Offerings (IPOs), and Preferential Allotments. The firm provides comprehensive advisory and end-to-end compliance support under Corporate Laws, SEBI Regulations, FEMA Regulations, and in complex transactions involving Mergers and Acquisitions, making it a trusted partner for corporates navigating regulatory landscapes.

Terms & conditions of appointment & remuneration:**a) Terms of appointment:**

Five consecutive Financial Years commencing from the Financial Year 2025-2026 till 2029- 2030.

b) **Remuneration:** The proposed remuneration to be paid for secretarial audit services for the Financial Year ending March 31, 2026, is Rs. 300,000 Lakhs (Rupees Three Lakhs only) plus applicable taxes and out-of-pocket expenses. For the subsequent years, the Board of Directors will decide the remuneration based on recommendations of the Audit Committee.

Basis of Recommendation:

The Audit Committee and the Board of Directors have approved & recommended the aforementioned proposal for approval of Members taking into account the eligibility, experience, qualification, independent assessment & expertise of the Firm in providing Secretarial audit related services, competency of the staff and Company's previous experience based on the evaluation of the quality of audit work done by them in the past.

None of the Director or Key Managerial Personnel of the Company and their relatives are concerned or interested, financially or otherwise, in the resolution set out at Item No.3. The Board recommends the passing of the Resolution as set out in Item No.3 as an Ordinary Resolution.

Item No. 4

The Board, on the recommendation of the Audit Committee, has approved the re-appointment of M/s. P.K.R. & Associates LLP, Cost Accountants as the Cost Auditors, (Firm Registration Number. 000698), as Cost Auditors at a remuneration of Rs. 30,000/- (Rupees Thirty Thousand only) per annum plus out of pocket expenses and applicable taxes, to conduct audit of cost records made and maintained by the Company pertaining to products related to CETA Heading 2942 falling under regulated sector as per Rule 3 of Companies (Cost Records and Audit Rules) 2014, for the financial year ending March 31, 2026.



NOTICE

EXPLANATORY STATEMENT

In accordance with the provisions of the Section 148 of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditors has to be ratified by the members of the Company.

Accordingly, the consent of the members is sought for passing an ordinary resolution as set out at item no.4 of the Notice for ratification of remuneration payable to the Cost Auditors for the financial year ending March 31, 2026.

The Board recommends the Ordinary Resolution set forth in item no. 4 of the Notice for approval of the members.

None of the Directors, Key Managerial Personnel of the Company and their relatives is, in any way concerned or interested, financially or otherwise in the said resolution.

Item No. 5

Dr. Srikakarlapudi Sirisha (DIN: 06921012) was appointed as Managing Director of the Company with effect from August 9, 2022 for a period of 3 (Three) years which was approved at the 29th Annual General Meeting of the Company held on September 22, 2022.

Dr. Srikakarlapudi Sirisha is one of the promoters of the Company. The Board considering the significant contribution made by her in the growth and development of the Company and based on the recommendation of Nomination and Remuneration Committee, the Board of directors, at their meeting held on August 5, 2025, re-appointed Dr. Srikakarlapudi Sirisha as Managing Director of the Company for a period of three years with effect from August 10, 2025, to August 09, 2028, subject to the approval of Members at the general meeting.

Member's approval sought for the re-appointment and remuneration payable to Dr. Srikakarlapudi Sirisha with the terms and conditions as follows:

Period: 03(Three) years with effect from August 10, 2025 with the liberty to either party to terminate the appointment on three months' notice in writing to the other.

Salary and Perquisites as recommended by the Nomination and Remuneration Committee and approved by the Board of Directors;

1. Basic Salary of Rs. 24 lakhs per annum or 1% of the Profit before tax and after depreciation of the Company whichever is higher with effect from August 10, 2025;
2. Eligible for annual increment of no less than 10% from the subsequent years;
3. Eligible for house rent allowance of Rs. 6 Lakhs per annum;
4. Eligible for incidental expenses of up to Rs. 6 Lakhs per annum subject to performance evaluation by the Board.

Dr. Srikakarlapudi Sirisha promoter of the Company and has been long associated with the Company in her capacity as Chairman and Managing Director. She is also the Chief Executive Officer of the Company.

Her years of leadership experience in the pharmaceutical industry, driving innovation, regulatory excellence, and sustainable growth. Under her guidance, the organization has achieved sustained financial performance, enhanced R&D productivity.

Her reappointment reflects not only confidence in her leadership but also recognition of her unwavering commitment to excellence, ethical governance, and inclusive growth. She continues to be a driving force behind the company's mission to improve outcomes and lead with purpose in a rapidly evolving pharmaceutical landscape.

Additional information in respect of Dr. Srikakarlapudi Sirisha pursuant to SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard - 2 on General Meetings is appended to the Notice.



NOTICE

EXPLANATORY STATEMENT

Except Mr. Srikakarlapudi Harikrishna being relatives, none of the other Directors and Key Managerial Personnel of the Company or their relatives is, in any way concerned or interested, financially or otherwise, in the said resolution. The Board recommends the Special Resolution set forth in Item 5 of the Notice for approval of the Members of the Company.

Item No. 6

Mr. Srikakarlapudi Harikrishna (DIN: 01664260) was reappointed as Whole-time Director of the Company with effect from September 24, 2022 for a period of 3 (Three) years which was approved at the 29th Annual General Meeting of the Company held on September 22, 2022. The Board considering the significant contribution made by him in the growth and development of the Company and based on the recommendation of Nomination and Remuneration Committee, the Board of directors, at their meeting held on August 5, 2025 re-appointed Mr. Srikakarlapudi Harikrishna as Whole-time Director of the Company, for a period of three years, with effect from September 25, 2025 to September 24, 2028, being liable to retire by rotation, subject to the approval of Members at the ensuing Annual General Meeting.

Member's approval sought for the re-appointment and remuneration payable to Mr. Srikakarlapudi Harikrishna with the terms and conditions as follows:

Period: 03(Three) years with effect from September 25, 2025 with the liberty to either party to terminate the appointment on three months' notice in writing to the other.

Remuneration for the above –

Salary & Perquisites: Salary and Perquisites as recommended by the Nomination and Remuneration Committee and approved by the Board of Directors;

1. Basic Salary of Rs. 15 lakhs per annum or 1 percent of the Profit before tax and after depreciation of the Company whichever is higher with effect from September 25, 2025 subject to written evaluation, satisfactory performance and recommendation by the Board.
2. Eligible for incidental expenses of upto Rs. 3 Lakhs per annum subject to performance evaluation by Board.

Mr. Srikakarlapudi Harikrishna has extensive experience in Research and Development, Business Development, Regulatory compliances, marketing, cooperative strategy and information system.

Since his initial appointment he played a key role in the Company's strategic direction, technological integration, and operational excellence. Under his leadership, the Company has enhanced compliance with evolving regulatory frameworks.

He brings a strong blend of technical and managerial acumen, and his continued guidance is expected to further strengthen the Company's governance framework and contribute to sustainable business growth.

His reappointment can instill confidence among various stakeholders, including employees, investors, customers, and partners. Stakeholders trust his leadership greatly, which can steer the Company toward continued growth and profitability.

Additional information in respect of Mr. Srikakarlapudi Harikrishna pursuant to SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard-2 on General Meetings is appended to the Notice.

Except Dr. Srikakarlapudi Sirisha being relatives, none of the other Directors and Key Managerial Personnel of the Company or their relatives is, in any way concerned or interested, financially or otherwise, in the said resolution. The Board recommends the Special Resolution set forth in Item No.6 of the Notice for approval of the Members of the Company.



NOTICE

ANNEXURE

Details of the Directors proposed to be appointed/re-appointed at the 32nd AGM scheduled to be held on September 27, 2025, as required under Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard – 2 on General Meetings issued by the Institute of Company Secretaries of India are as given below:

Name of the Director	Dr. Srikakarlapudi Sirisha	Mr. Srikakarlapudi HariKrishna
Designation	Managing Director (DIN: 06921012)	Whole-time Director (DIN:01664260)
Brief Profile	Dr. Srikakarlapudi Sirisha is 48 years of age and is M.B.B.S, MD degree holder. She currently holds the position of Chief Executive Officer of Everest Organics Limited. She has been associated with the Company since 2014. Having years of leadership experience in the pharmaceutical industry, across a wide spectrum of functional areas such as marketing, regulatory excellence, ethical governance, Research and Development.	Mr. Srikakarlapudi HariKrishna is 46 years of age and is a BE (MISE) Mechanical Engineer and currently holds the position of Whole-time Director of Everest Organics Limited. He has been associated with the Company since 2007 and brings with him key expertise in New Project planning and commissioning, Purchase of Engineering products and regular engineering detailing of the plant. He has experience in R&D, business development, regulatory compliance, and marketing.
Date of Birth (Age)	07-12-1977 (48Years)	20-01-1979 (46 Years)
Qualification	M.B.B.S, MD	BE (MPIE)
DIN	06921012	01664260
Date of Appointment /Reappointment on the Board of the Company	w.e.f 10.08.2025 to 09.08.2028 (Original Appointment Date 30-07-2014)	w.e.f. 25.09.2025 to 24.09.2028 (Original Appointment Date 29-09-2007)
Nature of expertise in specific functional areas	Regulatory, Research and Development and Business Development	Projects and Administration
Inter-se relationship between Directors and other Key Managerial Personnel	Dr. Sri Kakarlapudi Sirishais promoter director and relative of Mr. Srikakarlapudi HariKrishna, Whole-time Director.	Mr. Srikakarlapudi HariKrishna is also a promoter director and relative of Dr. Srikakarlapudi Sirisha, CEO and MD.
Terms and Conditions along with details of remuneration sought to be paid	As mentioned in the Resolution read with Explanatory Statement annexed to the Notice.	As mentioned in the Resolution read with Explanatory Statement annexed to the Notice.
Name(s) of other Companies in which Directorships held	Everest Lifescience Private Limited	Nil
Chairman /Member of the Committee till date	Chairman: Nil Member of Audit Committee	Chairman: Nil Member of Stakeholder Relationship Committee
Name(s) of other Companies in which Committee Membership(s)/ Chairman(s) held		
Audit Committee	Nil	Nil
Stakeholders' Relationship Committee	Nil	Nil
Nomination & Remuneration Committee	Nil	Nil
Other Committees	Nil	Nil
No. of Shares held	107856	5996
Details of remuneration last drawn	Rs. 24.00 Lakhs (Total Remuneration drawn in FY 2024-25)	Rs. 15.00 Lakhs (Total Remuneration drawn in FY 2024-25)
No. of Board Meeting attended during the year	6/6	5/6

**BOARD'S REPORT****BOARD'S REPORT**

Dear Shareholders,

Your Directors are pleased to present the 32nd Annual Report on the business and operations of the Company together with the Audited Financial Statement for the financial year ended March 31, 2025.

1. FINANCIAL RESULTS AND OPERATIONS:

i. Financial Results:

The Financial performance of your Company for the year ended March 31, 2025 as compared with the previous year is summarized below:

(Rs. in Lakhs)

S. No.	Particulars	2024-25	2023-24
I	Total Revenue	16,016.59	19,812.74
II	Profit before Financial Cost, Depreciation, and Tax	790.98	1,187.26
III	Less: Financial Cost	518.99	546.65
IV	Less: Depreciation	596.24	579.58
V	Profit Before Tax	(324.26)	61.04
VI	Less: Provision for Income Tax	0	10.00
VII	Less: Deferred Tax	(195.22)	37.12
VIII	Profit After Tax	(129.03)	13.92
IX	Other Comprehensive Income	(159.84)	-
X	Total Comprehensive Income for the period	(288.87)	13.92
XI	Add: Brought forward from Previous Year	3,783.99	3,821.49
XII	Closing Balance of Reserves & Surplus	6,023.64	3,783.99

ii. Operations:

During the year under review, your Company has registered a total revenue of Rs. 16016.59 Lakhs as against Rs. 19812.74 Lakhs for the previous corresponding year.

Whereas the Net loss of the Company was Rs. (129.03) lakhs as against Net profit of Rs. 13.92 lakhs for the previous year. Earnings per share for the year was Rs. (2.97).

2. DIVIDEND:

The Board of Directors of the Company did not recommend any dividend for the FY 2024-25.

3. TRANSFER TO RESERVES:

The Company has transferred an amount of Rs. 2428.95 lakhs to the general reserves during the financial year ending March 31, 2025.

4. SHARE CAPITAL:

1. Authorized Share Capital: During the year under review, there was no change in Authorised Share Capital of the Company.

**BOARD'S REPORT**

2. Paid up Share Capital: During the year under review there was a change in the paid-up share capital of the Company. The Company issued 17,10,526 equity shares and 2,63,157 warrants convertible into 2,63,157 equity shares of Rs. 10/- each at a price of Rs. 152/- each to promoter and non-promoters on a preferential basis.

Issue was approved by Shareholders of the Company at its Extra Ordinary General Meeting held on January 08, 2025. Allotment was made at Board Meeting dated January 13, 2025.

Post allotment of Equity Shares, paid up share capital increased from Rs. 80,000,000/- (Rupees Eight Crore Only) to Rs. 9,71,05,260/- (Rupees Nine Crore Seventy-one Lakh Five Thousand Two Hundred and Sixty only).

Apart from the above, there have been no changes in the Share Capital during the year under review.

5. DEPOSITS FROM PUBLIC:

During the year under review, your Company has not accepted any deposits from public pursuant to the provision of Section 73 and 76 of the Companies Act, 2013 read with Companies (Acceptance of Deposits) Rules, 2014 and as such, no amount on account of principal or interest on deposits from public was outstanding as on the date of the balance sheet.

6. CHANGE IN THE NATURE OF BUSINESS, IF ANY:

During the year under review, there has been no change in the nature of the business of the Company.

7. SUBSIDIARY / JOINT VENTURE / ASSOCIATE COMPANIES:

The Company does not have any subsidiary / joint venture / associate companies during the year under review.

8. MANAGEMENT DISCUSSION AND ANALYSIS REPORT:

The detailed report on the Management Discussion and Analysis for the year under review as stipulated under Regulation 34 (3) read with Schedule V (B) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 is presented in a separate section and forms part of this Annual Report.

9. CORPORATE GOVERNANCE REPORT:

Your directors reaffirm their continued commitment to adhere to the highest standards of Corporate Governance. In compliance with the Regulation 34 (3) read with Schedule V (C) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Companies Act, 2013, the Corporate Governance Report as on March 31, 2025 as stipulated under the Listing Regulations forms part of this Annual Report. The requisite certificate from the Secretarial Auditors of the Company confirming compliance with the conditions of Corporate Governance is annexed to the Corporate Governance Report and forms part of this Annual Report.

10. BOARD OF DIRECTORS AND KEY MANAGERIAL PERSONNEL:

The Board of Directors of the Company has an optimum combination of Executive, Non-Executive and Independent Directors. Relevant information on composition of the Board and number of meetings is provided in 'Board of Directors' section of Corporate Governance Report which forms part of this Annual Report.

**BOARD'S REPORT****a) Statement of Declaration given by Independent Directors:**

In compliance with the provisions of Section 149 (7) of the Companies Act, 2013 and Regulation 25 (8) of the Listing Regulations, all the Independent Directors have submitted the Declaration of Independence, stating that they meet the criteria of Independence as laid down in Section 149(6) of the Act and Regulation 16(1) (b) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations").

b) Directors Retiring by Rotation:

In compliance with the requirements of the Companies Act, 2013 and Article of Association of the Company Mr. Srikakarlappudi Harikrishna Executive Director, retires by rotation at the ensuing Annual General Meeting and being eligible, offered himself for re-appointment. Your Board of Directors recommends his re-appointment His brief profile has been provided in the notice and forms part of this Annual Report.

c) Appointment and Cessation of Directors:

During the year under review:

Appointments

- a. Mr. Venkata Satyanarayana Murthy Vadali, Non-Executive - Independent Director (DIN:01568277) was appointed w.e.f. November 13, 2024.
- b. Mr. Kirankumar Rampally, Non-Executive - Non-Independent Director, (DIN: 07621817) was appointed w.e.f. January 13, 2025.

Resignations

- a. Mr. Akella Parvathisem, Executive Director (DIN:00910224), resigned w.e.f. November 13, 2024.
- b. Mr. Ramakrishnamraju Kounparaju, Independent Director (DIN: 01735481), retired by completion of tenure w.e.f. September 27, 2024.
- c. Mr. Kakarlappudi Sitarama Raju, Non-Executive – Non-Independent Director (DIN: 02955723), demised on September 07, 2024.
- d. Mr. Venkatasatyanarayana Murthy Chayaly, Non-Executive - Independent Director (DIN: 01460761) resigned w.e.f November 13, 2024.

d) Key Managerial Personnel:

Pursuant to the provisions of Section 203 of the Companies Act, 2013 read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, there were following changes in the Key Managerial Personnel of the Company during the year under review:

- (i) Resignation of Mr. Abdur Rahman from the position of Company Secretary and Compliance Officer of the Company w.e.f June 07, 2024.
- (ii) Appointment of Mr. Tanmay Kumar Jena as the Company Secretary and Compliance officer of the Company w.e.f. November 13, 2024.
- (iii) Resignation of Mr. Tanmay Kumar Jena from the position of Company Secretary and Compliance Officer of the Company w.e.f March 26, 2025.
- (iv) Appointment of Ms. Shweta Singh as the Company Secretary and Compliance officer of the Company w.e.f. August 05, 2025.

**BOARD'S REPORT**

As on the date of this report, the Company has the following Key Managerial Personnel:

S. NO.	NAME OF KMP	DESIGNATION
1	Dr. Sri Kakarlapudi Sirisha	Managing Director & Chief Executive Officer
2	Mr. Srikakarlapudi Harikrishna	Whole- Time Director
3	Mr. Ramakrishna Peruri	Chief Financial Officer
4	Ms. Shweta Singh	Company Secretary & Compliance Officer. *

Note:

**Ms. Shweta Singh, Company Secretary and Compliance officer, w.e.f August 05, 2025.*

Remuneration and other matters provided in Section 178(3) of the Act have been disclosed in the Corporate Governance Report, which forms part of this Annual report.

e) Meetings of the Board:

During the year under review, six (6) meetings of the Board of Directors were convened and held. The intervening gap between the meetings was within the period prescribed under the Act and the SEBI Listing Regulations. For details of Board meetings, please refer the Corporate Governance Report, forming part of this Annual Report.

f) Committee of Board and details of meetings:

The various Board constituted Committees as stipulated under the Companies Act and Listing Regulations are as follows:

- (i) Audit Committee;
- (ii) Nomination and Remuneration Committee;
- (iii) Stakeholders Relationship Committee; and

All the recommendations made by the Committees of Board including the Audit Committee were accepted and approved by the Board.

During the year under review, four (4) meetings of the Audit Committee, two (2) meeting of Nomination and Remuneration Committee, one (1) meeting of Stakeholders Relationship Committee and no meeting of Corporate Social Responsibility (CSR) Committee were convened and held. Brief details pertaining to composition, terms of reference, meetings held and attendance thereat of these Committees during the year has been enumerated in the Corporate Governance Report, which forms part of this Annual Report.

g) Board Evaluation:

In compliance with the provisions of Section 134 (3) (p) of the Companies Act, 2013 read with Rule 8(4) of the Companies (Accounts) Rules, 2014 and Regulation 17 (10) of the Listing Regulations, an evaluation of the performance of the Board, its committees and members were undertaken. For details, please refer to the Corporate Governance Report, forming part of this Annual Report.

h) Appointment of Directors and Remuneration Policy:

The assessment and appointment of members to the Board are based on a combination of criterion that includes ethics, personal and professional stature, domain expertise, gender diversity and specific qualification required for the position. The potential independent Board member is also

**BOARD'S REPORT**

assessed on the basis of independence criteria defined in Section 149(6) of the Companies Act, 2013 and Regulation 16(1) (b) of the Listing Regulations.

In accordance with Section 178(3) of the Companies Act, 2013, and on recommendations of Nomination and Remuneration Committee, the Board has formulated and adopted a remuneration policy for Directors, Key Management Personnel (KMPs) and Senior Management that outlines the guidelines related to performance evaluation of Directors, remuneration principles and Board diversity, the policy is available on the website of the Company; [http://www.everestorganicsltd.com/investors/Corporate%20Governance/Policies/Policy%20on%20Nomination%20 %20Remuneration.pdf](http://www.everestorganicsltd.com/investors/Corporate%20Governance/Policies/Policy%20on%20Nomination%20%20Remuneration.pdf).

i) **Board Diversity:**

Your Company recognises and embraces the importance of a diverse board in its success. The Board has adopted the Board Diversity Policy, which sets out the approach to the diversity of the Board of Directors. The said Policy is available on the website of the Company <https://everestorganicsltd.com/investors/Corporate%20Governance/Policies/Policy%20of%20Board%20Diversity.pdf>

j) **Compliance with Secretarial Standards:**

During the year under review, the Company continues to comply with the various provisions of all Secretarial Standards, including amendments thereto, as issued by the Institute of Company Secretaries of India ('ICSI').

11. ADEQUACY OF INTERNAL FINANCIAL CONTROL SYSTEMS:

The Company has in place proper and adequate Internal Financial Control systems commensurate with the nature of its business, size and complexity of its operations with reference to financial statements. Internal control systems comprising of policies and procedures designed to ensure reliability of financial reporting timely feedback on achievement of operational and strategic goals, compliance with policies, procedure, applicable laws and regulations, and that all assets and resources as acquired are used economically.

12. BOARD POLICIES:

The various policies that the Board has approved and adopted in accordance with the requirements set forth by the Act and the SEBI Listing Regulations can be accessed at our website at <https://everestorganicsltd.com/Policies.html>.

13. DIRECTOR'S RESPONSIBILITY STATEMENT:

In compliance with the provisions of Section 134(3) (c) read with Section 134(5) of the Companies Act, 2013, to the best of their knowledge and belief your Directors state that:

- a. In the preparation of the annual accounts for the financial year ended March 31, 2025, the applicable accounting standards have been followed along with proper explanation relating to material departures, if any;
- b. They had selected such accounting policies and applied them consistently and made judgments and estimates that were reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit of the Company for the year under review;
- c. They had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;

**BOARD'S REPORT**

- d. They had prepared the annual accounts for the financial year ended March, 31, 2025 on a 'going concern basis';
- e. They had laid down proper internal financial controls to be followed by the Company and that such internal financial controls are adequate and were operating effectively; and
- f. They had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively;

Based on the framework of internal financial controls and compliance systems established and maintained by the Company, work performed by the internal, statutory auditors and external consultants and the reviews performed by management and the relevant board committees, including the audit committee, the board is of the opinion that the Company's Internal Financial Controls were adequate and effective during the financial year 2024-25.

14. RELATED PARTY TRANSACTIONS:

All Related Party Transactions are in compliance of the Companies Act, 2013 and the SEBI (LODR) Regulations, 2015. There are no materially significant related party transactions made by the Company with Promoters, Directors or Key Managerial Personnel etc., which may have potential conflict with the interest of the Company at large.

All Related Party Transactions entered into by the Company were in the Ordinary Course of Business and at an Arm's Length basis and were reviewed and approved by the Audit Committee and the Board. Omnibus approval is obtained for transactions which are foreseeable and repetitive in nature. A statement of all Related Party Transactions is presented before the Audit Committee on quarterly basis, specifying the nature, value and terms and conditions of the transactions. Complete details of Related Party Transactions are given in the Notes to Financial Statements forming part of this Annual Report.

The Policy on Materiality of Related Party Transactions and on dealing with Related Party Transaction as approved by the Board may be accessed on the Company's website: <http://www.everestorganicsltd.com/investors/Corporate%20Governance/Policies/Policy%20on%20Related%20Party%20Transaction.pdf>.

Information on transactions with Related Parties pursuant to Section 134(3)(h) of the Companies Act, 2013 read with Rule 8(2) of the Companies (Accounts) Rules, 2014, are given in Form AOC-2 and is attached as "BR_Annexure - I" to this Annual Report.

15. VIGIL MECHANISM / WHISTLE BLOWER POLICY:

The Company believes in upholding professional integrity and ethical behaviour in the conduct of its business. To uphold and promote these standards, the Company has a Vigil Mechanism / Whistle Blower Policy which serves as a mechanism for its Directors and employees to report genuine concerns about unethical behaviour, actual or suspected fraud or violation of the Code of Conduct without fear of reprisal. The policy also provides access to the Chairperson of the Audit Committee under certain circumstances. The details of establishment of such mechanism are available on the website of the Company: <http://www.everestorganicsltd.com/investors/Corporate%20Governance/Policies/Vigil%20Mechanism%20Whistle%20Blower%20Policy.pdf>.

Whistle Blower Policy and affirmation that none of the personnel have been denied access to the Audit Committee. The Company has in place a Whistle Blower Policy for Vigil mechanism for Directors and employees to report to the management about the unethical behavior, fraud, violation of Company's Code of Conduct.

**BOARD'S REPORT****16. AUDITORS AND AUDIT REPORT:****a) Statutory Auditors:**

Pursuant to the provisions of Section 139, 142 and other applicable provisions of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 as amended from time to time, M/s. P.S.N. Ravishanker & Associates, Chartered Accountants, Hyderabad (Firm Registration No. 003228S) were appointed as the Statutory Auditors of the Company for a term of five consecutive years from the conclusion of the 29th Annual General Meeting held on September 24, 2022 till the conclusion of the 34th Annual General Meeting.

Pursuant to the provisions of Section 141 of the Act, the auditors have confirmed that their appointment is in compliance with the conditions prescribed by the said section and hold valid certificate issued by the Peer Review Board of the Institute of Chartered Accountants of India and are eligible to continue to hold the office for rest of their tenure.

b) Board's response on Auditors' Qualifications, Reservations or Adverse Remarks:

The qualifications made by the Statutory Auditors in the Independent Auditors' Report for the financial year ended March 31, 2025 read with explanatory notes therein are self-explanatory and therefore do not call for any further explanation or comments from the Board under Section 134 (3) of the Companies Act, 2013, other than those mentioned below:

The Auditors' Report contains one qualification which was re-produced below:

The revocation order of Telangana State Pollution Control Board (TSPCB) dated 4th February, 2022 in connection with the closure order dated 22nd Dec 2020, stipulates that, the company cannot exceed its production capacity indicated in its order No. TSPCB/RCP/SRD/CFO& HWA/HO/ 2017-2714, Dt. 22-11-2017. However, the company is operating at a substantially enhanced level of actual production without necessary approvals from TSPCB in the form of Consent for Establishment (CFE) for starting the establishment, followed by the consequent Consent for Operation (CFO). Such non-compliance could impact the going concern status of the company in the form of Closure Order from TSPCB. According to the explanations given to us, the management of the Company is in the process of addressing the issue and the Company made application for Consent for Establishment for the enhancement in capacities and the application is pending approval and the company also obtained Environmental Clearance Certificate for the proposed enhanced capacity.

The management reply for the said qualification in the Auditors' Report was given below:

Management has already applied for CFE and awaiting approvals by TSPCB. Environmental clearance certificate has already been received by the company.

c) Report:

Pursuant to the provisions of Section 143(12) of the Companies Act, 2013 as amended from time to time, the Statutory Auditors have not reported any incident of fraud to the Audit Committee during the year under review.

d) Internal Auditors:

The Board of Directors based on the recommendation of the Audit Committee has re-appointed M/s. Hari Krishna & Associates, Chartered Accountants, as an Internal Auditors of your Company pursuant to the provisions of Section 138 of the Companies Act, 2013 for the FY 2025-26. M/s. Hari Krishna & Associates have confirmed their willingness to be re-appointed as an Internal Auditors of the Company and are submitting their reports on quarterly basis.

**BOARD'S REPORT****e) Cost Auditors:**

The Board of Directors based on the recommendation of Audit Committee has re-appointed M/s. PKR & Associates, LLP, Cost Accountants, Hyderabad as the Cost Auditors of the Company pursuant to the provisions of Section 148 of the Companies Act, 2013 for the FY 2025-26. The provisions also require that the remuneration of the cost auditors be ratified by the shareholders and accordingly the same is put forward to the shareholders in the notice convening 32nd Annual General Meeting for their ratification.

f) Cost Audit Report for the year ended March 31, 2025:

The Cost Audit Report for the financial year 2024-25 issued by M/s. PKR & Associates, LLP, Cost Accountants, are self-explanatory and therefore do not call for any further explanation or comments from the Board. The same will be filed with the Central Government within the stipulated timeline.

g) Maintenance of Cost Records:

The provisions of Cost Records are applicable to the Company and the Company has made and maintained the cost records as specified by the Central Government under sub-section (1) Section 148 of the Companies Act, 2013.

h) Secretarial Auditors:

In compliance with the provisions of Section 204 of the Companies Act, 2013 read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, M/s. D. Hanumanta Raju & Co., Practicing Company Secretaries, were re-appointed as the Secretarial Auditors of the Company to carry out the Secretarial Audit for the year ending March 31, 2025.

i) Annual Secretarial Audit Report:

In terms of Section 204 of the Companies Act, 2013 and Regulation 24A of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, a Secretarial Audit Report given by the Secretarial Auditors, along with the management response to the observations/ qualifications, in form no. MR-3 is annexed as “**BR_Annexure - II**” to this Annual Report.

j) Annual Secretarial Compliance Report:

An Annual Secretarial Compliance Report for the financial year ended March 31, 2025 on compliance of all applicable SEBI Regulations and circulars / guidelines issued thereunder, was obtained from M/s. D. Hanumanta Raju & Co., Secretarial Auditors and submitted to the stock exchange.

17. RISK MANAGEMENT POLICY:

The Company has instituted a proper mechanism for identifying and establishing controls to effectively manage different kinds of risks. At present the threats, risks and concerns being felt are stiff competition in the market, consolidation of manufacturers, who have branded products, fluctuations in prices as well as availability of raw materials, decline in sales volume and the huge increase in logistics prices.

18. DECLARATION ABOUT COMPLIANCE WITH CODE OF CONDUCT BY MEMBERS OF THE BOARD AND SENIOR MANAGEMENT PERSONNEL:

The Company has a comprehensive Code of Conduct (the Code) in place pursuant to Regulation 17 (5) of Listing Regulations, applicable to all the senior management personnel and Directors including Independent Directors to such extent as may be applicable to them depending on their roles and responsibilities. Declaration on compliance with Code of Conduct by the Managing Director is annexed as “**BR_Annexure – III**” and forms part of this Annual Report.

**BOARD'S REPORT****19. DISCLOSURE UNDER THE SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013:**

The Company has always believed in providing a safe and harassment free workplace for every individual working in its premises through various policies and practices. The Company always endeavours to create and provide an environment that is free from discrimination and harassment including sexual harassment.

The Company has adopted a policy on Prevention of Sexual Harassment at Workplace which aims at prevention of harassment of employees and lays down the guidelines for identification, reporting and prevention of undesired behaviour. An Internal Complaints Committee ("ICC") has been constituted and re-constituted by the senior management (with women employees constituting the majority). The ICC is responsible for redressal of complaints related to sexual harassment and follows the guidelines provided in the Policy.

During the year ended March 31, 2025, no complaints pertaining to sexual harassment have been reported.

20. PROHIBITION OF INSIDER TRADING-

The Company has established a Code of Conduct for Prohibition of Insider Trading ("Code") to govern, monitor, and report trading in the Company's shares by designated persons and their immediate relatives, in accordance with the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015.

The Code outlines the procedures that designated persons must follow when trading or dealing in the Company's shares and sharing Unpublished Price Sensitive Information ("UPSI").

The Company's compliance team sends bi-weekly communications to inform the designated person about the compliance dos and don'ts related to Insider Trading Regulations, ensuring understanding and adherence to the Code. The Code can be accessed at the Company's website at https://everestorganicsltd.com/investors/Corporate%20Governance/Code%20of%20Conduct/Code%20of%20Conduct_Insider%20Trading%20Policy.pdf

21. OTHER DISCLOSURES:**a) Annual Return:**

Pursuant to the provisions of Sections 92(3) and 134(3)(a) of the Companies Act, 2013 read with Rule 12 of the Companies (Management and Administration) Rule, 2014, the Annual Return of the Company for the year ended March 31, 2025, has been hosted on the Company's website, http://www.everestorganicsltd.com/investors/Financial%20Info/Annual%20Reports/Annual%20Returns/Annual%20Return_2024-25.pdf.

b) Conservation of Energy, Technology Absorption, Foreign Exchange Earning and Outgo:

Particulars pertaining to conservation of energy, technology absorption and foreign exchange earnings and outgo, pursuant to the provisions of Section 134 (3) (m) of the Companies Act, 2013 read with Rule 8 of the Companies (Accounts) Rules, 2014, as amended from time to time are annexed as "**BR_Annexure - IV**" to this Annual Report.

c) Loans/ Guarantees/ Investments under Section 186 of the Companies Act, 2013:

Pursuant to the provisions of Section 186 (3) and all other applicable provisions of the Companies Act, 2013, the Company has not granted any Loans and Guarantees or made any Investments and Securities provided during the year under review.

**BOARD'S REPORT****d) Disclosure regarding Employee Stock Option Scheme:**

Pursuant to the provision of Sections 62 (1) (b) of the Companies Act, 2013 read with Rule 12 (9) of the Companies (Share Capital and Debentures) Rules, 2014, the Company has not issued any equity shares under Employee Stock Option Scheme, during the year under review.

e) Disclosure regarding Unclaimed Shares:

Pursuant to the provisions of SEBI (LODR) Regulations 2015, during the year the Company had transferred 360 (Three hundred and sixty) unclaimed Equity Shares to the Everest Organics Limited – Unclaimed Suspense Account. 180686 (One Lakh Eighty Thousand Six Hundred and Eighty-Six) Equity Shares i.e. 1.86% were still lying under “Everest Organics Limited – Unclaimed Suspense Account” as on March 31, 2025.

22. SIGNIFICANT AND MATERIAL ORDERS PASSED BY REGULATORS OR COURTS:

No significant and / or material orders, passed by any Court or Regulator or Tribunal, which may impact the going concern status or the Company's operations in future.

23. MATERIAL CHANGES AND COMMITMENTS AFFECTING THE FINANCIAL POSITION OF THE COMPANY AFTER THE CLOSE OF THE YEAR TILL THE DATE OF THIS REPORT:

During the year under review, there was no change in Authorised Share Capital of the Company.

During the year under review there was a change in the paid-up share capital of the Company. The Company issued 17,10,526 equity shares and 2,63,157 warrants convertible into 2,63,157 equity shares of Rs_ 10/- each at a price Rs. 152/- each to promoter and non-promoters on a preferential basis.

Issue was approved by Shareholders of the Company at its Extra Ordinary General Meeting held on January 08, 2025. Allotment was made at Board Meeting dated January 13, 2025.

Post allotment of Equity Shares, paid up share capital increased from Rs. 80,000,000/- (Rupees Eight Crore Only) to Rs. 9,71,05,260/- (Rupees Nine Crore Seventy-one Lakh Five Thousand Two Hundred and Sixty only).

Apart from above, there were no material changes and commitments affecting the financial position of the Company after the balance sheet date till the date of the Report.

24. CORPORATE SOCIAL RESPONSIBILITY:

The Corporate Social Responsibility (CSR) Committee of the Company is in compliance with the provisions of Section 135 of the Companies Act, 2013 which consists of three directors including one executive director, one non-executive director and one non-executive independent director. The Chairman of the committee is a Non-Executive Independent Director. The CSR Committee has formulated and recommended to the Board, a Corporate Social Responsibility Policy (CSR Policy) indicating the activities to be undertaken by the Company, as approved by the Board.

The Company has Corporate Social Responsibility Policy in place and is made available on Company's website, and can be accessed through the weblink: <http://www.everestorganicsltd.com/investors/Corporate%20Governance/Policies/Corporate%20Social%20Responsibility%20Policy.pdf>.

Since there are no profits in the Company during the immediately preceding financial year, the company was not required to spend the amount towards Corporate Social Responsibility. However, the Company had voluntarily contributed to Aroor Village Welfare, Gopularam Village welfare and Konapur Village Welfare amount aggregating to Rs. 3.44 lakhs.

**BOARD'S REPORT****25. PARTICULARS OF EMPLOYEES AND REMUNERATION:**

In compliance with the requirement of Section 197 (12) of the Companies Act, 2013 read with Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, a statement containing the remuneration details of Directors and employees are annexed herewith as "BR_Annexure - V" and forms part of this Annual Report.

26. HUMAN RESOURCE:

Your Company considers its Human Resources as the key to achieve its objectives. Keeping this in view, your Company takes utmost care to attract and retain quality employees. The employees are sufficiently empowered and such work environment propels them to achieve higher levels of performance. The unflinching commitment of employees is the driving force behind the Company's vision. Your Company appreciates the spirit of its dedicated employees.

27. OTHER DISCLOSURES:

During the year under review:

1. The Company has not issued any equity shares with differential voting rights as to dividend, voting or otherwise;
2. The Company has not issued any sweat equity shares to employees of the Company under any scheme; and
3. The Company has not bought back any of its securities during the year under review.
4. There are no proceedings initiated/pending against your Company under the Insolvency and Bankruptcy Code, 2016, and there is no instance of one-time settlement with any Bank or Financial Institution.
5. During the year under review, the Company has not made any one-time settlement.

28. ACKNOWLEDGMENT:

Your Directors place on record their sincere appreciation for the significant contribution made by its employees through their dedication, hard work and commitment at all levels. The board of directors also acknowledge the support extended by the analysts, bankers, government agencies, media, customers, suppliers, shareholders and investors at large. The Board look forward to your continued support in the Future.

**For and on behalf of the Board of Directors of
Everest Organics Limited**

Date: 05.08.2025

Place: Hyderabad

Sd/-

Venkata Satyanarayana Murthy Vadali

Director

DIN:01568277

Sd/-

Srikakarlapudi Sirisha

Managing Director

DIN: 06921012



BOARD'S REPORT

BR-ANNEXURE I

Form No. AOC-2

(Pursuant to clause (h) of sub-section (3) of Section 134 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014)

Form for disclosure of particulars of contracts/arrangements entered into by the Company with related parties referred to in sub-section (1) of Section 188 of the Companies Act, 2013 including certain arm's length transactions under third proviso thereto:

1. Details of contracts or arrangements or transactions not at arm's length basis: NIL
2. Details of material contracts or arrangement or transactions at arm's length basis:

Name(s) of the related party and nature of relationship	Nature of contracts/ arrangements/ transactions	Duration of the contracts /arrangements/ transactions	Salient terms of the contracts or arrangements or transactions including the value, if any	Date(s) of approval by the Board, if any	Amount paid as advances, if any
Virat & Co., one of the Partners of the Firm is the spouse of Executive Director	Sales/ Purchases	N/A	General Terms and Conditions	29.05.2017	N/A
Virat & Co., one of the Partners of the Firm is the spouse of Executive Director	Sales/ Purchases	N/A	General Terms and Conditions	--	N/A
S. K. Seetharama Raju Director of the Company	Office Rent & Maintenance paid by the Company	N/A	General Terms and Conditions	-	N/A
S. K. Harikrishna Whole-time Director of the Company	Unsecured Loan Received	N/A	General Terms and Conditions	-	N/A
Veerat Finance & Investment Ltd., one of the Director of the Company is the relative of Managing Director	Unsecured Loan Received	N/A	General Terms and Conditions	29.05.2017	N/A
A. Parvathisem Technical Director of the Company	Unsecured Loan Received	N/A	General Terms and Conditions	-	N/A
S.K. Gowri Parvathi mother of Whole-time Director of the Company	Unsecured Loan Received	N/A	General Terms and Conditions	-	N/A
Dr. Sri Kakarlapudi Sirisha Managing Director of the Company	Remuneration	N/A	General Terms and Conditions	09.08.2022	N/A
A. Parvathisem Technical Director of the Company	Remuneration	N/A	General Terms and Conditions	05.08.2021	N/A
S. K. Harikrishna Whole-time Director of the Company	Remuneration	N/A	General Terms and Conditions	09.08.2022	N/A
Non-Executive Directors	Sitting Fees	N/A	General Terms and Conditions	30.07.2019	N/A
Dr.S.K.Krishna Veni Mother of Managing Director	Consultation	N/A	General Terms and Conditions	----	N/A

For and on behalf of the Board of Directors of
Everest Organics Limited

Date: 05.08.2025
Place: Hyderabad

Sd/-
Venkata Satyanarayana Murthy Vadali
Director
DIN:01568277

Sd/-
Srikakarlapudi Sirisha
Managing Director
DIN: 06921012



Form No. MR-3

**SECRETARIAL AUDIT REPORT
FOR THE FINANCIAL YEAR ENDED 31st MARCH, 2025**

*[Pursuant to Section 204(1) of the Companies Act, 2013 and Rule No.9 of the Companies
(Appointment and Remuneration Personnel) Rules, 2014]*

To,

The Members,

EVEREST ORGANICS LIMITED

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **EVEREST ORGANICS LIMITED** having **CIN:L24230TG1993PLC015426**, having registered office at Aroor Village, Sadasivapet Mandal, Medak, Telangana - 502 291 and having corporate office at 2nd Floor, Dwaraka Heights, Plot No.17, Survey No.66 & 67, Jubilee Enclave, Madhapur, Hyderabad - 500 081(hereinafter called the "**Company**"). Secretarial Audit was conducted in accordance with the guidance note issued by the Institute of Company Secretaries of India and in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information, confirmations, clarifications provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, we hereby report that in our opinion, the Company has, during the audit period covering the financial year ended on 31st March, 2025, complied with the statutory provisions listed hereunder and also that the Company has proper Board processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on March 31, 2025 according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the Rules made thereunder;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the Rules made thereunder;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings - **(Not applicable to the Company during the period under review)**;
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-
 - (a) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - (b) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
 - (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
 - (d) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021- **(Not applicable to the Company during the period under review)**;



- (e) Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
 - (f) Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021 - **(Not applicable to the Company during the period under review)**;
 - (g) Securities and Exchange Board of India (Buy-back of Securities) Regulations, 2018 - **(Not applicable to the Company during the period under review)**;
 - (h) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
 - (i) Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021- **(Not applicable to the Company during the period under review)**; and
 - (j) Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018.
- (vi) Other laws **specifically** applicable to the company are as follows:
- a. Drugs and Cosmetics Act, 1940;
 - b. Petroleum Act, 1934 read with Petroleum Rules 2002;
 - c. Air (Prevention and Control of Pollution) Act, 1981 and rules made thereunder;
 - d. Environment (Protection) Act, 1986 and rules made thereunder;
 - e. Water (Prevention and Control of Pollution) Act, 1974;
 - f. Explosives Act, 1884 read with Gas Cylinder Rules, 2016;

We have also examined compliance with the applicable clauses of the following:

- (i) Secretarial Standards issued by The Institute of Company Secretaries of India and notified under the Companies Act, 2013;
- (ii) The Listing Agreements entered into by the Company with BSE Limited.

During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above except the following:

- *The Company shall have not less than fifty percent of the Board as Non-Executive Directors. It has been observed that during the period from 28.09.2024 to 12.11.2024, the Company is having 5 (Five) Directors on its Board including 3 (Three) Executive Directors and 2 (Two) Non-Executive Directors. During the aforesaid period, the Company was required to appoint 1 (One) Non- Executive Director to satisfy the composition of Board as per Regulation 17(1) (a) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. However, the same was complied by the Company on 13.11.2024.*
- *The Company has not complied with the requirement of composition of the Nomination and Remuneration Committee from 28.09.2024 to 12.01.2025 as per Regulation 19 (1)(a), (1)(b) and (2) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Section 178 of Companies Act, 2013.*
- *The office of the Compliance Officer of the Company was vacant for more than three months from the date of vacancy i.e from 08.06.2024 to 12.11.2024. However, such vacancy was filled on 13.11.2024 by*



the Company as per Regulation 6 (1A) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

- The Company has delayed by one day in submitting the disclosure of related party transactions for the half year ended 30.09.2024 to the stock exchange during the period under review as per Regulation 23(9) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- The resignation of 2 (Two) Directors i.e., Mr. Akella Parvathisem and Mr. Venkatasatyanarayana Murthy Chayaly are effective from the closure of business hours on 13.11.2024. However, the same has been intimated by the Company to the stock exchange on 04.12.2024 and all necessary disclosures were not made in full as per Regulation 30 read with Schedule III Part A, Para A, Clause 7 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and BSE Circular SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated 13.07.2023.
- The Company has not intimated the Notice of Shareholders Meetings (Annual General Meeting, Extra-Ordinary General Meeting and Postal Ballot) held on 27.09.2024, 08.01.2025 and 12.02.2025 in XBRL Mode as per BSE Circular No. 20230331-87 dated 31.03.2023.
- The Company has not intimated the following Change(s) in Management in XBRL mode during the review period as per BSE Circular No. 20230127-37 dated 27.01.2023:
 - i. Death of Mr. K. Sitarama Raju.
 - ii. Retirement of Mr. K. Ramakrishnam Raju.
 - iii. Resignation of Mr. Akella Parvathisem.
 - iv. Appointment of Mr. Venkata Satyanarayana Murthy Vadali
- In respect of compliance with review of policies as per SEBI Regulations, review of Policy on Related Party Transactions was last done by the Board at its meeting held on 12th June, 2021.
- The Company has not conducted performance evaluation as specified in SEBI Regulations and Section 178 of Companies Act, 2013.
- As required under Regulation 23(3) of SEBI (LODR), 2015 and Rule 6A of Companies (Meeting of Board and its Powers) Rules, 2014, approval for related party transactions granted by the Audit Committee in its meeting dated 09.02.2024 does not contain the indicative base price/ current contracted price and the formula for variation in the price if any.
- In respect of compliance with Regulation 3(5) and 3(6) of SEBI (Prohibition of Insider Trading) Regulation, 2015, it is observed that sharing of unpublished price sensitive information during the period under review was not recorded in the Structured Digital Database maintained by the company.
- Proof of PAN Freezing whilst trading window closure period during the year under review was not available for our inspection.
- Proof of sending communication to shareholders holding shares in physical form for Mandatory updation of PAN, KYC & Nomination details as per circular No. SEBI/HO/MIRSD/MIRSD-PoD-1/P/CIR/2023/37 dated March 16, 2023 was not available for our inspection.
- Independent Director's Databank Registration Certificates of all the Independent Directors of the Company were not available for our inspection.

**BOARD'S REPORT**

- *Annual General Meeting of the Company held on 27.09.2024 was convened by giving less than clear twenty one days notice to shareholders as required under Section 101 of Companies Act, 2013.*

We further report that:

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act subject to reporting made above.

Adequate notice is given to all directors in advance to schedule the Board Meetings, agenda and detailed notes on agenda were sent in advance and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

Majority decisions are carried through while the dissenting member's views, if any, are captured and recorded as part of the minutes.

We further report that there are adequate systems and processes in the Company commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

We further report that during the period under review:

- The Company has allotted on 13th January, 2025, 2,63,157 (Two Lakh Sixty Three Thousand One Hundred and Fifty Seven Only) Convertible Warrants of Rs. 10/- each at a price of Rs. 152/- (Rupees One Hundred and Fifty Two Only) (including a premium of Rs. 142/- per warrant) convertible into, or exchangeable for, equal number of Equity Shares of face value of Rs. 10/- each of the Company within the period of 18 (eighteen) months on preferential basis to the person belonging to Promoter Category and necessary in-principle approval was received from BSE Limited.
- The Company has allotted on 13th January, 2025, 17,10,526 (Seventeen Lakhs Ten Thousand Five Hundred and Twenty Six Only) Equity Shares of face value of Rs. 10/- each at a price of Rs. 152/- (Rupees One Hundred and Fifty-Two Only) (including a premium of Rs. 142/- per equity share) on preferential basis to the persons belonging to Non-Promoter Category and necessary listing and trading approvals were received from BSE Limited.
- The Company has received discrepancy letter from BSE limited for not having the requisite number of Non-Executive Directors for the quarter ended December, 2024 as per Regulation 17(1) (a) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. As informed to us, the Company had replied on 06.03.2025 and no further penalties or fines were levied by BSE Limited.
- BSE Limited has imposed a fine of Rs. 1,01,480/- including GST for the quarter ended 31.12.2024 towards non-compliance with the requirements pertaining to the composition of Nomination and Remuneration Committee as per Regulation 19 (1)(a), (1)(b) and (2) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. The company has paid the fine to the stock exchange.
- BSE Limited has imposed a fine of Rs. 28,320/- including GST for the quarter ended 30.09.2024 towards non-compliance with the requirement to appoint Compliance Officer as per Regulation 6 (1A) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. The company has paid the fine to the stock exchange.

**BOARD'S REPORT**

- BSE Limited has imposed a fine of Rs. 5,900/- including GST for the half year ended 30.09.2024 towards non-compliance with the disclosure of related party transactions as per Regulation 23(9) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. The company has paid the fine to the stock exchange.

We further report that, Company has received revocation order from Telangana State Pollution Control Board (TSPCB) dated 4th February 2022 with respect to the closure order dated 22nd Dec 2020. The Revocation Order stipulates that, the Company cannot exceed its production capacity indicated in letter dated 22.11.2017 vide No. TSPCB/RCP/SRD/CFO&HWA/HO/2017-2714. However, the Company is operating at a substantially enhanced level of actual production without necessary approvals from TSPCB in the form of Consent for Establishment (CFE) for starting the establishment, followed by the consequent Consent for Operation (CFO). Such non-compliance could impact the going concern status of the Company in the form of Closure Order from TSPCB.

As informed by the management, the company has made necessary application to TSPCB for Consent for Operations (CFO) for enhancing limits and necessary approvals for the enhancement of production capacity of the Company and the application is pending for approval and the company also obtained Environmental Clearance Certificate for the proposed enhanced capacity..

Place: Hyderabad
Date: 05.08.2025

For D.HANUMANTA RAJU & CO
COMPANY SECRETARIES

Sd/-
CS DATLA HANUMANTA RAJU
PARTNER
FCS: 4044; CP NO: 1709
UDIN:F004044G000940078
PR NO: 6326/2024

This report is to be read with our letter of even date which is annexed as Annexure A and forms an integral part of this report.



Annexure A'

To,
The Members,
EVEREST ORGANICS LIMITED

Our report of even Date is to be read along with this letter.

1. Maintenance of secretarial record is the responsibility of the management of the company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed, provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
4. Where ever required, we have obtained the Management Representation about the compliance of laws, rules and regulations and happening of events etc.
5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedures on test basis.
6. The Secretarial Audit report is neither an assurance as to the future viability of the company nor of the efficacy or effectiveness with which the management has conducted the affairs of the company

Place: Hyderabad
Date: 05.08.2025

For **D.HANUMANTA RAJU & CO**
COMPANY SECRETARIES

Sd/-
CS DATLA HANUMANTA RAJU
PARTNER
FCS: 4044; CP NO: 1709
UDIN:F004044G000940078
PR NO: 6326/2024



**DECLARATION REGARDING COMPLIANCE BY BOARD MEMBERS AND
SENIOR MANAGEMENT PERSONNEL WITH THE COMPANY'S CODE OF CONDUCT**

As required under Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, I hereby confirm that the Company has adopted the Code of Conduct for all Board Members and Senior Management Personnel and the same has been placed on the website of the Company.

The Members of the Board and Senior Management Personnel have affirmed compliance with the respective Code of Conduct, as applicable to them for the financial year ended March 31, 2025.

Place: Hyderabad

Date: 05.08.2024

For Everest Organics Limited

Sd/-

Dr. Srikakarlapudi Sirisha

Managing Director

DIN: 06921012



BOARD'S REPORT

BR-ANNEXURE IV

DISCLOSURE PURSUANT TO SECTION 134(3)(M) OF THE COMPANIES ACT 2013 READ WITH RULE 8 OF THE COMPANIES (ACCOUNTS), RULES 2014**(A) Conservation of energy:**

Steps taken or impact on conservation of energy.	Commissioned the Husk usage requirements to the boiler and to start the usage of Husk in the boiler.
Steps taken by the company for utilizing alternate sources of energy.	1 MW solar power unit already commercialized and is usage.
Capital investment on energy conservation equipments.	We have replaced cooling towers by evaporative condensation system for the chilling plants by investing Rs. 30 Lakhs, thereby saving power 10000 units in a month

(B) Technology absorption:

Efforts made towards technology absorption. Benefits derived like product improvement, cost reduction, product development or import substitution.	1. Consistent efforts are going on to increase the product, Basket. We have commercialized 3 new products in the last year. 2. Process development for the existing products is in progress. 3. We have taken up development of oncology intermediates. Last year developed about 10 new oncology intermediates 4. We took up CDMO and CMO Projects and 1 CMO and 2 CDMO projects commercialized and 2 CDMO Projects under progress.
In case of imported technology (imported during the last three years reckoned from the beginning of the financial year):	
Details of technology imported	
Year of import	
Whether the technology has been fully absorbed	
If not fully absorbed, areas where absorption has not taken place, and the reasons thereof	
Expenditure incurred on Research and Development	

(C) Foreign Exchange Earnings and Outgo:

Amount in Rs. Lakhs

	1 st April, 2024 to 31 st March, 2025 [Current FY]	1 st April, 2023 to 31 st March, 2024 [Previous FY]
Actual Foreign Exchange earnings	2,604.64	4,660.17
Actual Foreign Exchange outgo	1,746.82	1,838.88

**For and on behalf of the Board of Directors of
Everest Organics Limited**

Date: 05.08.2025

Place: Hyderabad

Sd/-
Venkata Satyanarayana Murthy Vadali
Director
DIN:01568277

Sd/-
Srikakarlapudi Sirisha
Managing Director
DIN: 06921012



BOARD'S REPORT

BR-ANNEXURE V

DISCLOSURE FOR THE RATIO OF REMUNERATION OF EACH DIRECTOR TO THE MEDIAN REMUNERATION OF THE EMPLOYEES FOR THE FINANCIAL YEAR:

The information required pursuant to Section 197 (12) of the Companies Act, 2013 read with Rule 5 (1) (i) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 in respect of ratio of the remuneration paid of each director to the median remuneration of the employees of the Company for the Financial Year are as follows:

S.No.	Name of Directors	Remuneration Per Annum	Median Remuneration Per Annum	Ratio
1.	Dr. Srikakarlal Sirisha	Rs. 24,00,000/-	3,45,600	6.94
2.	Akella Parvathisem (Up to August-24)	Rs. 20,83,000/-	3,45,600	6.03
3.	Sri Kakarlal Harikrishna	Rs. 15,00,000/-	3,45,600	4.34

The percentage increase in remuneration of each Director, Chief Executive Officer, Chief Financial Officer, Company Secretary in the FY 2024-25:

Name	Designation	Percentage increase in remuneration
Dr. Srikakarlal Sirisha	Managing Director & Chief Executive Officer	--
Mr. Sri Kakarlal Harikrishna	Whole-time Director	--
Mr. Akella Parvathisem	Technical Director	--
Mr. Peruri Ramakrishna	Chief Financial Officer	--
Mr. Abdur Rahman	Company Secretary	--
Mr. Abdur Rahman (Upto June 2024)	Company Secretary	--
Mr. Tanmay Kumar Jena (Upto March 2025)	Company Secretary	--

No percentage increased in the median remuneration of employees during the financial year.

Note:

- a) The Non-Executive Directors of the Company are not entitled for remuneration and are paid only sitting fees for attending the meetings, as such provisions of the said section is not applicable to them.
- b) Percentage increase in remuneration indicates annual target, total compensation increases, as approved by the Nomination and Remuneration Committee of the Company during the FY 2024-25.
- c)
 - i. The Company has 355 permanent Employees on the role of Company as on March 31, 2025.
 - ii. Average percentage increase made in the salaries of Employees other than the managerial personnel in the last Financial Year i.e., 2022-23 was 7.70% and there is no change in the managerial remuneration. The average increases every year is an outcome of Company's market competitiveness as against its peer group Companies. In keeping with our reward philosophy and benchmarking results, the increases this year reflect the market practice.



BOARD'S REPORT

BR-ANNEXURE V

- iii. It is hereby affirmed that the remuneration paid during the year is as per the Remuneration Policy of the Company.
- iv. Statement of particulars of employees pursuant to the provision of Section 197 (12) of the Companies Act, 2013 read with Rule 5(2) & 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 as amended:

Particulars of Top 10 employees in terms of remuneration drawn during the year;

S. No.	Name of Employees	Age of the employee	Designation of the employee	Gross Remuneration for 5 FY 2024-2 (Rs.in lakhs)	Nature of employment, whether contractual or otherwise	Qualification of the employees	Experience of the employee	Date of commencement of employment	The last employment held by such employee before joining the Company	The percentage of equity shares held by the employee	Whether any such employee is a relative of any director or manager of the Company
1	Akella Parvathisem	57 years	Technical Director	20.83	Regular	M.Sc.	20 years	28-08-2004	--	0.00045	No
2	G.V.S.S.R.S.Sarma	47 years	General Manager	39.64	Regular	B.Sc.	22 years	19-02-2003	--	--	No
3	Dr. Srikakarlapudi Sirisha	46 years	Managing Director	24.00	Regular	MBBS, MD	12 years	30-09-2013	--	1.35	Yes
4	Rohit Jagadishan	35 years	Senior Manager	23.37	Regular	MBA	2.10 years	22-07-2022	--	--	No
5	Piniseti Verri Babu	43 years	Senior Manager	26.00	Regular	M.Sc	4.6 years	24-08-2021	--	--	No
6	P.Ramakrishna	58 years	CFO	17.30	Regular	M.Com	28 years	01-07-1996	--	0.17	No
7	Srikakarlapudi Harikrishna	45 years	Whole-time Director	15.00	Regular	BE, MPIE	24 years	12-05-2001	--	0.08	Yes
8	Atluri Siva Kumar	42 years	Manager	16.58	Regular	B.Sc	5 years	30-04-2020	--	--	No
9	K.Sandhya	41 years	Deputy Manager-RA	15.07	Regular	P.G.	0.9 years	03-07-2024	--	--	No
10	G.P.V.S. Dora	56 years	Materials Manager	14.80	Regular	B. Com	27 years	02-05-1997	--	--	No

For and on behalf of the Board of Directors of
Everest Organics Limited

Date: 05.08.2025
Place: Hyderabad

Sd/-
Venkata Satyanarayana Murthy Vadali
Director
DIN:01568277

Sd/-
Srikakarlapudi Sirisha
Managing Director
DIN: 06921012

**CORPORATE GOVERNANCE REPORT****CORPORATE GOVERNANCE REPORT**

(Pursuant to SEBI (LODR) Regulations, 2015 with the Stock Exchange)

The Corporate Governance Report for the Financial Year ("FY") 2024-25, which forms part of Boards' Report, is prepared in accordance with the provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations). The Company is in full compliance with all the applicable provisions of SEBI's Corporate Governance norms.

1. A brief statement on Company's philosophy on Corporate Governance:

The Company believes that good Corporate Governance practices should be enshrined in all activities of the Company. This would ensure efficient conduct of affairs of the Company and help the Company to achieve goal of maximizing value for all its stake owners. Your Company's business objective is to manufacture and market the Company's product in such a way as to create value that can be sustained over the long term for consumers, shareholders, employees & business partners. Your Company is conscious of the fact that the success of a Company is a reflection of the professional conduct and ethical values of its management & employees. Your Company affirms its commitment to follow good corporate governance practices proactively.

2. Board of Directors:

- i. **Composition of Board:** The Strength of the Board as on March 31, 2025, the Company has 5 Directors headed by 1 (One) Non-Executive (Independent) Chairman. The other 4 (Four) Directorship consist of 2 (Two) Executive Directors, (1) One Non-Executive Non-Independent Director and 1 (One) Non-Executive Independent Director. The composition of the Board is in conformity with the Regulation 17 of the SEBI Listing Regulations read with Section 149 of the Companies Act, 2013.
- ii. **Board and Committee Meetings:** None of the Directors on the Board is a member of more than 10 committees or Chairman of more than 5 committees across all the Companies in which he is a Director. Necessary disclosures regarding committee positions in other Public Companies as at March 31, 2025 has been made by the Directors.
- iii. The names and categories of the Directors on the Board, their attendance at Board Meetings held during the year and at the last Annual General Meeting and also the number of other directorships and committee memberships held by them are given below as required under Regulation 17 of the Listing Regulations, as at March 31, 2025:

Name of Directors	Category	No. of Board Meetings held during the Year 2024-25		Attendance at the last AGM held on 27 th September, 2024	No. of Directorships held in other Companies	No. of Committee positions held	
		Held	Attended			Chairman	Member
Mr. Ramakrishnam Raju Kounparaju**	Chairman, Non-Executive Independent Director	6	2	Yes	-	-	-
Dr. Srikakarlapudi Sirisha	Promoter Executive Women Director	6	6	Yes	-	-	1
Mr. Srikakarlapudi Harikrishna	Promoter Executive Director	6	5	Yes	-	-	1



CORPORATE GOVERNANCE REPORT

Mr. Akella Parvathisem**	Executive Director	6	2	NA	-	-	-
Mr. Prasad Venkata Satya Sundara Srikakolapu	Non-Executive Independent Director	6	6	Yes	-	2	0
Mr. Kakarlapudi Sitarama Raju**	Non-Executive Non-Independent Director	6	2	NA	-	-	-
Mr. Venkata Satyanarayana Murthy Chayaly**	Non-Executive Independent Director	6	0	NA	-	-	-
Mr. Venkata Satyanarayana Murthy Vadali*	Non-Executive - Independent Director	6	3	NA	-	0	2
Mr. Kirankumar Rampally*	Non-Executive - Non-Independent Director	6	2	NA	-	0	0

NOTES: During the year under review:

Appointments*

- Mr. Venkata Satyanarayana Murthy Vadali, Non-Executive - Independent Director (DIN:01568277) was appointed w.e.f. November 13, 2024.
- Mr. Kirankumar Rampally, Non-Executive - Non-Independent Director, (DIN: 07621817) was appointed w.e.f. January 13, 2025.

Resignations**

- Mr. Akella Parvathisem, Executive Director (DIN:00910224), resigned w.e.f. November 13, 2024.
 - Mr. Ramakrishnamraju Kounparaju, Independent Director (DIN: 01735481), vacated w.e.f. September 27, 2024. (Retirement)
 - Mr. Kakarlapudi Sitarama Raju, Non-Executive - Independent Director (DIN: 02955723), vacated w.e.f. September 07, 2024. (Demised)
 - Mr. Venkata Satyanarayana Murthy Chayaly, Non-Executive - Independent Director (DIN: 01460761) resigned w.e.f. November 13, 2024.
- Number of Directorships held in other Companies includes only Public Companies. However, it does not include Directorships in Foreign Companies, Private Limited Companies and those Companies Registered under Section 8 of the Act.
 - Membership / Chairmanship of committees includes Audit Committee and Stakeholder Relationship Committee of other listed entities.
- Board Meetings held during the financial year ended March 31, 2025:** Six (6) Board Meetings were held during the year 2024-25 on May 27, 2024; August 13, 2024; November 13, 2024, December 12, 2024, January 13, 2025 and February 11, 2025.
 - Only Executive Directors of the Company are related to each other. The Non – Executive Non-Independent and Non-Executive Independent Directors of the Company are not related to any of the Directors or promoters' group of the Company.

**CORPORATE GOVERNANCE REPORT**

- iii. Details of Shareholding of all Executive and Non-Executive Directors as on March 31, 2025, are given below:

S. No.	Name of Directors	No. of Shares
1.	Dr. Sri Kakarlapudi Sirisha	107856
2.	Mr. Kakarlapudi Sitarama Raju	113608
3.	Mr. Srikakarlapudi Harikrishna	5996
4.	Mr. Akella Parvathisem (Till 13.11.2024)	36
5.	Mr. Ramakrishnam Raju Kounparaju	720
6.	Mr. Prasad Venkata Satya Sundara Srikakolapu	NIL
7.	Mr. Venkatasatyanarayana Murthy Chayaly	NIL
8.	Mr. Venkata Satyanarayanamurthy Vadali	NIL
9.	Mr. Kirankumar Rampally	NIL

Note:

- i. Mr. Akella Parvathisem, Executive Director (DIN:00910224), resigned w.e.f. November 13, 2024.
- ii. Mr. Ramakrishnamraju Kounparaju, Independent Director (DIN: 01735481), vacated w.e.f. September 27, 2024. (Retirement)
- iii. Mr. Kakarlapudi Sitarama Raju, Non-Executive - Independent Director (DIN: 02955723), vacated w.e.f. September 07, 2024. (Demised)
- iv. Mr. Venkata Satyanarayana Murthy Chayaly, Non-Executive - Independent Director (DIN:01460761) resigned w.e.f November 13, 2024.

- i. **Familiarization Programmes:** The Company endeavours to organize necessary familiarization programmes as and when required for the Independent Directors with regard to their roles, rights, responsibilities in the Company, nature of the industry in which the Company operates, the business models of the Company etc. and the same is available on the website of the Company (<http://www.everestorganicsltd.com/Directors-Familiarisation-Program.html>).
- ii. **Independent Directors:** The Independent Directors of the Company are having expertise/ experience in the field of business, education, finance, industry, research & development and administration. Their presence on the Board has been advantageous and fruitful in taking business decisions. None of the Independent Directors are promoters or related to promoters.

Pursuant to Section 150 read with Rule 6 of the Companies (Appointment and Qualifications of Directors) Rules, 2014 of the Companies Act, 2013, your Company's Independent Directors have registered themselves on the portal of "Indian Institute of Corporate Affairs" as Independent Director, within the prescribed timelines.

The details of skills/expertise/competence of all the directors are given below:

S. No.	Name of Directors	Qualification	Expertise
1.	Dr. Sri Kakarlapudi Sirisha	MBBS, MD	Leadership, Corporate Management, Regulatory, Research & Development and Business Development
2.	Mr. Srikakarlapudi Harikrishna	BE, MPIE	Projects and Administration
3.	Mr. Prasad Venkata Satya Sundara Srikakolapu	M.Com., DBM, CAIIB	Banking Sector

**CORPORATE GOVERNANCE REPORT**

4.	Mr. Venkata Satyanarayana Murthy Vadali	B. Com, CA	Finance & Accounts, Strategic planning, Risk management.
5.	Mr. Kirankumar Rampally	M. Tech (Chemical Engineering)	API Manufacturing, Project Execution, P&L Leadership, Operational Excellence, Strategic Management, EHS Management.

NOTES:

- i. Mr. Venkata Satyanarayana Murthy Vadali, Non-Executive - Independent Director (DIN:01568277) was appointed w.e.f. November 13, 2024.
- ii. Mr. Kirankumar Rampally, Non-Executive - Non-Independent Director, (DIN: 07621817) was appointed w.e.f. January 13, 2025.
- i. In the opinion of the Board, all the Non-Executive Independent Directors fulfil the conditions specified in the Companies Act, 2013, including amendments thereunder and SEBI Listing Regulations, 2015 as amended from time to time and they are independent of the management.

The Company has proper systems to enable the Board to periodically review compliance reports of all laws applicable to the Company, as prepared by the Company as well as steps taken by the Company to rectify instances of non-compliances, if any.

Committees of the Board:

The Board had constituted various committees under the regulatory framework and corporate governance norms to monitor the activities within the terms of reference and to take informed decisions in the best interest of the Company. The Board reconstituted the committees due to change in management.

3. Audit Committee:

- i. The Audit Committee of the Company was constituted in line with the provisions of Regulation 18 of SEBI (LODR) Regulations, 2015 read with Section 177 of the Companies Act, 2013. The Audit Committee is entrusted with the responsibility of supervising internal controls, financial reporting process and ensures adequate, accurate and timely disclosures that maintain the transparency, integrity and quality of financial control and reporting.
- ii. The terms of reference and the role of the Audit Committee is to overview the accounting systems, financial reporting and internal controls of the Company. The powers and role of Audit Committees are as set out in the SEBI (LODR) Regulations, 2015 and Section 177 of the Companies Act, 2013.

The Company continued to derive immense benefit from the deliberations of the Audit Committee comprising of three Non-Executive Independent Directors and one Executive Director. Mr. Venkata Satyanarayana Murthy Chayaly, Non-Executive Independent Director was heading the Audit Committee as Chairman. The Chairman of the Audit Committee was not present at the previous Annual General Meeting.

The Committee performs functions enumerated in Section 177(4) of the Act and Regulation 18(3) of the Listing Regulations. Matters deliberated upon and reviewed by the Committee include:

- a. Oversight of the Company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible;
- b. Recommendation for appointment, remuneration and terms of appointment of auditors.



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- c. Approving payments to Statutory Auditors for any other services rendered by Statutory Auditors.
- d. Review and monitor the auditor's independence and performance, and effectiveness of audit process;
- e. Reviewing with management, the annual financial statements and auditor's report thereon before submission to the Board for approval, focusing primarily on:
 - i. matters required to be included in the Directors Responsibility Statement included in the Board's Report in terms of clause (c) of sub-section 3 of Section 134 of the Companies Act, 2013;
 - ii. changes, if any, in accounting policies and practices and reasons therefor;
 - iii. major accounting entries involving estimates based on the exercise of judgement by management;
 - iv. significant adjustments made in the financial statements arising out of audit findings, if any;
 - v. compliance with listing and other legal requirements concerning financial statements;
 - vi. disclosure of any related party transactions and;
 - vii. modified opinion(s) in draft audit report;
- f. Reviewing with the management, the quarterly financial results together with the Limited Review Report of the Auditors before submission to the Board for approval;
- g. Reviewing with the management, the statement of uses / application of funds raised through an issue (public issue, rights issue, preferential issue, etc.), the statement of funds utilized for purpose other than those stated in the offer document / prospectus / notice and the report submitted by the monitoring agency monitoring the utilization of proceeds of a public or rights issue, and making appropriate recommendations to the Board to take up steps in this matter.
- h. Formulating the scope, functioning, periodicity and methodology for conducting the internal audit in consultation with the Internal Auditors.
- i. Reviewing with the management, the performance of statutory and internal auditors and the adequacy and compliance of internal control systems;
- j. Reviewing the adequacy of internal audit function, if any, including the structure of the internal audit department, its staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit;
- k. Discussion with the internal auditors on any significant findings and follow up thereon;
- l. Reviewing the findings of internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the Board;
- m. Discussion with statutory auditors before the audit commences about the nature and scope of audit as well as post-audit discussion to ascertain area of concern, if any;
- n. To look into the reasons for substantial defaults in the payment to the depositors, debenture holders, shareholders (in case of non-payment of declared dividends) and creditors;
- o. Reviewing the functioning of the Whistle Blower mechanism;
- p. Approval of appointment of Chief Financial Officer (i.e., the whole-time Finance Director or any other person heading the finance function or discharging that function) after assessing the



CORPORATE GOVERNANCE REPORT

qualifications, experience and background, etc., of the candidate;

- q. Valuation of undertakings or assets of the Company, wherever it is necessary;
- r. Scrutiny of inter-corporate loans and investments, if any;
- s. Evaluation of internal financial controls and risk management systems;
- t. Approving or any subsequent modification of transactions of the Company with related parties;
- u. Recommending to the Board, the appointment and remuneration of Cost Auditors to conduct audit of cost records in compliance with the provisions of the Act and Rules made thereunder.
- v. Recommending to the Board, the appointment of registered valuers;
- w. Authority to investigate into any matter in relation to the items specified in sub-section (4) of Section 177 of the Companies Act 2013 or referred to it by the Board and for this purpose shall have power to obtain professional advice from external sources and have full access to information contained in the records of the Company;
- x. Reviewing the reports / certificates placed before it as mandated by the statutory authorities or as required under policies framed by the Company from time to time.
- y. Ascertaining and ensuring that the Company has an adequate and functional vigil mechanism and for ensuring that the interest of a person, who uses such a mechanism, are not prejudicially affected on account of such use, as and when applicable and reviewing the functioning of whistle blower mechanism;
- z. Any other matters / authorities / responsibilities / powers assigned as per Companies Act 2013 and Rules made thereunder, as amended from time to time;

In addition to the above, the Committee reviews the management discussion and analysis, statement of related party transactions, including granting omnibus approvals, internal audit reports relating to observations on internal control, etc.

- iii. **Composition:** As on March 31, 2025 the Company's Audit Committee after the reconstitution w.e.f. November 13, 2024 (due to resignation of the directors of the Company who were also members of the Audit Committee) comprises of two Non-Executive Independent Directors and one Executive-Director and the Chairman of the Audit Committee is a Non-Executive Independent Director. The details are as given below:

Name of the Committee Member	Category	Designation in the Committee
Mr. Prasad Venkata Satya Sundara Srikakolapu	Independent Director	Chairperson
Mr. Venkata Satyanarayana Murthy Vadali	Independent Director	Member
Dr. Sri Kakarlapudi Sirisha	Managing Director & CEO	Member

All members of the Audit Committee are financially literate and have related financial management expertise by virtue of their experience and background.

- iv. **Meeting and Attendance:** During the year 2024-25 the Audit Committee met Four (4) times on May 27, 2024; August 13, 2024; November 13, 2024 and February 11, 2025. The Company Secretary acts as the Secretary of the Audit Committee. Statutory Auditors, Internal Auditors, Chief Executive Officer and Chief Financial Officer are also invited to the meetings of the Audit Committee.

**CORPORATE GOVERNANCE REPORT**

The necessary quorum was present for all the meetings. The attendance of the members of the committee is given below:

Name	Category	No. of Meetings during the Year 2024-25	
		Held	Attended
Mr. Prasad Venkata Satya Sundara Srikakolapu	Independent Director	4	4
Mr. Venkata Satyanarayana Murthy Vadali *	Independent Director	4	1
Dr. SriKakarlapudi Sirisha	Managing Director & CEO	4	2
Mr. Venkatasatyanarayana Murthy Chayaly	Independent Director	4	0
Mr. Akella Parvathisem	Executive Director	4	2
Mr. Ramakrishnamraju Kounparaju	Independent Director	4	2

Notes:

- Mr. Akella Parvathisem, Executive Director (DIN:00910224), resigned w.e.f. November 13, 2024.
- Mr. Ramakrishnamraju Kounparaju, Independent Director (DIN: 01735481), vacated w.e.f. September 27, 2024. (Retirement)
- Mr. Venkatasatyanarayana Murthy Chayaly, Non-Executive - Independent Director (DIN: 01460761) resigned w.e.f. November 13, 2024.
- Mr. Venkata Satyanarayana Murthy Vadali, Non-Executive - Independent Director (DIN:01568277) was appointed w.e.f. November 13, 2024. *

4. Nomination and Remuneration Committee:

- The Company had complied with the requirements of Section 178 of the Companies Act, 2013 read with Regulation 19 of SEBI (LODR) Regulations, 2015 applicable to the composition of the "Nomination and Remuneration Committee".
- Composition:** As on March 31, 2025 the Nomination and Remuneration Committee after the reconstitution w.e.f. January 13, 2025 (due to change in Management) comprises of two Non-Executive Independent Directors and one Non-Executive-Non- Independent Director and the Chairman of the Committee is a Non-Executive Independent Director. The details are as given below:
- Composition:** As on March 31, 2025 the Nomination and Remuneration Committee after the reconstitution w.e.f. January 13, 2025 (due to change in Management) comprises of two Non-Executive Independent Directors and one Non-Executive-Non- Independent Director and the Chairman of the Committee is a Non-Executive Independent Director. The details are as given below:

Name of the Committee Member	Category	Designation in the Committee
Mr. Venkata Satyanarayana Murthy Vadali	Independent Director	Chairperson
Mr. Prasad Venkata Satya Sundara Srikakolapu	Independent Director	Member
Mr. Kirankumar Rampally	Non-Independent Non - executive Director	Member

The Company Secretary functions as the Secretary of the Committee.

**CORPORATE GOVERNANCE REPORT**

iii. The broad terms of reference of the Nomination and Remuneration Committee are:

- Formulation of the criteria for determining qualifications, positive attributes and Independence of a Director and recommend to the Board of Directors, a policy relating to the remuneration for the Directors, Key Managerial Personnel and other employees.
- Formulation of criteria for evaluation of performance of Independent Directors and the Board of Directors.
- Devising a policy on diversity of the Board of Directors.
- Identification of persons who are qualified to become Directors and who may be appointed in Senior Management in accordance with the criteria laid down, and recommend to the Board of Directors their appointment and removal and noting their cessation.
- Recommending to the Board on extension or continuation of the terms of appointment of the independent directors based on performance evaluation.
- Administration of the employee stock option schemes of the Company, if any.
- The Company shall disclose the remuneration policy and the evaluation criteria in its Annual Report.
- The level and composition of remuneration is reasonable and sufficient to attract, retain and motivate, Directors of the quality required to run the Company successfully.
- Relationship of remuneration to performance is clear and meets appropriate performance benchmarks.
- Remuneration to Directors, Key Managerial Personnel and Senior Management involves a balance reflecting short and long-term performance objectives appropriate to the working of the Company and its goals.
- Carrying out any other function as is referred by the Board from time to time or enforced by any statutory notification / amendment or modification as may be applicable.

i. **Remuneration policy:** The Nomination and Remuneration policy of your Company is a comprehensive policy which is competitive, in line with the industry practices and rewards good performance of the employees of the Company. The Policy is available on the website of <http://www.everestorganicsltd.com/investors/Corporate%20Governance/Policies/Policy%20on%20Nomination%20%20Remuneration.pdf>.

The Company while deciding the remuneration package of the management takes into consideration the employment scenario, remuneration package of the industry, financial performance of the Company and talents of the appointee.

iv. Meeting and Attendance: During the year 2024-25 the Nomination and Remuneration Committee met Two (02) time i.e., on November 13, 2024 and January 13, 2025. The necessary quorum was present for the meeting. The attendance of the members of the committee is given below:

Name	Category	No. of Meetings during the Year 2024-25	
		Held	Attended
Mr. Prasad Venkata Satya Sundara Srikakolapu	Independent Director	2	2
Mr. Venkata Satyanarayana Murthy Vadali	Independent Director	2	1
Mr. Kirankumar Rampally*	Non-Independent Non-executive Director	2	0
Dr. Sri Kakarlapudi Sirishā	Managing Director and CEO	2	2
Mr. Venkatasatyanarayana Murthy Chayaly*	Independent Director	2	0
Mr. Ramakrishnamraju Kounparaju*	Independent Director	2	0

**CORPORATE GOVERNANCE REPORT**

*Note: *Mr. Venkata Satyanarayana Murthy Vadali, Non-Executive - Independent Director (DIN:01568277) was appointed w.e.f. November 13, 2024. **

**Mr. Kirankumar Rampally, Non-Executive - Non-Independent Director, (DIN: 07621817) was appointed w.e.f. January 13, 2025.*

**Mr. Ramakrishnamraju Kounparaju, Independent Director (DIN: 01735481), vacated w.e.f. September 27, 2024. (Retirement)*

**Mr. Venkata Satyanarayana Murthy Chayaly, Non-Executive - Independent Director (DIN: 01460761) resigned w.e.f. November 13, 2024.*

- v. **Board Evaluation:** The Company has put in place an evaluation framework for evaluation of the Board, its Committees, Directors and Chairman in compliance with the provisions of Companies Act, 2013 and Listing Regulations. The evaluation of the Board, its Committees, Directors and Chairman were undertaken through circulation of questionnaires. The questionnaires were based on select parameters such as frequency of meetings, mix of expertise, experience relevant to the Company's requirements, quality, quantity and timeliness of flow of information and constitution and terms of reference of various Board Committees in respect of Board and its Committees. The evaluation criteria for the individual directors, including the Board Chairman and Whole Time Directors were based on parameters such as attendance, participation and contribution at the meetings and otherwise.
- vi. **Performance Evaluation Criteria for Independent Directors:** The performance evaluation criteria for independent directors are determined by the Nomination and Remuneration Committee. An indicative list of factors that may be evaluated include participation and contribution by a director, commitment, effective deployment of knowledge and expertise, effective management of relationship with stakeholders, integrity and maintenance of confidentiality and independence of behaviour and judgment.

5. Stakeholders' Relationship Committee:

- i. The Company has complied with the requirements of Section 178(5) of the Act, Regulation 20 of the Listing Regulations, as applicable to the constitution of the Committee.
- ii. **Composition:** As on March 31, 2025 the Committee after the reconstitution w.e.f. November 13, 2024 (due to change in Management) comprises of two Non-Executive Independent Directors and one Executive Director. The Chairman of the committee Mr. Prasad Venkata Satya Sundara Srikakolapu is a Non-Executive Independent Director. The details are as given below.

Name of the Committee Member	Category	Designation in the Committee
Mr. Prasad Venkata Satya Sundara Srikakolapu	Independent Director	Chairperson
Mr. Venkata Satyanarayana Murthy Vadali	Independent Director	Member
Mr. Hari Krishna Srikakarlupudi	Executive Director	Member

NOTE:

**Mr. Ramakrishnamraju Kounparaju, Independent Director (DIN: 01735481), vacated w.e.f. September 27, 2024. (Retirement).*

Mr. Akella Parvathisem, Executive Director (DIN:00910224), resigned w.e.f. November 13, 2024.

**CORPORATE GOVERNANCE REPORT**

- iii. The committee looks into transfer and transmission, issue of duplicate share certificates, consolidation and sub-division of shares and investors grievances. The committee oversees the performance of the Registrars and Shares Transfer Agents and recommends measures for overall improvement in the quality of investor services.
- iv. **Details of Shareholders, complaints received and redressed:** The total number of complaints received and redressed during the year are as follow:

Opening Balance	Received during the year	Resolved during the year	Closing Balance
0	1	1	0

- v. There were no pending complaints, requests for transfers or transmissions or demat/remat as on March 31, 2025.
- vi. **Meeting and attendance:** During the year 2024-25 the Stakeholders Relationship Committee met One (01) time only i.e. February 11, 2025. Details of the meetings and attendance of members held during the year are given below:

Name	Category	No. of Meetings during the Year 2024-25	
		Held	Attended
Mr. Prasad Venkata Satya Sundara Srikakolapu	Independent Director	1	1
Mr. Venkata Satyanarayana Murthy Vadali	Independent Director	1	1
Mr. Hari Krishna Srikakarlupudi	Executive Director	1	1

- 5 **(A) Corporate Social Responsibility Committee: Not Applicable:** CSR provisions not applicable; committee not required under Section 135 of the Companies Act, 2013.

5(B) Senior Management:

The following persons forms part of Senior Management of the Company:

S. No.	Name	Designation	Change
1.	Mr. Ramakrishna Peruri	Chief Financial Officer	--
2.	Mr. Abdur Rehman	Company Secretary & Compliance officer (From November 11, 2023 till June 07, 2024)	
3.	Mr. Tanmay Kumar Jena	Company Secretary & Compliance officer (From 13.11.2024 till March 26, 2025)	
4.	Mr. Srinivas Ganesh	Marketing Head	--
5.	Mr. GPVS Dora	Purchase Head	--
6.	Mr. Pinisetti Verri Babu	R & D Head	--
7.	Mr. GVSSR Sarma	Operations & Plant Head	--
8.	Mr. Madduri Rajashekar	HR Head	--

**CORPORATE GOVERNANCE REPORT****6. Remuneration of Directors:**

The details of remuneration paid / payable to the Executive Directors for the financial year ended March 31, 2025 are in compliance with the Act. The Executive Directors of the Company are not entitled to sitting fees: (₹in Lakhs)

Name	Salary	Contribution to PF	Benefits and Perquisites	Total
Dr. Sri Kakarlapudi Sirisha	24.00	-	-	24.00
Mr. Srikakarlapudi Harikrishna	15.00	-	-	15.00
Mr. Akella Parvathisem (Up to August-24)	20.83	-	-	20.83

Sitting Fees and commission to Non-Executive Directors for the financial year ended March 31, 2025:

(₹in Lakhs)

Name	Designation	Sitting Fees	Commission	Total
Mr. Prasad Venkata Satya Sundara Srikakolapu	Independent Director	4.08	-	4.08
Mr. Ramakrishnam Raju Kounparaju	Independent Director	0.45	-	0.45
Mr. Venkata Satyanarayana Murthy Vadali	Independent Director	2.10	-	2.10
Mr. Kakarlapudi Sitarama Raju	Non-Executive - Non-Independent Director	0.30	-	0.30
Mr. Kirankumar Rampally	Non-Independent Director	1.10	-	1.10

NOTES:

- Salary includes basic salary and allowances.
- Except the above payments, there were no other pecuniary relationships or transactions of Non-Executive Directors with the Company.
- The Company has not granted any stock options to the Directors of the Company.
- Service contracts, notice period, severance fees: **Not Applicable**.

7. General Body Meetings:

- The details of the last three (3) Annual General Meetings are as follows:

Year	Venue	Day	Date	Time
31 st AGM 2023-24	Deemed to be at Registered Office located at Aroor Village, Sadasivpet Mandal, Sangareddy (Medak) District – 502291, Telangana, held through Video Conferencing (VC)/Other Audio-Visual Means (OAVM)	Friday	27-09-2024	3:00PM
30 th AGM 2022-23	Deemed to be at Registered Office located at Aroor Village, Sadasivpet Mandal, Sangareddy (Medak) District – 502291, Telangana, held through Video Conferencing (VC)/Other Audio-Visual Means (OAVM)	Monday	25-09-2023	3:00PM
29 th AGM 2021-22	Deemed to be at Registered Office located at Aroor Village, Sadasivpet Mandal, Sangareddy (Medak) District – 502291, Telangana, held through Video Conferencing (VC)/Other Audio-Visual Means (OAVM)	Saturday	24-09-2022	3:00PM

**CORPORATE GOVERNANCE REPORT**

- ii. The details of the Special Resolutions passed in the Annual General Meetings held in the previous three years are given below:

S. No.	Details of AGM	Day/Date	Description of Special Resolution
1	29 th AGM (2021-22)	Saturday, September 24, 2022	1. Appointment of Dr. Sri Kakarlapudi Sirisha (DIN: 06921012) as the Managing Director of the Company. 2. Re-appointment of Mr. Sri Kakarlapudi Harikrishna (DIN: 01664260), as Whole-time Director of the Company.
2	30 th AGM (2022-23)	Monday, September 25, 2023	1. Appointment of Mr. Prasad Venkata Satya Sundara Srikakolapu (DIN: 08304477) as an Independent Director.
3	31 st AGM (2023-24)	Friday, September 27, 2024	NIL

- iii. Postal Ballot:

The details of special resolution passed through postal ballot and voting pattern during last year conducted by M/s RPR & Associates, Practising Company Secretaries.

Details are as under:

Resolution No.1: Special Resolution

To appoint Mr. Venkata Satyanarayana Murthy Vadali (DIN: 01568277) as an Independent Director of the Company for a term of 5 years w.e.f. 13th November, 2024:

Type of Poll	Total Number of votes polled	Votes in favour of the Resolution		Votes against the Resolution		Invalid Votes	
		Nos.	%	Nos.	%	Nos.	%
Remote e-Voting	3727572	3727446	99.9966	126	0.0034	-	

Resolution No.2: Special Resolution

To appoint Mr. Kirankumar Rampally (DIN: 07621817) as a Director (Non-executive & Non-independent) of the Company for a term of 5 years w.e.f. 13th January, 2025:

Type of Poll	Total Number of votes polled	Votes in favour of the Resolution		Votes against the Resolution		Invalid Votes	
		Nos.	%	Nos.	%	Nos.	%
Remote e-Voting	3727572	3727446	99.9966	126	0.0034	-	

- iv. No other special resolution is proposed to be conducted through postal ballot.
- v. During the year under review an Extraordinary General Meeting of the members was held on January 08, 2025.

8. Means of Communication:

The quarterly / half yearly / annual results, notices of Board Meetings / General Meetings and all other material information are normally published by the Company in The South India Times, English newspapers and in Telugu Prabha, Telugu newspapers. The Financial results and the other important information to shareholders are placed at Company's website www.everestorganicsltd.com. Official news releases, investor presentations along with all material information pertaining to the Company are disclosed to the BSE Limited where the shares of the Company are listed. During the year 2024-25, no specific presentations were made to institutional investors or to the analysts.

**CORPORATE GOVERNANCE REPORT****9. General Shareholders Information:**

- a. Day and Date : Saturday, September 27, 2025
Time : 3:00 P.M
Venue : The Company is conducting meeting through VC/OAVM. The deemed venue for the AGM shall be the Registered Office of the Company. For details, please refer to the Notice of this AGM.
- Registered Office : Aroor Village, Sadasivpet Mandal, Sangareddy (Medak) District 502 291, Telangana
- b. Financial Year : April 01, 2025 to March 31, 2026
Financial Calendar
1st Quarterly Results : August, 2025
2nd Quarterly Results : November, 2025
3rd Quarterly Results : February, 2025
4th Quarterly Results : May, 2026
- c. Dates of Book Closure : 22-09-2025 to 27-09-2025 (both days inclusive).
- d. Dividend payment date : Not Applicable
- e. Listing on Stock Exchanges : The BSE Limited,
P. J. Towers, Dalal Street Mumbai-400 001, Maharashtra
The Company has paid its annual listing fees to the stock exchange for the financial year 2024-25
- f. Stock Code : 524790
- g. Share Price movements 2024-25 : High / Low price in each month of the financial year 2024-25 on the BSE is given below:

Month	Stock Market Price on BSE		
	High	Low	Close
Apr-24	149	112.45	134.55
May-24	148.9	117.4	122.45
Jun-24	147	115	137.75
Jul-24	184	130	158.65
Aug-24	177.5	129.05	136.55
Sep-24	165.9	130.7	132.05
Oct-24	138.55	116	124.9
Nov-24	155	112.5	141.65
Dec-24	307.15	137.6	301.05
Jan-25	301.75	249.5	254.4
Feb-25	280	218.5	220.35
Mar-25	263	210.95	252

- i. In case the securities are suspended from trading if any : The Securities of the Company have not been suspended from trading during the financial year ended March 31, 2025.
- j. Registrars and Transfer Agents (RTA) : M/s. Venture Capital and Corporate Investments Private Limited
“AURUM”, Door No. 4-50/P-II/57/4F & 5F, Plot No. 57
4th & 5th Floors, Jayabheri Enclave Phase – II, Gachibowli,
Hyderabad – 500 032, Telangana, India.
Tel: 040-23818475, 23868257
Fax: 040-23868024; Email.id: investor.relations@vccipl.com

**CORPORATE GOVERNANCE REPORT**

- k. Share Transfer System : The share transfers are being dealt by the Company's Registrars and Transfer Agents (RTA), M/s. Venture Capital and Corporate Investments Private Limited.

In terms of the amended Regulation 40(1) of Listing Regulations w.e.f. April 01, 2019, securities of the listed Companies shall be processed only in those cases where the shares are held in dematerialised form with the depository, in terms of guidelines issued by SEBI. Pursuant to SEBI Circular dated January 25, 2022, SEBI has mandated Listed Companies to issue securities in dematerialised form only while processing investor service request viz transmission, transposition, renewal, exchange, sub-division, consolidation and issue of duplicate certificates etc. the securities shall be issued in dematerialised form only. Accordingly, the shares held in physical form will not be transferred unless they are converted into dematerialised form.

- l. Outstanding ADRs / GDRs / Warrants or any convertible instruments, conversion date and likely impact on equity : During the year under review the Company raised ₹ 25,99,99,952/- through preferential allotment of 17,10,526 equity shares at a price of Rs. 152/- per share from public category on preferential basis and Rs. 99,99,966/- was received against allotment of 2,63,157 warrants at a price of Rs. 152/- per warrant from promoter category. Warrants convertible into equity shares to promoters in accordance with the provisions of the Companies Act, 2013 and SEBI (ICDR) Regulations, 2018.

- m. Employee Stock Options : During the financial year 2024-25, the Company has not granted any stock options under its Employee Stock Option Scheme. Further, there were no options outstanding, vested, exercised, or lapsed during the year.

As on March 31, 2025, no stock options are in force.

- n. Demat International Securities Identification Number (ISIN) in NSDL & CDSL : INE334C01029

- o. Rematerialisation of shares : The Company has not received any requests for re-materialisation of shares during the year.

p. Distribution of Shareholding as on March 31, 2025:

Category	Share Holders		Amount	
	Number	% to Total	In Rs.	% to Total
(1)	(2)	(3)	(4)	(5)
1 - 500	8318	94.97	520235	5.36
501 - 1000	214	2.44	161663	1.66
1001 - 2000	94	1.07	139582	1.44
2001 - 3000	44	0.5	108149	1.11
3001 - 4000	18	0.21	62801	0.65
4001 - 5000	17	0.19	77084	0.79
5001 - 10000	17	0.19	123811	1.28
10001 and above	37	0.42	8517201	87.71
TOTAL	8759	100.00	9710526	100.00

**CORPORATE GOVERNANCE REPORT****q. Shareholding Pattern of the Company as on March 31, 2025:**

S. No	Category of Shareholders	No. of Shares	% of Shareholding
1.	Promoters and Promoter Group	5932031	61.09
2.	Mutual Funds and UTI	0	00.00
3.	Banks/FI's/Insurance Companies/Others	4434	00.04
4.	Bodies Corporate	1192146	12.28
5.	Residential Individuals	2331400	24.02
6.	NRIs/OCBs/FIIs/FB	252491	02.60
TOTAL		9710526	100.00

r. Dematerialization of shares and liquidity:

The Company's shares are compulsorily traded in dematerialized form on BSE. Bifurcation of the category of shares in physical and electronic mode as on March 31, 2025 is given below:

Category	No. of Shareholders	No. of Shares	Percentage (%)
Physical	3367	326556	3.36
NSDL	2563	6185881	63.70
CDSL	2829	3198089	32.94
Total	8759	9710526	100.00

Trading in equity shares of the Company is permitted only in dematerialized form as per notification issued by SEBI. All requests for Dematerialization of shares are processed and the confirmation is given to the respective Depositories, i.e., National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL), within 15 days of receipt.

Dematerializations of shares are done through M/s. Venture Capital and Corporate Investments Private Limited, and on an average the dematerialization process is completed within a period of 7 days from receipt of a valid demat request along with all documents. 96.64 % of the paid-up capital has been dematerialized as on March 31, 2025.

- s. Commodity price risk or foreign exchange risk and hedging activities : Not Applicable to the Company
- t. Plant Locations : Aroor Village, Sadasivpet Mandal, Sangareddy (Medak) District, Telangana – 502 291
- u. Credit Rating obtained by the entity : No credit rating was obtained during the financial year.

**CORPORATE GOVERNANCE REPORT****v. Address for Correspondence**

S. No.	Shareholders Correspondence for	Address to
1.	Transfer/Dematerialization/consolidation/split of shares, issue of Duplicate share certificates, change of address of members and beneficial owners and any other query relating to the shares of the Company.	M/s. Venture Capital and Corporate Investments Private Limited "AURUM", Door No. 4-50/P-II/57/4F & 5F, Plot No. 57, 4 th & 5 th Floors, Jayabheri Enclave Phase – II, Gachibowli, Hyderabad – 500 032, Telangana, India. Tel: 040-23818475, 23868257 Facsimile: 040-23868024 Email.id: investor.relations@vccipl.com
2.	Investor Correspondence/queries on Annual Report etc.	COMPANY SECRETARY M/s. Everest Organics Limited 2nd Floor, Dwaraka Heights, Plot No. 17, Survey No. 66 & 67, Jubilee Enclave, Madhapur, Hyderabad – 500081, Telangana Tel: 040-48522089 Email: eolcs0405@gmail.com

10. Other Disclosures:**a) Disclosures on materially significant Related Party Transactions that may have potential conflict with the interest of Company at large.**

The Company does not have any materially significant Related Party Transaction that may have potential conflict with the interest of the Company at large. The Company complies with the disclosure requirements as prescribed in Regulation 23 of Listing Regulations pertaining to Related Party Transactions ("RPT") and follows IND AS - 24 issued by Institute of Chartered Accountants of India (ICAI). Details of RPT's are informed to the Board on a quarterly basis along with financial results.

Your Company has formulated a Policy on materiality of Related Party Transactions and also dealing with Related Party Transaction. The policy on the Related Party Transactions is hosted on the Company's website www.everestorganicsltd.com.

b) Details of non-compliance by the Company, penalties, and strictures imposed on the Company by Stock Exchange or SEBI or any Statutory Authority, on any matter related to capital markets, during the last three years:

In the last three financial years, the Company has received certain notices/orders from regulatory authorities in connection with compliance matters related to the capital markets. The details are as follows:

Sr. No.	Name of Authority	Nature of Non-Compliance	Date of Order/ Notice	Penalty	Status
1	BSE Limited	Fines as per SEBI Master Circular No. SEBI/HO/CFD/PoD2/CI R/P/0155 dated November 11, 2024 (Chapter-VII(A)-Penal Actions for Non-Compliance).	March 17, 2025	BSE has imposed a fine of Rs. 1,01,480/- including GST on the listed entity for the quarter ended 31.12.2024	Paid, no further correspondence is received from BSE Limited by the Listed Entity.



CORPORATE GOVERNANCE REPORT

2	BSE Limited	Fines as per SEBI circular no. SEBI/HO/CFD/PoD2/CI R/P/2023/120 dated July 11, 2023 (Chapter-VII(A)-Penal Action for Non-Compliance)	November 21, 2024	BSE has imposed a fine of Rs. 28,320/- including GST for the quarter ended 30.09.2024.	Paid, no further correspondence is received from BSE Limited by the Listed Entity.
3	BSE Limited	Fines as per SEBI circular no. SEBI/HO/CFD/PoD2/CI R/P/2023/120 dated July 11, 2023 (Chapter-VII(A)-Penal Action for Non-Compliance).	December 13, 2024	BSE has imposed a fine of Rs.5,900/- including GST for the half year ended 30.09.2024.	Paid, no further correspondence is received from BSE Limited by the Listed Entity.

c) **Whistle Blower Policy and affirmation that no personnel have been denied access to the Audit Committee.**

Pursuant to Regulation 22 of the Listing Regulation and Section 177 (10) of the Act, the Company has formulated a Whistle Blower Policy for Vigil mechanism for stakeholders including Directors and employees to report to the management about the unethical behavior, fraud, violation of Company's Code of Conduct. The Whistle Blower Policy is available on the Company's website at www.everestorganicsltd.com. None of the personnel have been denied access to the Audit Committee.

d) **Compliance with Mandatory requirements and adoption of non-mandatory requirements:** The Company has complied with all the mandatory requirements prescribed under Listing Regulations for the financial year ending March 31, 2025.

Details w.r.t. compliance with all the non-mandatory requirements and discretionary requirements as specified in Part E of Schedule II of the Listing Regulations are as follows:

1. The Board: A separate office is not maintained for the Non-Executive Chairman of the Company. The Composition of the Board of Directors, Committees of the Board are in line with the provisions of the SEBI (LODR) Regulations, 2015, the Companies Act, 2013 and other applicable laws.
2. Shareholders' Rights: The Financial performances of the Company on quarterly basis including a summary of significant events are published in English and Local Telugu Newspaper and are also posted on the website of the Company. Hence, this information's are not sent to each household of shareholders individually.
3. The Company has complied with the requirement of having separate persons to the post of Chairman and Managing Director.
4. The Company's financial statement for the FY 2024-25 contains audit qualifications which are given in the Independent Auditors Report and forms part of this report. The Company's financial statement is accompanied with modified opinion from the Statutory Auditor of the Company.
5. Reporting of Internal Auditors: The Internal Auditors submits his report to the Audit Committee for review on quarter basis.

e) **Web-link where policy for determining 'material' subsidiaries is disclosed:** Not Applicable to the Company.

f) **Policy on dealing with Related Party Transactions:** The policy on materiality of related party

**CORPORATE GOVERNANCE REPORT**

transactions and on dealing with Related Party Transaction as approved by the Board may be accessed on the company's website <https://everestorganicsltd.com/Policies.html>

- g) Disclosure of commodity price risks and commodity hedging activities: **Not Applicable.**
- h) Details of utilization of funds were raised through preferential allotment or qualified institutions placements during the year: During the year under review the Company raised ¹ 25,99,99,952/- through preferential allotment of 17,10,526 equity shares at a price of Rs. 152/- per share from public category on preferential basis and Rs. 99,99,966/- was received against allotment of 2,63,157 warrants at a price of Rs. 152/- per warrant from promoter category. Warrants convertible into equity shares to promoters in accordance with the provisions of the Companies Act, 2013 and SEBI (ICDR) Regulations, 2018.
- i) **The details of utilization of funds as on March 31, 2025 are as follows:**

Sr.	Original Object	Modified Object, if any	Original Allocation	Modified allocation, if any	Funds Utilised	Amount of Deviation/Variation for the quarter according to applicable object	Remarks if any
1	Capital expenditure for setting up of new production block at Sadashivpet, Sangareddy District, Telangana which involves completion of pending construction of the production block & erection of required plant, machinery & appropriate utilities	NA	1,000	0	1,000	0	Nil
2	To meet working capital requirements of the Company	NA	1,700	0	1,700	0	See Note below

Note: Full amount of Rs. 25,99,99,952/- was received against allotment of 17,10,526 equity shares at a price of Rs. 152/- per share from public category on preferential basis and 25% amount i.e., Rs. 99,99,966/- was received against allotment of 2,63,157 warrants at a price of Rs. 152/- per warrant from promoter category. The balance amount of Rs. 2,99,99,898/- has to be received at the time of conversion of warrants to equity.

- j) **A Certificate from Company Secretary in practice:** None of the directors on the Board of the Company have been debarred or disqualified from being appointed or continuing as directors of Companies by the Board / Ministry of Corporate Affairs or any such statutory authority as on the date of the report. A certificate from a company secretary in practice is annexed as **"CG-Annexure – I"**.
- k) Where the Board had not accepted any recommendation of any committee of the Board which is mandatorily required, in the relevant financial year, the same to be disclosed along with reasons thereof: **Not applicable.**
- l) **Details of the Statutory Auditor's Fees / Compensation for FY 2024-25:** The details of the total fees for all services paid by the Company to the Statutory Auditors for the FY 2024-25 are Rs. 5 Lakhs (Rupees Five Lakhs only) as set out in financial Statements and forms part of this annual report.

**CORPORATE GOVERNANCE REPORT**

- m) **Disclosures in relation to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013:**

Number of complaints filed during the Financial Year	Number of complaints disposed of during the Financial Year	Number of complaints pending as at the end of the Financial Year
Nil	Nil	Nil

- n) Disclosure by the Company and its subsidiaries of Loans and advances in the nature of loans to firms/companies in which directors are interested: **Not Applicable.**

- o) Details of material subsidiaries of the Company: **Not Applicable.**

- p) **Disclosure of Accounting Treatment**

Your Company has not adopted any alternative accounting treatment prescribed differently from Accounting Standard. The Financial Statement of the Company have been prepared in accordance with the Indian Accounting Standard (IND AS), notified under the Companies (Indian Accounting Standard) Rules, 2015 and the relevant provisions of Companies Act, 2013. The Financial statements have been prepared on accrual basis under the historical cost convention.

- q) **CEO/CFO Certification:** In terms of Regulation 17(8) of the Listing Regulations, the Certificate in the prescribed format duly signed by the Managing Director/CEO and CFO of the Company which has been reviewed by the Audit Committees, was placed before the Board of Directors along with the financial statements for the year ended March 31, 2025, at its meeting held on August 05, 2025 are annexed herewith as **“CG-Annexure – II”** and forms part of this Annual Report.
- r) **Compliance Certificate:** Certificate from M/s. D. Hanumanta Raju & Co., Practicing Company Secretaries, confirming compliances with the conditions of Corporate Governance as stipulated under the Listing Regulations are annexed herewith as **“CG-Annexure – III”** and form part of this Annual Report.
- s) **The Reconciliation of Share Capital Audit:** The Company gets the Reconciliation of Share Capital Audit done by a Practicing Company Secretary for the purpose of reconciliation of the total admitted capital with both the depositories, physical and the total issued and listed capital. The Reconciliation of Share Capital Audit Report placed before the Board of Directors on a quarterly basis and is also sent to the Stock Exchanges where the Company's shares are Listed.
- t) **Compliance with the conditions of Corporate Governance:** The Company is in compliance with the requirements stipulated under Regulation 17 to 27 read with Schedule V and clauses (b) to (i) of sub-regulation (2) of Regulation 46 of Listing Regulations, to the extent as applicable, with regards to Corporate Governance.
- u) Non-compliance of any requirement of corporate governance report of sub-paras (2) to (10) above, with reasons thereof shall be disclosed: As required under sub-paras (2) to (10) of Part C of Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the instance of non-compliance has already been appropriately disclosed under the relevant section of this Corporate Governance Report.
- No additional instances of non-compliance have been observed beyond what has been reported.
- v) **Disclosures with respect to demat suspense account / unclaimed suspense account:** In accordance with the requirement of Regulation 34(3) and Schedule V Part F of SEBI Listing

**CORPORATE GOVERNANCE REPORT**

Regulations, the Company reports that 180686 equity shares comprising 1.86 % are lying in the unclaimed suspense account as on March 31, 2025. Details of outstanding shares during the year as given below:

S. No.	Particulars	Remarks
a.	Aggregate number of shareholders and the outstanding shares in the suspense account lying at the beginning of the year;	1,950 Shareholders; 1,81,046 Equity Shares
b.	Number of shareholders who approached listed entity for transfer / transmission of shares from suspense account during the year;	09
c.	Number of shareholders to whom shares were transferred / transmitted from suspense account during the year;	09
d.	Aggregate number of shareholders and the outstanding shares in the suspense account lying at the end of the year;	1,941 Shareholders; 1,80,686 Equity Shares
e.	That the voting rights on these shares shall remain frozen till the rightful owner of such shares claims the shares.	1,80,686 Equity Shares

- w) Disclosure of certain types of agreements binding listed entities under clause 5A of paragraph A of Part A of Schedule III of SEBI (LODR) Regulations, 2015: **Not Applicable**

**For and on behalf of the Board of Directors of
Everest Organics Limited**

**Date: 05.08.2025
Place: Hyderabad**

**Sd/-
Venkata Satyanarayana Murthy Vadali
Director
DIN:01568277**

**Sd/-
Srikakarlapudi Sirisha
Managing Director
DIN: 06921012**

**CORPORATE GOVERNANCE 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
Everest Organics Limited
Aroor Village, Sadasivapet Mandal,
Medak, Telangana-502291.

We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of **Everest Organics Limited** having CIN: L24230TG1993PLC015426 having registered office at Aroor Village, Sadasivapet Mandal, Medak, Telangana - 502 291 and having corporate office at 2nd Floor, Dwaraka Heights, Plot No.17, Survey Nos. 66 & 67, Jubilee Enclave, Madhapur, Hyderabad - 500 081 (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 ended on 31st March, 2025 have been debarred or disqualified from being appointed or continuing as Directors of Companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs, or any such other Statutory Authority.

Sr. No	Name of Director	DIN	Date of Appointment in Company
1.	Mrs. Srikakarlapudi Sirisha	06921012	30.07.2014
2.	Mr. Hari Krishna Srikakarlapudi	01664260	29.09.2007
3.	Mr. Prasad Venkata Satya Sundara Srikakolapu	08304477	01.09.2023
4.	Mr.Venkata Satyanarayana Murthy Vadali	01568277	13.11.2024
5.	Mr. Kirankumar Rampally	07621817	13.01.2025

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 on these 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.

Place: Hyderabad
Date: 05.08.2025

For D.HANUMANTA RAJU & CO
COMPANY SECRETARIES

Sd/-
CS DATLA HANUMANTA RAJU
PARTNER
FCS: 4044; CP NO: 1709
UDIN: F004044G000940111
PR NO: 6326/2024



**COMPLIANCE CERTIFICATE BY MANAGING DIRECTOR (MD)
AND CHIEF FINANCIAL OFFICER (CFO)**

(Pursuant to Regulation 17(8) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015)

We, Dr. Sri Kakarlapudi Sirisha, Managing Director (MD) and Peruri Ramakrishna, Chief Financial Officer (CFO) of Everest Organics Limited, to the best of our knowledge and belief, certify that:

- A. We have reviewed the financial statements and the cash flow statement for the Financial Year ended March 31, 2025 and that to the best of our knowledge and belief:
1. These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading.
 2. These statements together present a true and fair view of the Company's affairs and are in compliance with the existing accounting standards, applicable laws and regulations.
- B. There are, to the best of our knowledge and belief, no transactions entered into by the Company during the year which are fraudulent, illegal or violative of the Company's code of conduct.
- C. We accept the responsibility for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of internal control systems of the Company pertaining to financial reporting and we have disclosed to the Auditors and the Audit Committee, deficiencies in the design and operation of such internal controls, if any, of which we are aware and the steps we have taken or propose to take to rectify these deficiencies.
- D. We have indicated to the Auditors and the Audit Committee, wherever applicable;
- i Significant changes in internal controls over financial reporting during the year;
 - ii Significant changes in accounting policies during the year and that the same have been disclosed in the notes to the financial statements; and
 - iii Instances of significant fraud of which we have become aware of and the involvement therein, if any, of the management or an employee having a significant role in the Company's internal control system over financial reporting.

For EVEREST ORGANICS LIMITED

Place: Hyderabad

Date: 05.08.2025

Sd/-

Dr. Srikakarlappudi Sirisha

Managing Director

DIN: 06921012

Sd/-

Mr. Peruri Ramakrishna

CFO

CERTIFICATE

TO

THE MEMBERS OF

EVEREST ORGANICS LIMITED

We have examined the compliance of conditions of Corporate Governance by **EVEREST ORGANICS LIMITED** ("the Company"), for the year ended on 31st March, 2025, as stipulated in Regulation 15(2) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations) for the period 1st April, 2024 to 31st March, 2025.

The compliance of conditions of Corporate Governance is the responsibility of the Management. Our examination was limited to procedures and implementation thereof, adopted by the Company for ensuring the compliance of the conditions of Corporate Governance. It is neither an audit nor an expression of opinion on the Financial Statements of the Company.

In our opinion and to the best of our information and according to the explanations given to us by the Directors, officers and the management, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the above mentioned Listing Regulations except for:

- *The Company shall have not less than fifty percent of the Board as Non-Executive Directors. It has been observed that during the period from 28.09.2024 to 12.11.2024, the Company is having 5 (Five) Directors on its Board including 3 (Three) Executive Directors and 2 (Two) Non-Executive Directors. During the aforesaid period, the Company was required to appoint 1 (One) Non- Executive Director to satisfy the composition of Board as per Regulation 17(1) (a) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. However, the same was complied by the Company on 13.11.2024.*
- *The Company has not complied with the requirement of composition of the Nomination and Remuneration Committee from 28.09.2024 to 12.01.2025 as per Regulation 19 (1)(a), (1)(b) and (2) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.*
- *The Company has delayed by one day in submitting the disclosure of related party transactions for the half year ended 30.09.2024 to the stock exchange during the period under review as per Regulation 23(9) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.*
- *In respect of compliance with review of policies as per SEBI Regulations, review of Policy on Related Party Transactions was last done by the Board at its meeting held on 12th June, 2021.*
- *The Company has not conducted performance evaluation as specified in SEBI Regulations.*
- *As required under Regulation 23(3) of SEBI (LODR), 2015, approval for related party transactions granted by the Audit Committee in its meeting dated 09.02.2024 does not contain the indicative base price/ current contracted price and the formula for variation in the price if any.*

We further state that such compliance is neither an assurance as to the future viability of the Company nor the efficiency or effectiveness with which the Management has conducted the affairs of the Company.

Place: Hyderabad**Date: 05.08.2025****For D. HANUMANTA RAJU & CO
COMPANY SECRETARIES**

Sd/-

**CS DATLA HANUMANTA RAJU
PARTNER****FCS: 4044; CP NO: 1709****UDIN: F004044G000940155****PR NO: 6326/2024**

**MANAGEMENT DISCUSSION & ANALYSIS REPORT****MANAGEMENT DISCUSSION AND ANALYSIS REPORT**

The information is required in compliance of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and forming a part of the Boards' Report for the year ended March 31, 2025 and has to be read in Conjunction with the Company's financial statements, which follows this Section. The management of the Company is presenting herein the overview, opportunities and threats, initiatives by the Company and overall strategy of the Company and its outlook for the future. This outlook is based on management's own assessment and it may vary due to future economic and other future developments in the country.

INDIAN ECONOMIC OVERVIEW

India continues to be regarded as one of the most dynamic and resilient economies globally, with its growth anchored in strong domestic demand, robust policy support, and a steady revival of investment activity. Rising disposable incomes and expanding consumption patterns have enabled the country to withstand global economic headwinds and maintain confidence across industries. This resilience underscores the structural strengths of the Indian economy, which is increasingly being recognized as a reliable engine of global growth.

The positive momentum can be observed in the consistent rise of indirect tax collections, particularly through the Goods and Services Tax framework, which reflects the expanding formalization of the economy and the strengthening of its fiscal position. Alongside this, business sentiment continues to remain optimistic, supported by healthy corporate performance, access to credit, and a supportive policy environment. The government's initiatives in areas such as banking sector reforms, improved taxation systems, and the emphasis on both physical and digital infrastructure are creating a more conducive environment for investment and entrepreneurship. The digital revolution, especially the rapid adoption of digital payments, e-governance, and fintech solutions, has further enhanced transparency, efficiency, and inclusivity across the economy.

While the major metropolitan centers continue to retain their strategic importance, India's growth story is steadily becoming more geographically diversified. A new wave of development is being witnessed across tier 2 and tier 3 cities, which are emerging as vibrant growth centers. Targeted government investments in industrial corridors, smart cities, and regional infrastructure are unlocking opportunities in these areas, generating employment, and encouraging business expansion. This shift is also helping to ensure a more equitable distribution of growth, spreading economic benefits beyond the traditional hubs to previously underserved regions.

Infrastructure development remains at the core of this transformation. Significant progress is being made in expanding highways, expressways, ports, airports, and railway networks. These connectivity enhancements are facilitating faster and more efficient movement of goods and people, strengthening supply chains, and enabling businesses to reach wider markets. Importantly, these projects are not restricted to urban areas alone but extend to semi-urban and rural geographies, thereby catalyzing localized growth and creating opportunities in regions that were once on the periphery of economic activity. The integration of physical infrastructure with digital platforms is also improving logistics and trade facilitation, making the Indian economy more competitive and future-ready.

The financial system continues to demonstrate resilience and stability, supported by stronger balance sheets, improved credit flow, and a deepening of capital markets. The banking sector has seen improvements in asset quality, and there is greater access to funding for enterprises of all sizes. Parallely, India's emphasis on sectors such as manufacturing, renewable energy, pharmaceuticals, and technology-driven innovation is reshaping its economic profile. Start-ups and entrepreneurial ventures, backed by strong investor interest and policy support, are contributing significantly to job creation, innovation, and the country's global positioning as a hub for new-age enterprises.



MANAGEMENT DISCUSSION & ANALYSIS REPORT

India's demographic advantage, with a young and aspirational population, continues to drive consumption, innovation, and productivity. This, combined with policy reforms and a strengthening institutional framework, is expected to sustain momentum in the years to come. At the same time, there is a clear emphasis on inclusive development-ensuring that the benefits of growth reach deeper into rural and semi-urban regions through improved connectivity, financial inclusion, healthcare, education, and skill development initiatives. This balanced approach is positioning India as not only a rapidly growing economy but also a more equitable one.

Looking ahead, India's economic prospects remain firmly positive. With strong domestic demand, policy continuity, and an expanding role in global trade and investment flows, the country is poised to consolidate its place as a leading player in the world economy. Its trajectory reflects a unique blend of resilience, reform, and opportunity. By combining sustained growth with regional diversification and rising global influence, India is steadily emerging as one of the most important contributors to the global economic landscape in the coming decade.

INDUSTRY STRUCTURE & DEVELOPMENTS:

The Indian pharmaceutical industry continues to hold the 3rd largest position in the world by volume. Domestic formulations account for nearly 50% of the Indian Pharmaceutical Industry.

India remains the largest provider of generic drugs globally and is well known for its affordable vaccines and generic medications. The industry has evolved into a thriving sector and has been growing at a CAGR of 9.43% over the last decade. Key segments of the Indian pharma industry include generic drugs, over-the-counter medications, bulk drugs, vaccines, contract research & manufacturing, biosimilars, and biologics. India also has the highest number of pharmaceutical manufacturing facilities compliant with the US Food and Drug Administration (USFDA) and around 500 API producers, accounting for nearly 8% of the global API market.

The Indian pharmaceutical sector supplies over 50% of global demand for vaccines, 40% of generic demand in the US, and 25% of all medicine in the UK. The domestic pharmaceutical industry is supported by a strong network of ~3,000 drug companies and ~10,500 manufacturing units. With a vast pool of skilled scientists and engineers, India continues to maintain a strong competitive edge in the global market. Presently, more than 80% of the antiretroviral drugs used worldwide to combat AIDS are supplied by Indian pharmaceutical companies. This has rightfully earned India the title of the "pharmacy of the world" for its low-cost yet high-quality medicines.

The pharmaceutical sector in India ranks third in the world in terms of production volume and 14th in terms of value, contributing around 1.72% to the nation's GDP. Having transformed into a vibrant and resilient industry, it continues to play a vital role in ensuring affordable healthcare globally.

During FY 2024-25, the Indian economy remained one of the fastest-growing major economies, recording a GDP growth of 8.2%, driven by robust domestic demand and strong macroeconomic fundamentals. Rising disposable income and higher healthcare awareness continue to fuel growth in the pharmaceutical sector, further insulating the economy from global headwinds.

According to the latest EY-FICCI report, the Indian pharmaceutical market is projected to touch US\$ 130 billion by 2030, supported by innovation and the growing demand for new-age therapies. Meanwhile, the global pharmaceutical market size is expected to surpass US\$ 1 trillion in 2024.

Your Company continues to operate in the chemical industry, primarily engaged in the manufacturing of Active Pharmaceutical Ingredients (APIs) and intermediates. FY 2024-25 was a year of steady and sustainable performance. The Board has, from time to time, evaluated opportunities for diversification into new areas that may offer profitable growth. Going forward, your Directors expect improved industrial development and growth prospects in the coming years.



MANAGEMENT DISCUSSION & ANALYSIS REPORT

MARKETING & MARKET SIZE:

The Indian pharmaceutical industry continued to demonstrate strong growth and resilience during FY 2024-25, reaffirming its vital role in the global healthcare ecosystem. The industry, currently valued at about US\$ 50 billion, is projected to reach US\$ 65 billion in 2024 and nearly US\$ 130 billion by 2030, consolidating India's leadership in affordable medicine supply. Exports contribute over US\$ 25 billion, meeting nearly 20% of global generic demand, and positioning India as the largest supplier of cost-effective, high-quality generics. This robust export base has strengthened foreign exchange earnings and reinforced India's global role in ensuring access to medicines.

India has also emerged as a leading biotechnology hub, ranking among the world's top 12 and third in the Asia-Pacific. The sector, valued at US\$ 80 billion in 2023, grew 14% over the previous year and is expected to reach US\$ 150 billion by 2025. With diverse segments spanning biopharmaceuticals, bio-services, bio-agriculture, bio-industry, and bioinformatics, biotechnology has become a critical driver of innovation in new therapies, vaccines, and sustainable solutions. Supportive policies and private investment are expected to accelerate India's advancement in this domain.

The biosimilars market is witnessing rapid expansion, projected to grow at nearly 22% CAGR to reach US\$ 12 billion by 2025, accounting for almost 20% of the domestic pharmaceutical market. Cost-efficient manufacturing, strong scientific talent, and regulatory alignment with global standards continue to fuel this growth.

The medical devices sector is another high-growth area. Valued at US\$ 11 billion and contributing about 1.5% to the global market, it is projected to reach US\$ 50 billion by 2025 at a CAGR of ~37%. This growth, supported by rising healthcare infrastructure, government initiatives like "Make in India," and wider technology adoption, is expected to reduce import dependence and create export opportunities in diagnostics and surgical equipment.

India also maintains a strong presence in regulated international markets such as the US and Europe. It hosts the largest number of USFDA-approved manufacturing plants outside the US, reflecting its regulatory strength and quality standards. This enables Indian firms to consistently cater to global demand and sustain a competitive export edge.

On the domestic front, the pharmaceutical market, valued at US\$ 42 billion in 2021, is expected to reach US\$ 65 billion in 2024 and expand further to US\$ 120–130 billion by 2030. Growth is supported by rising healthcare spending, insurance penetration, higher disposable incomes, an ageing population, and increased prevalence of chronic diseases, along with accelerated digital healthcare adoption.

Globally, India contributes nearly 20% of generic exports and 60% of vaccine demand, earning it the title of the "pharmacy of the world." Its role in maintaining healthcare supply chains, especially during global crises, highlights its reliability as a trusted supplier.

Looking ahead, the industry is expected to grow at 10–12% annually in the medium term, driven by domestic demand, strong export potential, growing biosimilars adoption, rising R&D investments, and innovation in value-added services. Government support, including the Production-Linked Incentive (PLI) scheme and healthcare infrastructure initiatives, will further accelerate sectoral growth. Together, these factors provide a strong foundation for the long-term sustainability of India's pharmaceutical and biotechnology industry.

OUTLOOK: Global API Sector

The global Active Pharmaceutical Ingredient (API) sector continued to expand steadily in FY 2024-25, reaffirming its role as the foundation of the pharmaceutical industry. As per recent estimates, the global API market stood at around US\$ 222.9 billion in 2022 and is projected to reach US\$ 303.9 billion by 2028, at a



MANAGEMENT DISCUSSION & ANALYSIS REPORT

CAGR of 5.6% during 2023–2028. This sustained growth highlights the rising reliance on APIs across therapeutic areas and reflects structural changes in manufacturing and supply chains.

APIs represent the biologically active components of drugs, while other ingredients, known as excipients, serve as inactive carriers that aid stability and absorption. Depending on the therapy, formulations may contain a single API or multiple APIs in combination therapies. The dosage, patient-specific response, and manufacturing quality determine therapeutic effectiveness, making stringent quality control essential in API production.

API manufacturing typically occurs in two key stages—first, raw materials are converted into APIs through chemical synthesis or biotechnological processes; second, these APIs are combined with excipients to produce dosage forms such as tablets, capsules, injectables, or solutions. APIs are either sold in the merchant market to other pharma companies or used internally for captive consumption.

The competitive landscape of the API market is both broad and fragmented, with multinational firms, mid-sized companies, and specialized producers competing on cost, compliance, and therapeutic focus. Over the years, API production has shifted from North America and Europe towards Asia, particularly India and China, owing to cost advantages, skilled manpower, and supportive regulatory regimes. Today, these two nations dominate the bulk drug and intermediate supply chain worldwide.

Demand for APIs remains robust and diversified. A key driver is the expiry of patents on blockbuster drugs, creating opportunities for cost-effective generic APIs, especially in oncology, cardiovascular, diabetes, and central nervous system therapies. Simultaneously, the growth of biological drugs and biosimilars has triggered strong demand for complex APIs. Biological APIs, derived from living organisms, are gaining prominence due to their potency and ability to address diseases that small molecules cannot, making them one of the fastest-growing segments globally.

Several demographic and structural factors further support demand. The ageing global population is increasing the need for medicines targeting chronic and degenerative conditions. Rising lifestyle-related diseases such as obesity, diabetes, and hypertension are also driving prescription volumes. Additionally, higher healthcare spending and improved access to medicines in emerging economies have broadened the demand base.

Large multinational drugmakers are increasingly outsourcing API production to specialized players in India and China to lower costs and enhance efficiency. This outsourcing model enables global pharma innovators to focus on R&D and commercialization, while leveraging the manufacturing expertise and cost competitiveness of Asian producers.

The regulatory framework is another defining factor for industry growth. Authorities such as the USFDA, EMA, and WHO emphasize stringent compliance and traceability in API production. While this raises entry barriers, it benefits established players, particularly Indian firms with a large number of USFDA-approved facilities, thereby reinforcing India's global credibility as a trusted API supplier.

Looking forward, technological advancements—such as continuous manufacturing, green chemistry, process intensification, and biotechnological innovations—are expected to make production more sustainable, efficient, and cost-competitive. Increasing adoption of digital tools and Industry 4.0 practices will also enhance transparency, efficiency, and quality across supply chains.

In summary, the outlook for the global API industry in FY 2024-25 is highly positive. Demand will be driven by patent expiries, rising generics and biosimilars, demographic trends, and healthcare expansion. With India and China consolidating their leadership, the sector is set to remain a cornerstone of the global pharmaceutical ecosystem. However, manufacturers must continue to navigate compliance requirements, environmental considerations, and competitive intensity. Companies that invest in scale, quality, and innovation will be best positioned to capture the sector's growth potential in the coming years.

**MANAGEMENT DISCUSSION & ANALYSIS REPORT****INVESTMENTS & RECENT DEVELOPMENTS:**

The Indian Pharmaceuticals industry plays a prominent role in the global pharmaceuticals industry. India ranks third worldwide for production by volume and 14th by value.

In this regard, the sector has seen a lot of investments and developments in the recent past.

- Up to 100% FDI has been allowed through automatic route for Greenfield pharmaceuticals projects. For Brownfield pharmaceuticals projects, FDI allowed is up to 74% through automatic route and beyond that through government approval.
- The cumulative FDI equity inflow in the Drugs and Pharmaceuticals industry stood at around US\$ 21.5 billion as of March 2025, contributing about 3.4% of the total FDI inflows into India.
- The foreign direct investment (FDI) inflows in the Indian drugs and pharmaceuticals sector reached about US\$ 1.6 billion during FY 2024–25.
- The Indian pharmaceutical industry generated a trade surplus of around US\$ 16 billion in FY 2024–25.
- Pharmaceutical exports crossed US\$ 27 billion in FY 2024–25, reaffirming India's position as the largest supplier of generic medicines globally.
- Medical Device industry is expected to reach US\$ 50 billion by 2030, growing at a CAGR of 15%.
- The National Digital Health Blueprint has the potential to generate nearly US\$ 200 billion in added economic value for India's healthcare industry over the next 10 years.
- Glenmark Pharmaceuticals became the first company in India to launch Teneligliptin + Dapagliflozin Fixed Dose Combination.
- Entod Pharmaceuticals launched its new ocular aesthetic range focused on improving eye comfort and enhancing eye aesthetics.
- BDR Pharmaceutical launched the first generic apalutamide (brand name Apatide) in India to treat both metastatic castration-sensitive prostate cancer as well as non-metastatic castration-resistant prostate cancer.
- Anglo French Drugs & Industries Limited (AFDIL), a 99-year-old organization in the pharmaceutical sector, entered into the fertility space with the launch of the LYBER range.
- ICPA Health Products Ltd. (ICPA), a leading pharma company in the oral healthcare segment, launched its latest product – Heximetro.
- Sun Pharmaceutical Industries Limited, through one of its wholly owned subsidiaries, launched Bempedoic Acid under the brand name Brillo in India for reducing low-density lipoprotein (LDL) cholesterol.
- Dr. Reddy's Laboratories entered into an exclusive partnership with HK inno.N Corporation to commercialise novel molecule Tegoprazan in India & select emerging markets.
- Dr. Reddy's Laboratories also advanced its medical cannabis program in Germany through a pact with MediCane Health.
- Lupin signed an agreement to acquire two inhalation brands from Sunovion Pharmaceuticals Inc.

Notable recent past developments (still relevant for FY 2024–25):

- ❖ Cipla partnered with Drugs for Neglected Diseases initiative (DNDi) to announce the launch of a 4-in-1 antiretroviral treatment for children living with HIV in South Africa. *(relevant as Cipla continues focus on global access & HIV therapies)*



MANAGEMENT DISCUSSION & ANALYSIS REPORT

- ❖ Glenmark became the first pharmaceutical company to launch Indacaterol + Mometasone fixed-dose combination drug for Asthma in India. *(respiratory therapies remain a priority area in FY 2024–25)*
- ❖ Themis Medicare Ltd. (Themis) announced the approval of its antiviral drug VIRALEX by the Drug Controller General of India (DCGI). *(relevant as India expands antiviral & infectious disease portfolio)*
- ❖ Eli Lilly introduced Ramiven in India for certain high-risk early breast cancer patients in November 2022. *(oncology remains a leading therapeutic focus in FY 2024–25)*
- ❖ Sun Pharma and SPARC entered into a license agreement for commercialization of phenobarbital for injection in the US in November 2022. *(aligns with Sun Pharma's continuing global specialty portfolio strategy)*
- ❖ AstraZeneca India launched a Clinical Data and Insights (CDI) division in 2021 to further strengthen its global presence and manage data-related aspects of its clinical trials. *(still relevant as India scales digital healthcare & clinical data capabilities)*

GOVERNMENT INITIATIVES:

The Government has introduced several measures to foster growth and innovation in the Indian pharmaceutical sector, such as:

❖ **As per the Union Budget 2024–25:**

- The Government has reinforced its commitment to research-driven healthcare and affordable medicine access. A higher allocation has been made to the Ministry of Health and Family Welfare, with enhanced focus on modernising health infrastructure, supporting R&D in pharmaceuticals and biotechnology, and facilitating large-scale digital health adoption.
- Building on the sickle cell anaemia elimination mission announced in FY 2023–24, the Government has rolled out accelerated implementation in FY 2024–25, with mass screening, counselling, and treatment across tribal belts, while expanding the coverage to additional high-risk districts.
- Stronger emphasis has been placed on promoting domestic manufacturing of bulk drugs and critical APIs under the Production Linked Incentive (PLI) schemes, aimed at reducing India's import dependency and achieving self-reliance in essential medicines.
- In line with the Government's vision of positioning India as a global innovation hub, dedicated centres of excellence for pharmaceutical research and innovation are being operationalised in FY 2024–25, with a strong push for academia–industry collaboration and incentivised R&D investments.

❖ **Ayushman Bharat Digital Mission (ABDM):**

- Under ABDM, the coverage and adoption of ABHA (Ayushman Bharat Health Account) IDs has accelerated in FY 2024–25, with significant integration across hospitals, diagnostics centres and pharmacies. The aim is to establish longitudinal electronic health records across the ecosystem.
- The Mission has expanded from Union Territories to nationwide implementation. With digital health records now being seamlessly shared across public and private healthcare systems, patient convenience and clinical decision-making are seeing significant improvement.
- Building upon the earlier pilots (2021–22), the National Health Authority (NHA) has scaled up integration with more than 1,200 partner solutions, enabling wider interoperability and standardisation of digital health infrastructure.

**MANAGEMENT DISCUSSION & ANALYSIS REPORT****❖ Scheme for Development of Pharma Industry – Umbrella Scheme:**

- The Department of Pharmaceuticals continues to strengthen the Umbrella Scheme comprising:
 - Assistance to Bulk Drug Industry for Common Facilitation Centres
 - Assistance to Medical Device Industry for Common Facilitation Centres
 - Assistance to Pharmaceutical Industry (CDP–PS)
 - Pharmaceutical Promotion and Development Scheme (PPDS)
 - Pharmaceutical Technology Upgradation Assistance Scheme (PTUAS)
- In FY 2024–25, greater budgetary support has been earmarked to accelerate cluster development, technology adoption, and global competitiveness for pharma MSMEs.

❖ Union Budget (2023–24 - Past Initiative):

- A mission to eliminate sickle cell anaemia by 2047 was launched, focusing on awareness, screening of 7 crore individuals in tribal regions (ages 0–40), and counselling through coordinated interventions.
- For innovation in pharmaceuticals, a new initiative to encourage R&D through centres of excellence was introduced, with the government urging private sector participation in selected priority fields.
- At the grassroots level, 157 new nursing colleges were announced to be established in co-location with government medical colleges.

❖ Other Notable Government Steps (2021–23 – Past Developments):

- In March 2022, the Strengthening of Pharmaceutical Industry (SPI) Scheme was launched with an outlay of Rs. 500 crore (US\$ 665.5 million) for FY22–26.
- In November 2021, India resumed supplying COVID-19 vaccines to COVAX, marking an important step in global health diplomacy.
- In November 2021, PM Shri Narendra Modi inaugurated the first Global Innovation Summit of the pharmaceutical sector, focusing on regulatory reforms, funding, innovation infrastructure, and academia–industry partnerships.

The pharmaceutical industry in India continues to be a vital component of the country's economic and social framework. It contributes significantly to foreign trade while ensuring that millions worldwide have access to affordable generic medicines. India also maintains one of the world's largest bases of USFDA and WHO–GMP compliant plants. Medicine spending in India is projected to grow at 9–12% over the next five years, positioning the country among the global top 10 in terms of expenditure.

Going forward, the outlook for FY 2024–25 is highly positive. Growth in domestic sales will depend on companies' ability to align portfolios with the rising demand for therapies targeting chronic diseases such as cardiovascular ailments, diabetes, depression, and cancer. Additionally, the government's continued thrust on universal healthcare (Ayushman Bharat), rural health programmes, preventive vaccines, and faster generic drug introductions are expected to drive strong momentum in the Indian pharmaceutical industry.

OPPORTUNITIES & THREATS:

The SWOT analysis of the industry reveals the position of the Indian pharmaceutical industry in respect to its internal and external environment for FY 2024–25.

**MANAGEMENT DISCUSSION & ANALYSIS REPORT****a) Strengths**

- i. Well-developed chemistry, R&D and manufacturing infrastructure with proven track record in advanced chemistry capabilities, design of high-tech manufacturing facilities and strong global regulatory compliance.
- ii. Strong technical, finance and administrative expertise in pharma industries along with a deep marketing and distribution network, enabling scale in both domestic and international markets.
- iii. Higher GDP growth, rising middle class, and increasing urbanisation continue to support higher disposable income in the hands of the general public and their positive attitude towards healthcare spending.
- iv. Low-cost, highly skilled and English-speaking labour force with proven capabilities in process development and design of high-technology manufacturing devices.
- v. Healthy domestic market demand supported by rising per capita healthcare expenditure, growing demand for preventive and chronic therapies, and low cost of innovation, manufacturing and operations.
- vi. Strong focus by the Government through initiatives like PLI schemes, digital health infrastructure, and Ayushman Bharat Mission.
- vii. Adherence to global standards, high quality documentation and robust process understanding add to industry credibility.
- viii. Expanding penetration of health insurance coverage increasing affordability of treatments.

b) Weaknesses

- i. Stringent price control and regulatory interventions under DPCO impacting profitability of pharma companies.
- ii. Limited ability to compete with global MNCs for new drug discovery, clinical research and worldwide commercialisation of new molecules due to resource constraints.
- iii. Infrastructure gaps, particularly in logistics, cold chain and power availability, remain a major challenge in certain regions.
- iv. Low investments in innovative and breakthrough R&D compared to developed markets, with higher dependence on generics and APIs.
- v. Fragmented industry landscape with significant presence of unorganized players, leading to stiff price competition and pressure on margins for organized players.

c) Opportunities

- i. Global demand for generics, biosimilars, and affordable vaccines continues to rise, creating significant export opportunities for Indian players.
- ii. Growth of OTC and chronic therapy markets, with rising burden of non-communicable diseases (cardiac, diabetes, oncology, CNS).
- iii. Increased penetration into Tier-II and Tier-III cities and non-metro markets, supported by expanding healthcare infrastructure.
- iv. Large demand for advanced diagnostic services, personalized medicine and biotechnology-driven solutions.
- v. Increasing foreign direct investment and significant strategic alliances with MNCs in the Indian market.

**MANAGEMENT DISCUSSION & ANALYSIS REPORT**

- vi. Public-Private Partnerships to strengthen health infrastructure, digital healthcare, and research collaborations.
- vii. Opening up of health insurance sector, coupled with increase in per capita income and government health schemes, remains a major growth driver for the pharmaceutical industry.
- viii. India continues to be a preferred global outsourcing hub for formulations, APIs, clinical research and contract manufacturing due to low cost of skilled labour and proven quality standards.

d) Threats

- i. Intensified global competition and narrowing profit margins in generics and APIs.
Increasing stringency of global quality audits and compliance requirements from USFDA, EMA and other regulators.
- ii. More demanding CGMP regulatory requirements leading to continuous need for capacity expansion and compliance investments.
- iii. Rising wage inflation, skill shortage in specialised areas and increasing cost of compliance.
Expansion of Drugs Price Control Order (DPCO) coverage affecting profitability across several therapeutic segments.
- iv. Competition from other low-cost manufacturing countries such as China, Israel and emerging markets impacting outsourcing demand for Indian pharmaceutical exports.
- v. Entry of foreign players with advanced technology-driven products and biologics posing a challenge to domestic manufacturers.

The Company is seriously contemplating both forward and backward integration. The Company is actively pursuing assets that will add immediate value for forward integration in palletization in the near future, while also working towards backward integration into intermediates through strategic partnerships or greenfield projects.

INTERNAL CONTROL SYSTEM & THEIR ADEQUACY:

The Company continues to maintain an adequate and effective system of internal controls during FY 2024–25, comprising well-defined authorization levels, supervision, checks and balances, and documented policy guidelines and manuals. These provide assurance that all transactions are properly authorized, accurately recorded, and correctly reported, while also ensuring compliance with internal policies, applicable laws, and statutory requirements.

Operational managers exercise control over critical business processes through robust operational systems, detailed procedural manuals, and financial limits of authority manuals. These are reviewed and updated periodically in line with evolving business requirements, industry best practices, and regulatory changes, thereby continuously improving systems, processes, and overall operational efficiency.

The Company places prime importance on a strong and effective internal audit framework. The Internal Control System is adequately supplemented by an independent internal audit function, periodic management reviews, and well-documented policies and procedures. The Internal Audit Department monitors the entire spectrum of operations and services, providing assurance on process adherence and effectiveness.

The top management, along with the Audit Committee of the Board, regularly reviews the findings and recommendations of the Internal Auditor. Corrective and preventive actions are taken promptly to address identified risks and strengthen controls. This structured oversight ensures that the Company's internal control framework remains robust, efficient, and aligned with its strategic objectives, while also fostering a culture of transparency, accountability, and continuous improvement.

**MANAGEMENT DISCUSSION & ANALYSIS REPORT****RISKS & CONCERN:**

The pharmaceutical industry continues to face multi-dimensional challenges in FY 2024–25, particularly in safeguarding intellectual property, maintaining brand reputation, and meeting increasingly stringent compliance and regulatory requirements across global markets. Environmental impact remains a significant area of concern, as pharmaceutical products are highly valuable and extremely sensitive to environmental interactions. Ensuring that drugs are handled, stored, and transported safely is critical, not only to preserve their efficacy but also to mitigate risks of contamination or deterioration.

Active Pharmaceutical Ingredients (APIs) continue to attract public and regulatory scrutiny due to the risk of their residues entering the natural environment during manufacturing, usage, or disposal. Concerns around potential adverse environmental impacts are growing steadily, which could translate into stricter norms in the future, thereby impacting costs and processes for the industry.

On the operational side, post-COVID surplus stocking of APIs by formulators, combined with variable raw material costs, has continued to exert pressure on sales volumes of APIs. This trend has impacted demand cycles in the short term, creating volatility in revenue generation for API-focused businesses. At the same time, shortages and supply chain disruptions of key raw materials are also being viewed as a future risk factor that could adversely affect API sales and manufacturing schedules.

Additionally, challenges such as global pricing pressures, tightening quality and regulatory requirements, fluctuations in foreign exchange rates, and increasing competition from low-cost manufacturing countries continue to add to the risk landscape of the pharmaceutical sector. The Company remains vigilant in monitoring these evolving risks and is consistently working towards mitigating their impact through strategic sourcing, diversification of suppliers, process efficiency measures, and enhanced compliance frameworks.

SEGMENT-WISE PERFORMANCE:

Everest Organics Limited has been engaged in the business of manufacturing Active Pharmaceutical Ingredients (APIs) and Intermediaries for nearly three decades, and during FY 2024–25 the Company continued to strengthen its operations and market presence. At present, the Company is operating at a healthy capacity utilization level of around 80–90% for the existing product portfolio. During FY 2024–25, the Company undertook significant capital expenditure initiatives, with an envisaged investment of about ¹ Rs.15 crores, aimed at completing the new production block and further enhancing manufacturing capabilities. This follows the capex of about Rs.3.23 crores made in FY 2023–24, reflecting the Company's commitment to continuous capacity expansion and technological upgradation.

In terms of exports, during FY 2024–25, the Company achieved a strong global footprint, with approximately 27–28% of the total sales being exported to various geographies worldwide. The year also witnessed an expansion in the client base, with Everest Organics now catering to nearly 85 clients spread across 48 countries. Looking ahead, the Company has set a target to expand its presence to 120 clients in over 60 countries within the next three years, thereby consolidating its position as a trusted global API supplier.

On the regulatory front, the Company continues to make steady progress. Presently, regulatory approvals have been secured for three (3) products, while six (6) additional products are in advanced stages of approval. Furthermore, during FY 2024–25, two (2) products are under registration in China, two (2) products are under registration in the Korea market, and five (5) products are undergoing the registration process for the Russia market. These ongoing efforts in regulatory filings reflect the Company's strategy to penetrate deeper into key international markets and diversify its global product portfolio.

**MANAGEMENT DISCUSSION & ANALYSIS REPORT****DISCUSSION ON FINANCIAL PERFORMANCE WITH RESPECT TO OPERATIONAL PERFORMANCE:**

During the year under review, the Company achieved a turnover of Rs. 15,947.90 lakh as against Rs. 19,724.13 lakh in the previous year.

During the year, the Company incurred a Net Loss of Rs. 129.03 lakh as against a Net Profit of Rs. 13.92 lakh in the previous year. During the year, the Company has transferred an amount of Rs. 2,428.95 lakhs to the General Reserve.

The Earnings per Share (EPS) of the Company as on March 31, 2025 was (2.97) as against 0.17 in the previous year.

KEY FINANCIAL RATIOS:

In accordance with the amendments notified in the Regulation 17 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 on May 09, 2018, the details of significant changes in the key financial ratios as compared to the immediately previous Financial Year are reported hereunder:

Particulars	As at March 31, 2025	As at March 31, 2024	Reason for change
Debtors Turnover	1.69	2.27	Trade receivables turnover ratio decreased due to increase in credit sales during the year as compared to the previous year.
Inventory Turnover	2.21	2.74	Note(a)
Interest Coverage Ratio (Times)	2.67	1.11	The improvement in the ratio is a result of increased operating profitability coupled with a reduction in interest costs in the current year compared to the previous year.
Current Ratio (Times)	1.06	0.93	Note(a)
Debt-Equity Ratio (Times)	0.68	1.26	The Debt-equity ratio has decreased on account of increase as issue of equity share capital and decrease in the borrowings.
Operating Profit Margin (%)	1.22%	3.08%	The decrease in the ratio is mainly due to unfavorable changes in the cost structure and a lower contribution from sales margins in the current year compared to the previous year.
Net Profit Margin (%)	(0.81) %	0.07 %	Decrease in the Net Profit ratio mainly on account of the decrease in Revenue and Profit during the year as compared to the previous year.
Return on Net Worth (%)	(1.84) %	0.30%	

Notes: (a). In respect of the aforesaid mentioned ratio, there is no significant change (25% or More) in the Financial Year 2024-25 in compared to Financial Year 2023-24.

**MANAGEMENT DISCUSSION & ANALYSIS REPORT****INDUSTRIAL RELATIONS & HUMAN RESOURCE DEVELOPMENT:**

The focus of the Company continues to be on capability development, performance management and employee engagement. This approach is aimed at improving cost competitiveness through enhanced levels of employee participation, commitment and involvement across all functions.

The Company recognizes its human resources as its biggest strength, which has consistently contributed to its progress and growth. This recognition has further reinforced the Company's image as the right destination where the growth of the organization is closely aligned with the value addition and career progression of individual employees.

In line with this philosophy, the Company continues to provide employee development opportunities through structured training programs, workshops and skill-building sessions. These initiatives are designed to equip employees with upgraded skills and competencies, enabling them to adapt effectively to contemporary technological advancements and evolving business requirements. The total number of employees as on March 31, 2025 stood at 355.

CAUTIONARY STATEMENT:

Statement in this report on Management Discussion and Analysis describing the Company's objectives, projections, estimates, exceptions or predictions may be forward looking statements and are based on certain assumptions and exception of future events. Actual result could however differ materially from those express or implied. Important factors that could make a difference to the Company's operations including global and domestic demand-supply condition, finished goods process, raw material cost and availability, changes in government regulations and tax structure, economic development within India and the Countries with which the Company has Business Contracts and other factors such as litigation and industrial relations.

The Company assumes no responsibility in respect of forward-looking statement herein which may undergo changes in future on the basis of subsequent developments, information and events.

**AUDITORS' REPORT****INDEPENDENT AUDITORS' REPORT****TO THE MEMBERS OF EVEREST ORGANICS LIMITED****Report on the Audit of the Financial Statements**

We have audited the accompanying financial statements of Everest Organics Limited ("the Company"), which comprise the Balance Sheet as at March 31, 2025, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash Flows for the year ended on that date, and Notes to Financial Statements including a summary of the significant accounting policies and other explanatory information.

QUALIFIED OPINION

In our opinion and to the best of our information and according to the explanations given to us except for the possible effects of the matter described in the Basis for Qualified Opinion paragraph the aforesaid financial statements give the information required by the Act as amended in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India including Ind-AS specified under Section 133 of the Act of the State of Affairs (financial position) of the Company as at March 31, 2025 and its profit (financial performance including other comprehensive income) its cash flows and the changes in equity for the year ended on that date.

BASIS FOR QUALIFIED OPINION:

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013. Our responsibilities under those Standards are further described in the Auditors' Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Companies Act, 2013 and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

- i. The revocation order of Telangana State Pollution Control Board (TSPCB) dated 4th February, 2022 in connection with the closure order dated 22nd Dec 2020, stipulates that, the company cannot exceed its production capacity indicated in its order No. TSPCB/RCP/SRD/CFO& HWA/HO/ 2017-2714, Dt. 22-11-2017. However, the company is operating at a substantially enhanced level of actual production without necessary approvals from TSPCB in the form of Consent for Establishment (CFE) for starting the establishment, followed by the consequent Consent for Operation (CFO). Such non-compliance could impact the going concern status of the company in the form of Closure Order from TSPCB. According to the explanations given to us, the management of the Company is in the process of addressing the issue and the Company made application for Consent for Establishment for the enhancement in capacities and the application is pending approval and the company also obtained Environmental Clearance Certificate for the proposed enhanced capacity.

Our Opinion is qualified in respect of the above said matter(s).

KEY AUDIT MATTERS:

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the financial statements, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined the matters described below to be the key audit matters to be communicated in our report.

**AUDITORS' REPORT**

We draw attention to following matters of the Company.

A) Revenue recognition:

Revenue is recognized when the control over the underlying products has been transferred to the customer. Due to the Company's sales under various contractual terms and across the country, delivery to customers in different regions might take different time periods and may result in undelivered goods at the period end. We consider a risk of misstatement of the Financial Statements related to transactions occurring close to the year end, as these transactions could be recorded in the incorrect financial period (cut-off). Our tests of detail focused on sample of cut-off transactions, to verify that only revenue pertaining to current year is recognized based on terms and conditions set out in sales contracts and delivery documents and performing testing on selected statistical samples of revenue transactions recorded during the year.

B) Raw material Consumption:

Raw material Consumption for the year is recognized based on the product composition at various stages and the customers requirement for all the products. The estimates relating to the charge are important given the significance of process knowhow and the distinctive terms of arrangement with customers. These compositions, consumption norms are complex and requires significant judgments and estimation by the Company for establishing the matching concept. An appropriate charge of raw material consumption and accuracy thereof may deviate due to change in judgments and estimates. Accordingly, the same has been considered as a key audit matter.

We obtained Management's calculations for raw material consumption specifications and relied upon the same.

C) IT Systems and Controls:

We have identified IT Systems and controls over financial reporting as a key audit matter for the company because it's financial and reporting system should be integrated and must be fundamentally reliant on IT systems and controls to process the voluminous data specifically with respect to revenue, debtors, inventory management and raw material consumption. Automated accounting procedures and IT environment controls are required to be modified and implemented to operate effectively to ensure accurate financial reporting to comply with all the reporting requirements under various statutes. We have assessed the management's position through discussion with the in-house and Management has initiated steps to integrate all activities in this regard.

Accordingly, the same is considered as a key Audit matter.

D) Capital Work in Progress:

The Company is in the process of executing major project for expansion of its Manufacturing facility. This project takes a substantial period to get ready for intended use. We considered Capital expenditure as a key audit matter due to: (a) Significance of amount incurred on such items during the year ended 31 March 2025. (b) Judgement involved in determining the eligibility of costs including borrowing cost and other directly attributable costs for capitalization as per the criteria set out in Ind AS 16-Property, Plant and Equipment.

We have obtained an understanding of the Company's capitalization policy and assessed for compliance with the relevant accounting standards. We have performed substantive testing on a sample basis for each element of capitalized costs including inventory issued to contractors for the purpose of this project and understanding nature of the costs capitalized.

Management maintains that, during the period, the interest cost of funds borrowed for the purpose amounting to Rs.112.88 Lakhs has been capitalised. (refer Note No.32(xx)).

**AUDITORS' REPORT****EMPHASIS OF MATTER:**

We draw attention to the following matters disclosed in the notes to the accompanying financial statements, which, due to their significance, have been considered necessary to bring to the attention of the users of the financial statements for emphasis not amounting to any qualifications :

1. As Shown above revenue has been recognized in respect of certain sales where goods were dispatched on or before the end of the Financial Year, although the transfer of ownership and associated risks and rewards had occurred subsequent to the reporting date, keeping in view the confirmed delivery to the customer. This accounting treatment, though disclosed by management, involves an impact on the timing of revenue recognition in the Financial Statements.
2. Note 2.2(Q), which describes that interest payable to Micro, Small and Medium Enterprises (MSMEs), as required under the Micro, Small and Medium Enterprises Development Act, 2006, has not been provided for in the books of account. While the company has disclosed this fact in the Financial Statements. Its significance arises from the potential regulatory and legal implications of non-provision.
3. Note 2.2(P), which describes the company's accounting policy for recognizing sales commission which is payable to agents, after the realization of the related credit sales. This approach is consistent with prevailing business practices in the industry and reflects the substance of the arrangement, wherein commission is linked to the actual receipt of payments, though this results in deviation from matching concept wherein the turnover is recognized in one period and the commission payable thereon is recognized in another period.

Other Information

The Company's management and Board of Directors are responsible for the other information. The other information comprises the information included in the company's annual report but does not include the financial statements and our auditors' report thereon. The Company's annual report is expected to be made available to us after the date of this auditor's report.

Our opinion on the financial statements does not cover the other information and we do not express any assurance and conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated.

When we read the annual report, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance.

MANAGEMENT'S AND BOARD OF DIRECTORS' RESPONSIBILITY FOR THE FINANCIAL STATEMENTS:

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these standalone financial statements that give a true and fair view of the financial position, financial performance, (changes in equity) and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the accounting Standards specified under section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the



AUDITORS' REPORT

preparation and presentation of the financial statement that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so. Those Board of Directors are also responsible for overseeing the Company's financial reporting process.

AUDITORS' RESPONSIBILITY:

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 a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken based on these financial statements.

As part of an audit in accordance with standards on auditing we exercise professional judgment and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by Management and Board of Directors.
- Conclude on the appropriateness of management and Board of Directors use of the going concern basis of accounting and based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other

**AUDITORS' REPORT**

matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditors' report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS:

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of Section 143 of the Act, we give in the "Annexure A" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
 2. As required by Section 143(3) of the Act, we report that:
 - (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit;
 - (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
 - (c) The Balance Sheet, the Profit and Loss Statement, the Statement of Changes in Equity and the Cash Flow Statement dealt with by this Report are in agreement with the books of account.
 - (d) In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Indian Accounting Standards) Rules, 2015.
 - (e) On the basis of the written representations received from the directors as on March 31, 2025, taken on record by the Board of Directors none of the directors are disqualified as on 31st March 2025, from being appointed as a director in terms of sec.164(2) of the Act.
 - (f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure-B".
 - (g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended, in our opinion and to the best of our information and according to the explanations given to us:
 - i. The Company has disclosed the impact of pending litigations as at 31st March, 2025 on its financial position in its financial Statements. Refer Note No:32(viii) of the Financial Statements.
 - ii. The Company does not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
 - iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.
- A) The management has represented that, to the best of its knowledge and belief, other than as disclosed in the notes to the accounts, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that

**AUDITORS' REPORT**

the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

- B) The management has represented, that, to the best of it's knowledge and belief, other than as disclosed in the notes to the accounts, no funds have been received by the company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and
- C) Based on audit procedures which we considered reasonable and appropriate in the circumstances, nothing has come to their notice that has caused them to believe that the representations under sub-clause (i) and (ii) contain any material mis-statement.

iv. The company has not declared dividend during the year F.Y. 2024-25.

- v. The reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014 is applicable from 1 April 2023. Based on our examination which included test checks, the Company have used accounting software for maintaining its books of account, which have a feature of recording Audit Trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the respective software. Further during the course of our audit, we did not come across any instance of Audit Trail feature being tampered with.

3. Further, with respect to the matter to be included in the Auditors' Report under section 197(16):

In our opinion and according to the information and explanations given to us, the remuneration paid by the company to its directors during the current year is in accordance with the provisions of section 197 of the Act. The remuneration paid to any director is not in excess of the limit laid down under section 197 of the Act.

For P.S.N RAVISHANKER & ASSOCIATES

Chartered Accountants
FRN. 003228S

YADAVILLI SAI KARUNAKAR

Partner
Membership No. 207033
UDIN-25207033BMIUZJ6612

Place: Hyderabad,
Date: 28-05-2025.

**AUDITORS' REPORT****ANNEXURE - A TO THE INDEPENDENT AUDITORS' REPORT DT.28-05-2025 ISSUED TO THE MEMBERS OF EVEREST ORGANICS LIMITED****(Referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)**

(i) (a)

- (A) The Company has maintained records showing only broad particulars including quantitative details and situation of Property, Plant and Equipment, on the basis of available information. However, as per the information and explanations furnished by the management and based on our examination of records, the system of tagging of fixed assets and computerization of records is to be implemented to be commensurate with the size of the company & level of operations.
- (B) The Company has maintained records showing particulars relating to inhouse development of products for which the company has capitalised the expenditure thereon under the head Intangible assets. The information relating to technical feasibility, ability to use or sell, Future economic benefits, etc., which are principal basis for amortization are not maintained for each of the product under development for which expenditure is capitalised.
- (b) As per the information and explanations furnished to us by the management, the Property, Plant and Equipment have been physically verified in a broad manner by the management according to a phased programme designed to cover all the items over a period of 2 years, which in our opinion is reasonable but can be improved, having regard to the size of the Company and nature of its assets. We are informed that, no material discrepancies were noticed on such verification, pending adjustment.
- (c) The title deeds of all the immovable properties are pledged with HDFC Bank. As per the information and explanations given to us, the title deeds of all such immovable properties are held in the name of the Company.
- (d) The Company has been following historical cost method of accounting for its Property, Plant and Equipment and intangible assets. Consequently, the question of our commenting on whether the revaluation is based on the valuation by a Registered Valuer, or specifying the amount of change, if the change is 10% or more in the aggregate of the net carrying value of each class of Property, Plant and Equipment or intangible assets does not arise.
- (e) Based on the information and explanations furnished to us, no proceedings have been initiated on (or) are pending against the Company for holding benami property under the Prohibition of Benami Property Transactions Act, 1988 (as amended in 2016) (formerly the Benami Transactions (Prohibition) Act, 1988 (45 of 1988)) and Rules made thereunder, and therefore the question of our commenting on whether the Company has appropriately disclosed the details in its financial statements does not arise.

(ii)

- (a) The physical verification of inventories has been conducted during the year by the management, in respect of majority of the high value items at reasonable intervals. In our opinion, the procedure, coverage and frequency of such verification is reasonable, but the system of verification should be further improved to be commensurate with the size of company & level of operations.

**AUDITORS' REPORT**

The discrepancies noticed on physical verification of inventory as compared to book records were less than 10% in aggregate for each class of inventory.

- (b) During the year, the Company has been sanctioned working capital limits in excess of Rs. 5 crores, in aggregate, from HDFC Bank on the basis of security of current assets. The Company has filed monthly statements of current assets with the bank, which are generally in agreement with the unaudited books of accounts being maintained by the company.
- (iii) As per the information and explanations furnished to us by the management and as per the books of account and other documents examined by us, during the year, the company has not, made investments in, provided any guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or any other parties. Accordingly, our reporting on all other subclauses in this clause is not required.

Further the company has made investments in Equity Shares amounting to Rs. 8.15 lakhs and Rs. 0.30 lakhs in Patancheru Enviro Tech Limited and State Bank of India respectively. These investments made by the company earlier and continuing in the current year, prima facie, appear to be in compliance with Provisions of Section 186 of the Companies Act, 2013.

- (iv) As per the information and explanations furnished to us by the management and as per the books of accounts and other documents examined by us, the company has not given any loans, made investments in, or provided any guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured, to companies, Firms, Limited Partnerships or any other parties to which provisions of Sections 185 and 186 of the Companies Act, 2013 are applicable. Hence Clause 3(iv) of CARO, 2020 is not applicable to the Company.
- (v) According to the information and explanations given to us, the Company has not accepted any deposits or amounts which are deemed to be deposits to which the directives issued by the Reserve Bank of India and the provisions of Section 73 to 76 or the other relevant provisions of the Companies Act, and the rules framed there under, wherever applicable, from the public.

According to the information and explanations furnished to us by the management, there have been no proceedings before the Company Law Board or National Company Law Tribunal or Reserve Bank of India or any Court or any other Tribunal in this matter and no order has been passed by any of the aforesaid authorities.

- (vi) As per the information and explanations furnished to us, prima facie, it appears that the company broadly meets the requirement prescribed by the Central Government under section 148(1) of the Companies Act, 2013 read with Companies (Cost Records and Audit) Rules, 2014. However, we have not been provided cost records maintained by the Company.

(vii)

- (a) As per the information and explanations furnished to us by the management and according to the records examined by us of the Company, undisputed statutory dues including Goods and Services Tax, Provident Fund, Employees' State Insurance, Income Tax, sales tax, Service Tax, duty of Customs, Duty of Excise, Value Added Tax, Cess and other statutory dues have been generally deposited on time with the appropriate authorities, with occasional delays. According to the information and explanations given to us, there are undisputed amounts due and payable in respect of the aforesaid dues which were outstanding as at 31-03-2025 for a period of more than six months from the date they became payable.

**AUDITORS' REPORT**

During the year, the Company has not been regular in depositing undisputed statutory dues, and there have been significant delays in depositing the following dues:

Name of the Statute	Nature of the Dues	Amount (Rs.)	Period
EPF Act	Provident Fund	44,76,256	June to September 2024

- (b) As per the information and explanations furnished to us by the management, there are no disputes with the appropriate authorities relating to Statutory dues other than those referred to in Point No.32(viii) of "Notes to Financial Statements for the year ended March, 31st, 2025.
- (viii) According to the information and explanations given by the management and based on the procedures carried out during the course of our audit, we have not come across any transactions not recorded in the books of account which have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961.
- (ix)
- (a) According to the records of the Company examined by us and the information and explanation given to us, the Company has not defaulted the repayment of loans or other borrowings or in the payment of interest to any lender during the year.
- (b) According to the information and explanations given to us and on the basis of our audit procedures, we report that the Company has not been declared Wilful Defaulter by any bank or financial institution or any lender.
- (c) According to the information and explanations given to us and on the basis of our audit procedures, we report that the company has not obtained any term loans during the year. Accordingly reporting under clause ix (c) of CARO is not applicable.
- (d) According to the information and explanations given to us, and the procedures performed by us, and on an overall examination of the financial statements of the Company, we report that no funds raised on short term basis have been used for long-term purposes by the Company.
- (e) According to the information and explanations given to us and on an overall examination of the financial statements of the Company, we report that the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries, Associates, or Joint Ventures of Company, and also the Company does not have any subsidiaries, Associates, or Joint Ventures and hence clause (ix)(e) of CARO is not applicable to the Company.
- (f) According to the information and explanations given to us and procedures performed by us, we report that the Company has not raised loans during the year on the pledge of securities held in its subsidiaries, Joint Ventures or Associates
- (x)
- (a) The Company has not raised any money by way of initial public offer or further public offer (including debt instruments) during the year. Accordingly, the reporting under clause 3(x)(a) of the Order is not applicable to the Company.
- (b) The Company has made preferential allotment or private placement of shares during the year. The requirements of section 42 and section 62 of the Companies Act, 2013 have been complied with and the funds raised have been used for the purposes for which the funds were raised.

**AUDITORS' REPORT**

- (xi)
- (a) During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India, and according to the information and explanations given to us, we have neither come across any instance of material fraud by the Company or on the Company, noticed or reported during the year, nor have we been informed of any such case by the Management.
 - (b) During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India, and according to the information and explanations given to us and as per Clause (xi)(a) above Clause xi(b) is not applicable to the Company.
 - (c) During the course of our examination of the books and records of the Company carried out in accordance with the generally accepted auditing practices in India, and according to the information and explanations given to us, and as represented to us by the management, no whistle-blower complaints have been received during the year by the Company. Accordingly, the reporting under clause 3(xi)(c) of the Order is not applicable to the Company.
- (xii) As the Company is not a Nidhi company and the Nidhi Rules, 2014 are not applicable to it. the provisions of Clause (xii) of para 3 of the order are not applicable to the company.
- (xiii) The Company has entered into transactions with related parties in compliance with the provisions of Sections 177 and 188 of the Act. The details of such related party transactions have been disclosed in the financial statements as required under Indian Accounting Standard 24 "Related Party Disclosures" specified under Section 133 of the Act.
- (xiv)
- (a) In our opinion and according to the information and explanation given to us, the Company has an Internal Audit System by an external Chartered Accountant in Practice. However, the scope and coverage of the same needs to be enlarged to be commensurate with the size and nature of its business.
 - (b) The reports of the Internal Auditor for the period under audit have been considered by us.
- (xv) As per the information and explanations given to us and based on our examination of the company records, The Company has not entered into any non-cash transactions with its directors or persons connected with him. Accordingly, the reporting on compliance with the provisions of Section 192 of the Act under clause 3(xv) of the Order is not applicable to the Company.
- (xvi)
- (a) The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, the reporting under clause 3(xvi)(a) of the Order is not applicable to the Company.
 - (b) The Company has not conducted non-banking financial / housing finance activities during the year. Accordingly, the reporting under clause 3(xvi)(b) of the Order is not applicable to the Company.
 - (c) The Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India. Accordingly, the reporting under clause 3(xvi) (c) of the Order is not applicable to the Company.

**AUDITORS' REPORT**

- (d) Based on the information and explanations provided by the management of the Company, the Group does not have any CICs, which are part of the Group. We have not, however, separately evaluated whether the information provided by the management is accurate and complete. Accordingly, the reporting under clause 3(xvi)(d) of the Order is not applicable to the Company.
- (xvii) The Company has not incurred any cash losses in the financial year or in the immediately preceding financial year.
- (xviii) There has been no resignation of the statutory auditors during the year and accordingly the reporting under clause (xviii) is not applicable.
- (xix) According to the information and explanations given to us and on the basis of the financial ratios (Also refer Note to the financial statements), ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date will get discharged by the Company as and when they fall due.
- (xx) As at balance sheet date, the Company does not have adequate profits in the preceding years requiring the company to spend specified amounts during the year under section 135 of Companies Act, 2013. Accordingly, reporting under clause 3(xx) of the Order is not applicable.
- (xxi) The reporting under clause 3(xxi) of the Order is not applicable as the company is not required to prepare consolidated financial statements. Accordingly, no comment in respect of the said clause has been included in this report.

For P.S.N RAVISHANKER & ASSOCIATES

Chartered Accountants

FRN. 003228S

YADAVILLI SAI KARUNAKAR

Partner

Membership No. 207033

UDIN: 25207033BMIUZJ6612

Place: Hyderabad,

Date: 28-05-2025.

**AUDITORS' REPORT****ANNEXURE-B TO THE INDEPENDENT AUDITORS' REPORT OF EVEN DATE ON THE FINANCIAL STATEMENTS OF EVEREST ORGANICS LIMITED****REPORT ON THE INTERNAL FINANCIAL CONTROLS UNDER CLAUSE (I) OF SUB-SECTION 3 OF SECTION 143 OF THE COMPANIES ACT, 2013 ("THE ACT"):**

(Referred to in clause (f) of paragraph 2 under 'Report on other Legal and Regulatory Requirement' section of our report of even date)

We have audited the internal financial controls over financial reporting of Everest Organics Limited ("the Company") as of March 31, 2025 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

QUALIFIED OPINION:

We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on Auditing issued by the Institute of Chartered Accountants of India and deemed to be prescribed under Section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system over financial reporting.

In our opinion, except for the effects of the material weaknesses described in the Basis for Qualified Opinion paragraph below, the Company has maintained, in all material respects, adequate internal financial controls over financial reporting and such internal financial controls were operating effectively as at March 31, 2025, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India

BASIS FOR QUALIFIED OPINION:

In our opinion, except for the effects of the material weaknesses described in the paragraph below, the Company has maintained, in all material respects, adequate Internal Financial Controls over Financial Reporting and such internal financial controls were operating effectively as at March 31, 2025.

1. There is a system of vendor reconciliation of accounts payable, but the system is not being implemented effectively.
2. There is a system of debtor balance confirmation of accounts receivable, but the system is not being implemented effectively.
3. Attendance for employees is manual and there is no biometric system effectively implemented.
4. Based on our audit, we observed that, in few instances,
 - the company has not obtained authorisation/data for accepted and rejected quantity of material from Quality Control department.
 - The company accepted/received quantity in excess of authorised Purchase Order
 - The company purchased goods from vendors different from that of recommended vender as per Quotation comparative statement.

**AUDITORS' REPORT**

- Sales are being recognised before dispatch
- ITC on expenses Paid through credit card are not being claimed.
- There are frequent delay in payment of electricity bills and therefore interest expenses are increasing
- Lack of adequate mechanism to receive of goods sent on returnable basis in time.

The following internal financial controls are essential and desirable.

- a) The system of defining and operationalizing a standard operating procedure for Capitalization of assets and retirement of assets and /or provisioning for impairment (if any) needs to be strengthened to be commensurate with the size of the company & level of operations.
- b) The system of physical verification of fixed assets, tagging of fixed assets, and computerization of records needs to be improved to be commensurate with the size of the company & level of operations.
- c) The system of maintaining records, valuation of inventories is to be computerised and physical verification of inventories, tagging of inventories, recognition & valuation of inventories needs to be further improved to be commensurate with the size of company & level of operations.
- d) The system of obtaining periodical confirmation of balances from Debtors, Creditors, Advances, Deposits, etc. needs to be improved to be commensurate with the size of company.
- e) The system of obtaining comparative quotations from different independent parties and keeping them on record and their evaluation needs to be further strengthened to be commensurate with the size of the company and nature of operations of the Company.
- f) The method of customer credibility evaluation needs to be further improved for extending credit to the customers.

MANAGEMENT'S RESPONSIBILITY FOR INTERNAL FINANCIAL CONTROLS:

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

AUDITORS' RESPONSIBILITY:

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on Auditing issued by the Institute of Chartered Accountants of India and deemed to be prescribed under Section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal

**AUDITORS' REPORT**

financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system over financial reporting.

MEANING OF INTERNAL FINANCIAL CONTROLS OVER FINANCIAL REPORTING:

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that:

- (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company;
- (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and
- (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

INHERENT LIMITATIONS OF INTERNAL FINANCIAL CONTROLS OVER FINANCIAL REPORTING:

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

For P.S.N RAVISHANKER & ASSOCIATES

Chartered Accountants
FRN. 003228S

YADAVILLI SAI KARUNAKAR

Partner
Membership No. 207033
UDIN: 25207033BMIUZJ6612

Place: Hyderabad,
Date: 28-05-2025.

**PART 1 - BALANCE SHEET (CIN : L24230TG1993PLC015426)**

BALANCE SHEET AS AT 31-03-2025					(Rs. in Lakhs)	
	Particulars	Note No.	As at 31-Mar-2025	As at 31-Mar-2024		
I	ASSETS					
1	Non-current assets					
	(a) Property, Plant and Equipment	3 (i)	4,833.89	5,232.91		
	(b) Capital Work-in-Progress	3 (ii)	2,136.99	1,934.57		
	(c) Other Intangible Assets	3 (iii)	125.79	167.72		
	(d) Intangible Assets under Development	3 (iv)	184.94	-		
	(e) Financial Assets					
	(i) Investments	4 (i)	8.45	8.45		
	(ii) Other Financial Assets	4 (ii)	135.69	123.69		
	(f) Other Non-Current Assets	5	232.37	266.09		
	Total Non Current Assets (A)		7,658.13	7,733.44		
2	Current assets					
	(a) Inventories	6	4,524.80	4,376.45		
	(b) Financial assets					
	(i) Investments		-	-		
	(ii) Trade receivables	7	8,843.31	10,008.54		
	(iii) Cash and cash equivalents	8	609.20	27.34		
	(iv) Bank Balances other than (iii) above	9	54.70	55.40		
	(v) Other Financial Assets	10	61.46	65.16		
	(c) Other Current Assets	11	685.06	393.95		
	(d) Current Tax Assets (Net)	12	11.55	2.04		
	Total Current Assets (B)		14,790.08	14,928.89		
	TOTAL ASSETS [(C) = (A) +(B)]		22,448.20	22,662.33		
II	EQUITY AND LIABILITIES					
	EQUITY					
	(a) Equity Share Capital	13	971.05	800.00		
	(b) Other Equity	14	6,023.64	3,783.99		
	Total Equity (D)		6,994.69	4,583.99		
	LIABILITIES					
1	Non-current liabilities					
	(a) Financial Liabilities					
	(i) Borrowings	15	919.79	1,464.31		
	(b) Provisions	16	340.94	162.18		
	(c) Deferred Tax Liabilities (Net)		200.35	451.73		
	Total Non Current Liabilities (E)		1,461.08	2,078.22		
2	Current liabilities					
	(a) Financial Liabilities					
	(i) Borrowings	17	3,867.66	4,314.57		
	(ii) Trade Payables	18				
	a) Total outstanding dues of micro enterprises and small enterprises		2,774.72	1,810.55		
	b) Total outstanding dues creditors other than micro enterprises and small enterprises		6,803.86	9,254.83		
	(iii) Other Financial Liabilities	19	-	32.11		
	(b) Other current liabilities	20	438.66	485.06		
	(c) Provisions	21	107.54	103.00		
	Total Current Liabilities (F)		13,992.44	16,000.12		
	TOTAL EQUITY AND LIABILITIES [G] = (D)+(E)+(F)]		22,448.20	22,662.33		

Significant Accounting Policies and Notes on Accounts thereon forms an integral part of accounts.

1 & 2

As per our report even date
for **P.S.N RAVISHANKER & ASSOCIATES**

Chartered Accountants
FRN - 003228S

Sd/-
YADAVILLI SAI KARUNAKAR
Partner
ICAI M.No.207033

Place: Hyderabad
Date: 28-05-2025

For and on behalf of the Board of Directors of
EVEREST ORGANICS LIMITED

Sd/-
P.RAMA KRISHNA
Chief Financial Officer

Sd/-
Dr.S.K.SIRISHA
Managing Director
DIN: 06921012

Sd/-
VENKATA SATYANARAYANA MURTHY VADALI
Director
DIN:01568277

**PART II - STATEMENT OF PROFIT AND LOSS ACCOUNT**

Statement of Profit and Loss as on 31.03.2025

(Rs. in Lakhs Except Per Share)

	Particulars	Note No.	For the Year Ended 31-Mar-2025	For the Year Ended 31-Mar-2024
I	Revenue From Operation	22	15,947.90	19,724.13
II	Other Income	23	68.69	88.61
III	Total Income (I+II)		16,016.59	19,812.74
IV	EXPENSES			
	Cost of materials consumed	24	9,749.99	12,340.84
	Changes in Inventories of finished goods, work-in-progress and stock-in-trade	25	104.31	55.90
	Employee benefits Expenditure	26	1,635.27	1,897.93
	Finance Cost	27	518.99	546.65
	Depreciation and amortisation expenses	3	596.24	579.58
	Other expenses	28	3,736.04	4,330.81
	Total Expenses (IV)		16,340.84	19,751.70
V	Profit/(loss) before exceptional items and tax(III-IV)		(324.26)	61.04
VI	Add: Exceptional Item		-	-
VII	Profit/(loss) before tax (V-VI)		(324.26)	61.04
VIII	Tax Expenses			
	(1) Current tax		-	10.00
	(2) Deferred tax		(195.22)	37.12
IX	Profit/(Loss) for the period from continuing operations (VII-VIII)		(129.03)	13.92
X	Profit/(loss) from discontinued operations		-	-
XI	Tax expense of Discontinued operations		-	-
XII	Profit/(Loss) from Discontinued operations (after tax) (X-XI)		-	-
XIII	Profit/(loss) for the period (IX+XII)		(129.03)	13.92
XIV	Other Comprehensive Income			
	A (i) Items that will not be reclassified to		(215.99)	-
	(ii) Income tax relating to items that will		56.16	-
	B (i) Item that will be reclassified to profit or		-	-
	(ii) Income tax relating to items that will be		-	-
XV	Total Comprehensive Income for the period (XIII+XIV) (Comprising Profit/(Loss) and Other Comprehensive Income for the period)		(288.87)	13.92
XVI	Earnings per equity share (for continuing operation):			
	(1) Basic		(2.97)	0.17
	(2) Diluted		(2.97)	0.17
XVII	Earnings per equity share (for discontinued operation):			
	(1) Basic		-	-
	(2) Diluted		-	-
XVIII	Earnings per equity share (for discontinued & continuing operations)			
	(1) Basic		(2.97)	0.17
	(2) Diluted		(2.97)	0.17

Significant Accounting Policies and Notes on Accounts thereon forms an integral part of accounts.

1 & 2

As per our report even date
for **P.S.N RAVISHANKER & ASSOCIATES**
Chartered Accountants
FRN - 003228S

Sd/-
YADAVILLI SAI KARUNAKAR
Partner
ICAI M.No.207033

Place: Hyderabad
Date: 28-05-2025

Sd/-
P.RAMA KRISHNA
Chief Financial Officer

For and on behalf of the Board of Directors of
EVEREST ORGANICS LIMITED

Sd/-
Dr.S.K.SIRISHA
Managing Director
DIN: 06921012

Sd/-
VENKATA SATYANARAYANA MURTHY VADALI
Director
DIN:01568277

**CASH FLOW STATEMENT**

Cash Flow Statement for the Year Ended 31-03-2025			(Rs.in Lakhs)
Particulars	Year Ended	Year Ended	
	31.03.2025	31.03.2024	
Cash Flow from Operating Activities			
Profit before tax	(324.26)	61.04	
	-	-	
Depreciation and Amortisation expenses	596.24	579.58	
Provision for Doubt full Debts	37.37	33.56	
Bad Debts Written Off	65.91	-	
Provision for Gratuity	34.91	48.02	
Provision Leave Encashment	12.33	15.77	
Foreign Exchange Loss/(Gain)	4.49	(0.64)	
Interest and Financial Charges paid	518.99	546.65	
Prior Period Adjustments	(216.43)	(51.41)	
Interest Earned	(25.71)	(9.69)	
Operating Profit/(Loss) before working capital charges	703.85	1,222.87	
(Increase)/Decrease in Inventories	(148.34)	297.16	
(Increase)/Decrease in Trade receivables	1,057.47	(2,408.07)	
(Increase)/Decrease in Other Current Assets	(307.77)	383.75	
(Increase)/Decrease in Security Deposits	21.72	(67.09)	
Increase/(Decrease) in Borrowings	(446.91)	374.84	
Increase/(Decrease) in Trade Payables	(1,486.79)	1,555.55	
Increase/(Decrease) in Other Current Liabilities	57.54	248.31	
Cash Generated from Operations	(549.24)	1,607.32	
Income Taxes Refund/(Paid)	11.55	2.04	
Net Cash Generated from Operations	(537.69)	1,609.36	
Cash Flow from Investing Activities			
Purchase of PPE including CWIP	(357.71)	(1,309.33)	
Payments to Intangible Asset Under Development	(184.94)	-	
Interest earned	25.71	9.69	
Cash used in Investing Activities	(516.93)	(1,299.64)	
Cash Flow from Financing Activities			
Receipt/(Repayment) of Borrowings	(544.53)	236.79	
Issue of Share Capital	171.05	-	
Securities premium received on issue of equity shares	2,428.95	-	
Money Received against Share Warrants	100.00	-	
Interest and Financial Charges paid	(518.99)	(546.65)	
Net Cash From Financing Activities	1,636.48	(309.86)	
Net Increase/(Decrease) in Cash & Cash Equivalents	581.86	(0.14)	
Opening Cash & Cash Equivalents	27.34	27.48	
Closing Cash & Cash Equivalents	609.20	27.34	

AUDITORS CERTIFICATE

We have examined the cash flow statement of M/s.Everest Organics Limited for the year ending 31st March,2025. The statement has been prepared by the Company in accordance with the requirement of Regulation 34 of SEBI (LODR) Regulations, 2015 of the Listing Agreement with Mumbai Stock Exchange and is based on and is an agreement with the Corresponding Profit & Loss Account and Balance Sheet of the Company as per our report dated 28th May, 2025 to the Members of the Company.

As per our report even date

for P.S.N RAVISHANKER & ASSOCIATES

Chartered Accountants

FRN - 003228S

Sd/-

YADAVILLI SAI KARUNAKAR

Partner

ICAI M.No.207033

Place: Hyderabad

Date: 28-05-2025

For and on behalf of the Board of Directors of

EVEREST ORGANICS LIMITED

Sd/-

P.RAMA KRISHNA

Chief Financial Officer

Sd/-

Dr.S.K.SIRISHA

Managing Director

DIN: 06921012

Sd/-

VENKATA SATYANARAYANA MURTHY VADALI

Director

DIN:01568277

**NOTES FORMING PART OF THE ACCOUNTS****NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31.03.2025****1. GENERAL INFORMATION:**

Everest Organics Limited is a public company incorporated under the provisions of the Companies Act, 1956 with CIN L24230TG1993PLC015426. The registered office of the Company is located at Aroor Village, Sadasivapet Mandal, Sangareddy (Medak) District, Telangana-502291, India. The Company's shares are listed on the Bombay Stock Exchange (BSE).

The Company is principally engaged in manufacturing of active pharmaceutical ingredients and Bulk drugs. The Financial Statements for the year ended 31st March, 2025 were approved by the Board of Directors and authorized for issue on 28th May, 2025.

2. STATEMENT OF MATERIAL ACCOUNTING POLICIES**2.1 BASIS FOR PREPARATION****a. Statement of Compliance**

The financial statements of Everest Organics Limited have been prepared and presented in accordance with Indian Accounting Standards ("Ind As") notified under section 133 of accounting standards notified by the Central Government of India under Section 133 of the Companies Act, 2013 read with Companies (Indian Accounting Standards) Rules, 2015, other pronouncements of the Institute of Chartered Accountants of India, the relevant provisions of Companies Act, 2013 and guidelines issued by Securities and Exchange Board of India (SEBI).

The company's Internal Financial Control (IFC) over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles, which is being implemented by the company as a continuous process exercise required for providing reasonable assurance regarding the reliability of the financial reporting.

Accounting policies not referred to herein otherwise are consistent with Generally Accepted Accounting Principles in India. The financial statements are drawn up in Indian Rupees (In Lakhs), the functional currency of the Company, and in accordance with Ind AS presentation.

The financial statements comprise the Balance Sheet as at 31st March, 2025 and 31st March, 2024, the Statement of Profit and Loss, Statement of Changes in Equity and Statement of Cash Flow for the year ended 31st March, 2025 and 31st March, 2024 and a summary of material accounting policies and other explanatory information (together hereinafter referred as "Financial Statements").

b. Basis of measurement

The company follows the mercantile system of accounting and recognizes incomes and expenses on an accrual basis. The accounts are prepared as a going concern and on a historical cost basis except for the following:

- Certain financial assets and liabilities are measured at fair value or amortised cost.
- Employee defined benefit asset/liability recognized as the total of the fair value of plan assets and actuarial losses/gains, and the present value of defined benefit obligation.

c. Functional & presentation currency

Items included in the financial statements of the Company are measured using the currency of the primary economic environment in which the entity operates ("the functional currency"). The

**NOTES FORMING PART OF THE ACCOUNTS**

financial statements are presented in Indian rupee (Rs.), which is the company's functional and presentation currency.

d. Use of estimates

The preparation of the financial statements in conformity with Ind AS requires management to make estimates, judgments and assumptions that affect the application of accounting policies and the reported amounts of assets and liabilities, the disclosures of contingent assets and liabilities at the date of the financial statements and reported amounts of revenues and expenses during the period. Actual results could differ from these estimates. Estimates and underlying assumptions are reviewed on an ongoing basis. Any revision to accounting estimates is recognized prospectively in the current and future periods and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent liabilities on the date of the financial statements and reported amounts of revenues and expenses for the year.

e. Current and non-current classification

All the assets and liabilities have been classified as current or non-current as per the Company's normal operating cycle and other criteria set out in Schedule III to the Companies Act, 2013, read with Indian Accounting Standards.

f. Assets

An asset is classified as current when it satisfies any of the following criteria:

- a) it is expected to be realized in, or is intended for sale or consumption in, the Company's normal operating cycle;
- b) it is held primarily for the purpose of being traded;
- c) it is expected to be realized within twelve (12) months after the reporting date; or
- d) it is cash or cash equivalent unless it is restricted from being exchanged or used to settle a liability for at least twelve (12) months after the reporting date.

g. Liabilities

A liability is classified as current when it satisfies any of the following criteria:

- a) it is expected to be settled in the Company's normal operating cycle;
- b) it is held primarily for the purpose of being traded;
- c) it is due to be settled within twelve (12) months after the reporting date; or
- d) the Company does not have an unconditional right to defer settlement of the liability for at least twelve (12) months after the reporting date. Terms of a liability that could, at the option of the counter party, result in its settlement by the issue of equity instruments do not affect its classification.

All other assets/liabilities are classified as non-current. Deferred tax assets and liabilities are classified as non-current assets and liabilities.

Normal operating cycle is the time between the acquisition of assets for processing and their realization in cash and cash equivalents. The Company has identified twelve (12) months as its operating cycle.

**NOTES FORMING PART OF THE ACCOUNTS****2.2 MATERIAL ACCOUNTING POLICIES:****A. Revenue Recognition:**

Revenue is measured at the transaction price determined under IND AS 115-Revenue from contracts with customers. Amounts disclosed as revenue are net of returns, trade allowances, rebates, Goods & Service Tax (GST) collections and amounts collected on behalf of third parties.

Revenue from Sale of Goods:

Revenue from the sale of goods is recognized when the customer obtains control of the Company's product, which occurs at a point in time, usually upon dispatch/shipment, with payment terms typically in the range of 60 to 90 days after invoicing depending on product and geographic region. Taxes collected from customers relating to product sales and remitted to government authorities are excluded from revenues. The Company does not expect to have any contracts where the period between the transfer of the promised goods to the customers and payment by the customer exceeds one year. Consequently, the company does not adjust any of the transaction prices for the time value of money.

For contracts with multiple performance obligations, the Company allocates the transaction price to each performance obligation based on the relative standalone selling price. The Standalone selling price of each performance obligation is estimated using the expected costs of satisfying such performance obligation and then an appropriate margin is added for such goods. The amount of revenue to be recognised is based on the consideration expected to be received in exchange for goods, excluding trade discounts, volume discounts, sales returns and any taxes or duties collected on behalf of the government which are levied on sales such as sales tax, value added tax, goods and services tax, etc., where applicable. Any additional amounts based on terms of agreement entered into with customers, is recognised in the period when the collectability becomes probable and a reliable measure of the same is available.

As per the requirements of "Ind AS 115 - Revenue from Contracts with Customers", Revenue should be recognized when control of the goods is transferred to the customer. However, the company has been consistently practicing the recognition of Revenue on Sales upon dispatch of goods upto Balance Sheet Date, control for which was transferred after the Balance Sheet Date but before the Financial Statements preparation and approval Date. This results in understatement or overstatement of Turnover and Net Profit after tax for the Year and consequently Reserves at the end of the year.

Keeping in view the Quid Pro Effect at the end of the year and at the beginning of the year for the FY 2024-25 and 2023-24, (1) the Net Turnover for the FY 2024-25 was understated by Rs.710.15 Lakhs(Net Turnover for the year 2023-24 was overstated by Rs.609.45 Lakhs) and Likewise (2) the Net Profit After Tax for the Year 2024-25 and Reserves & Surplus as at 31.03.2025 was understated by Rs.220.25 Lakhs (Net Profit after Tax for FY 2023-24 and Reserves & Surplus as at 31.03.2024 was overstated by Rs.194.73 Lakhs).

Revenue from Sale of Services:

Revenue from Sale of services is recognised as per the terms of the contracts with customers when the related services are performed, or the agreed milestones are achieved. Upfront non-refundable payments received are deferred and recognised as revenue over the expected period over which the related services are expected to be performed.

**NOTES FORMING PART OF THE ACCOUNTS****B. Interest Income:**

Interest income from financial assets at fair value through profit or loss is disclosed as interest income within other incomes. Interest income on financial assets at amortised cost is calculated using the effective interest method (EIR) is recognised in the statement of profit and loss as part of other income. Interest income is calculated by applying the effective interest rate to the gross carrying amount of a financial asset except for financial assets that subsequently become credit impaired. For credit-impaired financial assets the effective interest rate is applied to the net carrying amount of the financial asset (after deduction of the loss allowance).

C. Provisions, Contingent liabilities and Contingent assets:

A provision is recognized when the Company has a present obligation as a result of past events and it is probable that an outflow of resources will be required to settle the obligation in respect of which a reliable estimate can be made. Provisions are not discounted to its present value and are determined based on best estimate required to settle the obligation at the balance sheet date. These are reviewed at each balance sheet date and adjusted to reflect the current best estimates.

Where no reliable estimates can be made, a disclosure is made as a contingent liability. A disclosure for contingent liability is also made when there may be a possible obligation or a present obligation but probably will not require an outflow of resources.

Contingent assets are not recognized in financial statements. A contingent asset is disclosed where an inflow of economic benefits is probable. If it is virtually certain that an inflow of economic benefits will arise, the assets and related income are recognized in the period in which the change occurs.

D. Property, Plant and Equipment:

Items of property, plant and equipment are carried at the historical cost of acquisition or construction or at the consideration paid less accumulated depreciation arrived at taking into Schedule II of the Companies Act, 2013. The cost of an item of property, plant and equipment comprises its purchase price, including import duties and non-refundable purchase taxes, after deducting trade discounts and rebates and any costs directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by management.

Borrowing costs directly attributable to acquisition or construction of items of property, plant and equipment which necessarily take a substantial period of time to get ready for their intended use are capitalized. Borrowing costs are interest and other costs incurred by the Company in connection with the borrowing of funds.

Subsequent expenditure related to an item of property, plant and equipment is capitalized only if it enhances the future economic benefits arising from the existing assets beyond its previously assessed standards of performance.

Advances paid towards acquisition of property, plant and equipment outstanding at each balance sheet date are shown under short-term loans and advances. Cost of assets not ready for intended use, as on the balance sheet date, is shown as capital work-in-progress. Gains or losses from disposal of an item of property, plant and equipment are recognized in the statement of profit and loss.

E. Depreciation:

Depreciation on property, plant and equipment is provided as per useful lives specified in the Schedule II of the Companies Act, 2013 for the actual period of the usage of the assets on prorata basis, with Plant & Machinery considered to be coming under the category of "manufacture of pharmaceuticals and chemicals" in accordance with clauses 1 & 2 of Section 123 of the Companies Act, 2013.

**NOTES FORMING PART OF THE ACCOUNTS**

Depreciation is calculated on a straight-line basis over the estimated useful lives of the assets as follows:

Asset	Useful lives estimated by the Management (years)	Useful lives as stated in the Act (years)
Factory buildings	30	30
Plant and Equipment	10-20	5-20
Solar Power Generation System	25	40
Furniture and fixtures	10	10
Vehicles	8	8
Computers	3-6	3-6

F. Research & Development Expenditure:

It is the policy of the company to transfer the Research & Development Expenditure on capital items to assets and depreciation is charged thereon accordingly at the applicable rates and Revenue expenditure on Research and development is charged off to Profit & Loss in the year in which it is incurred. The expenditure to be capitalised include the cost of materials and other costs directly attributable to preparing the asset for its intended use.

Intangible Assets having indefinite life (or) Intangible Assets under development (or) Goodwill arisen by way of acquisition are tested for impairment annually, or more frequently when there is an indication that the assets may be impaired. All other intangible assets are tested for impairment when there are indications that the carrying value may not be recoverable.

G. Impairment of Assets:

An asset is treated as impaired when the carrying cost of the asset exceeds its recoverable value (or) An asset that requires compulsory test for impairment every year. An impairment loss is charged to the Statement of Profit and Loss in the year in which an asset is identified as impaired. The impairment loss recognized in the prior accounting period is reversed if there has been a change in the estimate of the recoverable amount. In the opinion of the Management, during the year there is no impairment loss.

H. Inventories:

Raw materials, packing materials, stores, spares, consumables are valued at cost, after providing for obsolescence. Work-in-process is valued at cost of raw materials and proportionate overheads. Finished goods are valued at lower of the cost or market value/net realizable value. Cost includes all charges incurred in relation to the goods. The goods received on account of sales returns are valued at cost.

Net Realizable Value (NRV) is the estimated selling price in the ordinary course of the business, less the estimated costs of completion and the estimated costs necessary to make the sale. Cost of inventories comprises all cost of purchase, cost of conversion and other costs incurred in bringing the inventories to their present location and condition. The cost of all categories of inventory is determined using the weighted average cost method.

I. Cash and cash equivalents. Statement of Cash Flow:**Cash and cash equivalents**

Cash comprises cash on hand and demand deposits. Cash equivalents are short-term, highly liquid investments that are readily convertible to known amounts of cash and which are subject to

**NOTES FORMING PART OF THE ACCOUNTS**

an insignificant risk of changes in value. Cash equivalents are held for the purpose of meeting short-term cash commitments rather than for investment or other purposes and are readily convertible to known amount of cash.

Statement of Cash Flow

Cash flows are inflows and outflows of cash and cash equivalents. Operating activities are the principal revenue-producing activities of the entity and other activities that are not investing or financing activities. Investing activities are the acquisition and disposal of long-term assets and other investments not included in cash equivalents. Financing activities are activities that result in changes in the size and composition of the contributed equity and borrowings of the entity.

Statement of Cash Flows are reported using indirect method, whereby profit before tax is adjusted for the effects of transactions of a non-cash nature, any deferrals or accruals of past or future operating cash receipts or payments and item of income or expenses associated with investing or financing cash flows. The cash flows from operating, investing and financing activities of the company are segregated.

J. Foreign Currency Transactions:

Foreign currency transactions are translated into the functional currency using the exchange rates prevailing at the dates of the transactions.

Transactions of monetary assets and liabilities denominated in foreign currency are translated at exchange rates in effect on the Balance Sheet date. The gains or losses resulting from such translations are included in the statement of profit and loss account. Non-monetary assets and non-monetary liabilities to be denominated in foreign currency and measured at fair value are translated at the exchange rate prevalent at the date when the fair value was determined. Non-monetary assets and non-monetary liabilities to be denominated in foreign currency are measured at historical cost and are translated at the exchange rate prevalent at the date of transaction.

Revenue, expense, and cash flow items denominated in foreign currencies are translated using exchange rates in effect on the date of transaction. Transaction gain or loss realized upon settlements of foreign currency transactions are included in determining net profit for the period in which the transaction is settled.

K. Employee Benefits:**Short-term employee benefits:**

Short-term employee benefits are expensed as the related service is provided. A liability is recognized for the amount expected to be paid if the Company has a present legal or constructive obligation to pay this amount because of past service provided by the employee and the obligation can be estimated reliably.

Defined Contribution Plans:

Contributions to defined contribution retirement benefit schemes are generally recognized as an expense in the statement of profit & loss account as and when employees have rendered services entitling them to contributions.

Defined Benefit Plans:

The Company pays gratuity to the employees who have completed five years of service with the Company at the time of resignation/superannuation. The gratuity is paid @15 days basic salary for every completed year of service as per the Payment of Gratuity Act, 1972. The gratuity liability amount is contributed to the approved gratuity fund formed exclusively for gratuity payment to the

**NOTES FORMING PART OF THE ACCOUNTS**

employees managed by Life Insurance Corporation of India (LIC).

The liability in respect of gratuity and other post-employment benefits are calculated and the said amount is spread over the period during which the benefit is expected to be derived from employees' services. The current service cost of the defined benefit plan, recognized in the statement of profit and loss under employee benefit expense, reflects the increase in the defined benefit obligation resulting from employee service in the current year, benefit changes, curtailments, and settlements. Past service costs are recognized immediately in the statement of profit and loss. Remeasurement gains and losses arising from adjustments and changes are recognized in Other Comprehensive Income in the period in which they occur.

Compensated Absences:

The Company's current policies permit its employees to accumulate and carry forward their unutilized compensated leaves and utilize them in future periods or receive cash in lieu thereof. The balance of such earned leaves in excess of 30 days can be encashed by such individual employee at the year end. The compensation against such encashment is arrived and disbursed based on the gross salary drawn by such individual employee as at the year end.

Provident Fund:

Contribution to Provident fund (a defined contribution plan) administered through Regional Provident Fund Commissioner are recognized is charged to profit and loss account in the same period, as expense.

L. Earnings per Share:

Basic earnings per share are computed by dividing the net profit after tax available to Equity Shareholders by the weighted average number of equity shares outstanding during the period. Diluted EPS is determined by adjusting the profit or loss attributable to equity shareholders and the weighted average number of equity shares outstanding for the effects of all dilutive potential ordinary shares.

M. Income Tax Expense:

Income tax expense comprises of current tax and Deferred Tax. Tax is recognized in the Statement of Profit and Loss, except to the extent that it relates to items recognized in the Other Comprehensive Income. In this case, the tax is also recognized in Other Comprehensive Income.

(a) Current Tax:

Current tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date in the country where the Company operates and generates taxable income.

(b) Deferred Tax:

Deferred tax expense or benefit is recognized on temporary timing differences being the difference between the carrying amounts of assets and liabilities in the financial statements and corresponding tax bases used in the computation of taxable profit, that originate in one period and is likely to reverse in one or more subsequent periods. Accordingly, the company provided for Deferred Tax on 31-03-2025.

A deferred tax asset is recognized to the extent that it is probable that future taxable profits will be available against which the temporary timing difference can be utilized. Deferred tax liabilities and assets are measured at the tax rates that are expected to apply in the period in

**NOTES FORMING PART OF THE ACCOUNTS**

which the liability is settled or the asset realized, based on tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period. The carrying value of deferred tax assets and liabilities are reviewed at each reporting date.

Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

(c) Indirect taxes:

In the opinion of the Board and to the best of their knowledge and belief, the Company has properly complied with the provisions of Goods and Service Tax Act, 2017, The Customs Acts, 1962 and any other indirect taxes, to the extent applicable to the Company. The difference, if any, between the figures as per books of account and the respective returns, have been reconciled and would be corrected in next periodic returns and in annual returns. The said differences, if any, do not have any material impact on standalone financial statements.

N. Segment Accounting Policy:

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker. The chief operating decision maker of the Company is responsible for allocating resources and assessing the performance of the operating segments. The Company prepares its segment information in conformity with accounting policies adopted for preparing and presenting the financial statements of the Company as a whole.

O. FINANCIAL INSTRUMENTS:

I. FINANCIAL ASSETS:

1. Initial Recognition and Measurement:

All Financial Assets are initially recognized at fair value. Transaction costs that are directly attributable to the acquisition or issue of Financial Assets, which are not at Fair Value through Profit or Loss, are adjusted to the fair value on initial recognition. Purchase and sale of Financial Assets are recognized using trade date accounting i.e. the date that the Company commits to purchase or sell the asset.

After initial measurement, such financial assets are subsequently measured at amortised cost using the effective interest rate (EIR) method. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included in Other Income in the profit or loss. The losses arising from impairment are recognised in the profit or loss.

2. Subsequent Measurement:

- Financial Assets measured at Amortized Cost (AC):

A Financial Asset is measured at Amortized Cost if

- it is held within a business model whose objective is to hold the asset in order to collect contractual cash flows and
- the contractual terms of the Financial Asset give rise on specified dates to cash flows that represent solely payments of principal and interest (SPPI) on the principal amount outstanding.

- Financial Assets measured at Fair Value Through Other Comprehensive Income (FVTOCI):

A Financial Asset is measured at FVTOCI if

**NOTES FORMING PART OF THE ACCOUNTS**

- it is held within a business model whose objective is achieved by both collecting contractual cash flows and selling Financial Assets and
- the contractual terms of the Financial Asset give rise on specified dates to cash flows that represents solely payments of principal and interest (SPPI) on the principal amount outstanding.

- Financial Assets measured at Fair Value Through Profit or Loss (FVTPL):

A Financial Asset which is not classified in any of the above categories are measured at FVTPL. Financial assets are reclassified subsequent to their recognition, if the Company changes its business model for managing those financial assets. Changes in business model are made and applied prospectively from the reclassification date which is the first day of immediately next reporting period following the changes in business model in accordance with principles laid down under Ind AS 109.

- Investment in Subsidiaries, Associates and Joint Ventures:

The Company accounts for its investments in Subsidiaries, associates, and joint venture at cost less impairment loss (if any). Investments in preference shares with the right of surplus assets which are in nature equity in accordance with Ind AS 32 would treated as separate category of investment and measured as at FVTOCI.

- Other Equity Investments:

All other equity investments are measured at fair value, with value changes recognized in the Statement of Profit and Loss, except for those equity investments for which the Company has elected to present the value changes in 'Other Comprehensive Income'. However, dividend on such equity investments are recognized in Statement of Profit and loss when the Company's right to receive payment is established.

- Impairment of Financial Assets:

In accordance with Ind AS 109, the Company uses 'Expected Credit Loss' (ECL) model, for evaluating impairment of Financial Assets other than those measured at Fair Value Through Profit and Loss (FVTPL). Expected Credit Losses are measured through a loss allowance at an amount equal to:

- The 12-months expected credit losses (expected credit losses that result from those default events on the financial instrument that are possible within 12 months after the reporting date); or
- Full lifetime expected credit losses (expected credit losses that result from all possible default events over the life of the financial instrument).

For Trade Receivables the Company applies 'simplified approach' which requires expected lifetime losses to be recognized from initial recognition of the receivables.

The Company uses historical default rates to determine impairment loss on the portfolio of trade receivables. At every reporting date, these historical default rates are reviewed and changes in the forward-looking estimates are analyzed.

For other assets, the Company uses 12-month ECL to provide for impairment loss where there is no significant increase in credit risk. If there is a significant increase in credit risk full lifetime ECL is used.

**NOTES FORMING PART OF THE ACCOUNTS**

A financial asset (or, where applicable, a part of a financial asset or part of a group of similar financial assets) is primarily derecognized (i.e. removed from the Company's balance sheet) when:

- the rights to receive cash flows from the asset have expired or
- Both (1) the Company has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a "pass-through" arrangement and (2) either (a) the Company has transferred substantially all the risks and rewards of the asset, or (b) the Company has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

II. FINANCIAL LIABILITIES:**1. Initial Recognition and Measurement:**

All Financial Liabilities are recognized at fair value and in case of borrowings, net of directly attributable cost. Fees of recurring nature are directly recognized in the Statement of Profit and Loss as finance cost.

2. Subsequent Measurement:

Financial Liabilities are carried at amortized cost using the effective interest method. For trade and other payables maturing within one year from the balance sheet date, the carrying amounts approximate fair value due to the short maturity of these instruments.

A financial liability is derecognized when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same or other lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is to be recognized in the statement of profit or loss.

III. FINANCIAL RISK MANAGEMENT:

The Company's activities expose it to variety of financial risks: foreign currency risk, interest rate risk, credit risk, Commodity price risk and liquidity risk. Within the boundaries of approved Risk Management Policy framework, the Company manages volatility and minimize the adverse impact on its financial performance.

a) Foreign Currency Risk:

Foreign Currency Risk is the risk that the Fair Value or Future Cash Flows of an exposure will fluctuate because of changes in foreign currency rates. Exposures can arise on account of the various assets and liabilities which are denominated in currencies other than Indian Rupee. The fluctuation in foreign currency exchange rates may have potential impact on the statement of profit or loss, where any transaction references more than one currency or where assets / liabilities are denominated in a currency other than the functional currency of the Company. The Company is subject to foreign exchange risk primarily due to its foreign currency revenues, expenses and borrowings.

b) Interest Rate Risk:

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will

**NOTES FORMING PART OF THE ACCOUNTS**

fluctuate because of change in market interest rates. The Company is not exposed to any interest rate risk as the interest rates implicit in all the borrowings are fixed in nature.

c) Credit Risk:

Credit risk is the risk that a customer fails to perform or pay the amounts due causing financial loss to the Company. Credit risk arises from dealing in derivatives receivable from customers and other financial instruments. The Company maintains that Credit risk is actively managed through continuous follow-up with the parties and Credit information is regularly shared between businesses and finance function, with a framework in place to quickly identify, respond and recognize cases of credit deterioration.

d) Commodity Price Risk:

Commodity price risk arises due to fluctuation in prices of the major imported raw materials and other products. The company has a risk management framework headed by the managing director, aimed at prudently managing the risk arising from the volatility in commodity prices and freight costs.

e) Liquidity Risk:

Liquidity risk arises from the Company's inability to meet its cash flow commitments on the due date. The company's liquidity is managed centrally with all the departments forecasting their cash and liquidity requirements. Management monitors rolling forecasts of the Company's cash flow position to ensure that the Company is able to meet its financial obligation.

- P.** The company has been accounting for Sales Commission payable to the sales agents only after the realization against the credit sales made against sales agency references. Payments against the same are made after receiving the invoices thereto.
- Q.** There were occasional delays in making of payments to certain Micro and Small Enterprises, and as per the provisions of Section 15 of the MSMED Act, 2006. Liability on account of interest under section 16 of MSMED Act, 2006 on such delayed payments amount to Rs.12.47 Lakhs as on 31-03-2025, and this interest has not been provided in the books of account, and consequently, the profit for the year is overstated to that extent.

**SCHEDULE FORMING PART OF THE BALANCE SHEET****3(i) Property, plant and equipment****(Rs. in Lakhs)**

Particulars	Land	Buildings	Plant & Machinery	Furniture & fixtures	Vehicles	Office Equipment	Total
Gross Carrying Amount							
Balance at 01-04-2023	53.08	990.28	8,712.09	72.65	188.77	105.62	10,122.49
Additions	-	34.69	280.50	4.09	-	4.43	323.71
Disposals	-	-	-	-	-	-	-
Balance at 31-03-2024	53.08	1,024.97	8,992.58	76.74	188.77	110.05	10,446.20
Balance at 01-04-2024	53.08	1,024.97	8,992.58	76.74	188.77	110.05	10,446.20
Additions	-	-	154.55	0.05	-	0.69	155.29
Disposals	-	-	-	-	-	-	-
Balance at 31-03-2025	53.08	1,024.97	9,147.13	76.79	188.77	110.75	10,601.49
Accumulated Depreciation							
Balance at 01-04-2023	-	446.86	4,001.41	47.68	88.58	91.12	4,675.64
Depreciation for Current Year	-	38.88	467.86	5.59	9.07	16.23	537.65
Disposals	-	-	-	-	-	-	-
Balance at 31-03-2024	-	485.74	4,469.27	53.27	97.65	107.35	5,213.29
Balance at 31-03-2024	-	485.74	4,469.27	53.27	104.81	100.19	5,213.29
Depreciation for Current Year	-	39.21	485.83	6.04	16.45	6.78	554.31
Disposals	-	-	-	-	-	-	-
Balance at 31-03-2025	-	524.95	4,955.10	59.31	121.26	106.97	5,767.60
Net carrying value							
Balance at 31-03-2024	53.08	539.23	4,523.31	23.47	91.12	2.70	5,232.91
Balance at 31-03-2025	53.08	500.02	4,192.03	17.48	67.51	3.78	4,833.89

3(ii) Capital Work in Progress

	As at 31-Mar-2025	As at 31-Mar-2024
Buildings		
Opening Balance	723.34	578.25
Additions during the Year	349.67	179.79
Capitalised During the Year	-	(34.69)
Closing Balance (a)	1,073.01	723.34
Plant & Machinery		
Opening Balance	1,211.23	370.70
Additions during the Year	7.29	1,121.03
Capitalised During the Year	(154.55)	(280.50)
Closing Balance (b)	1,063.98	1,211.23
Total (a+b)	2,136.99	1,934.57

Capital work-in-progress (CWIP) Ageing schedule as at 31-03-2024

Particulars	Less than 1 Year	1-2 Years	2-3 Years	More than 3 years	Total
Project In Progress					
As at 31-03-24	1,008.07	453.87	472.63	-	1,934.57

Capital work-in-progress (CWIP) Ageing schedule as at 31-03-2025

Particulars	Less than 1 Year	1-2 Years	2-3 Years	More than 3 years	Total
Project In Progress					
As at 31-03-25	262.42	1,008.07	453.87	412.63	2,136.99

**SCHEDULE FORMING PART OF THE BALANCE SHEET**

(Rs. in Lakhs)

3(iii) Other Intangible Assets (Products Related)

Gross Carrying Amount		
Balance at 01-04-2023		209.65
Additions		-
Balance at 31-03-2024		209.65
Balance at 01-04-2024		209.65
Additions		-
Balance at 31-03-2025		209.65
Accumulated Depreciation		
Balance at 01-04-2023		-
Amortisation for Current Year		41.93
Impairment Loss		
Balance at 31-03-2024		41.93
Balance at 31-03-2024		41.93
Amortisation for Current Year		41.93
Impairment Loss		
Balance at 31-03-2025		83.86
Net carrying value		
Balance at 31-03-2024		167.72
Balance at 31-03-2025		125.79

3(iv) Intangible Asset Under Development

	31-03-2025	31-03-2024
Opening Balance		-
Additions during the Year	184.94	-
Amortised during the Year		
Total	184.94	-

4. Financial Assets- Investments

		As at 31-Mar-2025		As at 31-Mar-2024
(i) Investment in Equity Investment				
Equity Shares in PETL	8.15	8.45	8.15	8.45
Equity Shares in SBI	0.30		0.30	
(ii) Other Financial Assets				
Security Deposit for Rent	16.50	135.69	4.50	123.69
Security Deposits with Government Company-TSCPDCL	118.31		118.31	
Security Deposits for Mobile, Internet	0.88		0.88	
Total		144.15		132.15

5. Other Non-Current Assets

		As at 31-Mar-2025		As at 31-Mar-2024
Security Deposits with Others		15.51		17.81
Loans and Advances to Employees		45.94		26.58
Gratuity Fund Deposit		108.80		162.18
Advances for Capital Goods		62.13		59.52
Total		232.37		266.09

6. Inventories

		As at 31-Mar-2025		As at 31-Mar-2024
(a) Raw materials		1,317.37		1,067.13
(b) Work-in-progress		1,103.90		2,267.10
(c) Finished Goods		2,030.82		971.94
(d) Others				
- Stores and Spares		53.88		55.65
- Coal		15.94		11.69
- Packing Material		2.88		2.95
Total		4,524.80		4,376.45

**SCHEDULE FORMING PART OF THE BALANCE SHEET**

(Rs. in Lakhs)

7.Trade Receivables		As at 31-Mar-2025		As at 31-Mar-2024
Trade Receivables considered good-unsecured	9,076.55		10,204.41	
Less: Allowance for doubtful receivables	(233.24)	8,843.31	(195.87)	10,008.54
Total		8,843.31		10,008.54

Trade Receivables ageing Schedule as on 31.03.2025

Particulars	Outstanding for following periods from due date of payment						
	No Overdue	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) Undisputed Trade receivables – considered good	4,263.95	2,170.07	1,209.55	814.55	151.93	-	8,610.06
(ii) Undisputed Trade Receivables – considered doubtful	-	-	-	-	-	233.24	233.24
(iii) Disputed Trade Receivables considered good	-	-	-	-	-	-	-
(iv) Disputed Trade Receivables considered doubtful	-	-	-	-	-	-	-
Total	4,263.95	2,170.07	1,209.55	814.55	151.93	233.24	8,843.31

Trade Receivables ageing Schedule as on 31.03.2024

Particulars	Outstanding for following periods from due date of payment						
	No Overdue	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) Undisputed Trade receivables – considered good	5,291.10	3,696.28	437.86	276.15	220.10	-	9,921.48
(ii) Undisputed Trade Receivables – considered doubtful	-	-	-	-	-	87.06	87.06
(iii) Disputed Trade Receivables considered good	-	-	-	-	-	-	-
(iv) Disputed Trade Receivables considered doubtful	-	-	-	-	-	-	-
Total	5,291.10	3,696.28	437.86	276.15	220.10	87.06	10,008.54

8. Cash and cash equivalents		As at 31-Mar-2025		As at 31-Mar-2024
(a) Balances with Banks;		607.99		26.14
(b) Cash on Hand;		1.22		1.20
Total		609.20		27.34

9. Bank Balances other than Note 8 above		As at 31-Mar-2025		As at 31-Mar-2024
Deposits with Banks		54.70		55.40
Total		54.70		55.40

**SCHEDULE FORMING PART OF THE BALANCE SHEET**

(Rs. in Lakhs)				
10. Other Financial Assets		As at 31-Mar-2025		As at 31-Mar-2024
Unsecured Loans		0.77		4.42
Export Incentives Receivable				
Duty Draw Back		15.27		15.78
RoDETP		45.42		44.95
Total		61.46		65.16
11. Other Current Assets		As at 31-Mar-2025		As at 31-Mar-2024
(i) Advances - Unsecured, considered good				
Advances - Raw Materials		304.77		30.57
Advance - Consumables-Coal		24.54		24.54
Advances - Others		85.21		119.61
Other Receivables		38.04		33.81
GST Input (ITC)		232.50		185.41
Total		685.06		393.95
12. Current tax Assets (net)		As at 31-Mar-2025		As at 31-Mar-2024
Advance Tax		-		-
TDS & TCS Receivable		11.55		12.04
Provision for Tax				(10.00)
Total		11.55		2.04
13. Equity Share Capital		As at 31-Mar-2025		As at 31-Mar-2024
Class of Shares - Equity Shares				
Authorised Capital				
1,00,00,000 Equity Shares of Rs.10/- each		1,000.00		1,000.00
Issued, Subscribed & Paid-up Capital		800.00		800.00
Shares issued, subscribed and paid up				
80,00,000 Equity Shares of Rs.10/- each fully paid up				
Add: Equity issued during the year				
17,10,526 Equity Shares of Rs.10/- each fully paid up		171.05		-
Total		971.05		800.00

Note:1

No. of shares held by individuals/entities each holding more than 5% of total stake.

1. Veerat Finance & Investment Co.Ltd., (37,25,546 Equity Shares of Rs.10/- fully paid up) (CIN: U65921TG1994PLC018639)	37,25,546 (38.37%)	37,25,546 (46.57%)
2. Dr.S.K.Srihari Raju (12,38,962 Equity Shares of Rs.10/- fully paid up) (14,99,854 Equity Shares of Rs.10/- fully paid up)	12,38,962 (12.76%)	14,99,854 (18.75%)
3. Greenpath Energy Pvt Ltd (8,22,368 Equity Shares of Rs.10/- fully paid up) (Nil Equity Shares of Rs.10/- fully paid up)	8,22,368 (8.47%)	Nil
4. R.Venkata Narayana (7,56,579 Equity Shares of Rs.10/- fully paid up) (Nil Equity Shares of Rs.10/- fully paid up)	7,56,579 (7.79%)	Nil

**SCHEDULE FORMING PART OF THE BALANCE SHEET****(Rs. in Lakhs)****Shares held by promoters****As at 31-03-2025****As at 31-03-2024**

S.No	Promoter name	No.of Share Held	% of Holding	% of Changes	No.of Share Held	% of Holding	% of Changes
1	Srihari Raju Srikakarlalapati	12,38,962	12.76%	-2.73%	12,38,962	15.49%	-3.26%
2	Srikakarlalapati Krishna Veni	3,15,467	3.25%	-0.69%	3,15,467	3.94%	3.26%
3	Srikakarlalapati Hari Krishna	5,996	0.06%	-0.01%	5,996	0.07%	0.00%
4	SK G Parvathi	31,752	0.33%	-0.07%	31,752	0.40%	0.00%
5	Srikakarlalapati Sita Rama Raju	1,13,608	1.17%	-0.25%	1,13,608	1.42%	0.00%
6	Sri Kakarlalapati Sirisha	1,07,856	1.11%	-0.24%	1,07,856	1.35%	0.00%
7	Veerat Finance & Investment Limited	37,25,546	38.37%	-8.20%	37,25,546	46.57%	0.00%
8	BK Advance Research LLP	2,23,716	2.30%	-0.49%	2,23,716	2.80%	0.00%
9	Nadimpalli V Raju	1,12,788	1.16%	-0.25%	1,12,788	1.41%	0.00%
10	Rajagopal Rao Rangineni	56,340	0.58%	-0.12%	56,340	0.70%	0.00%

Note: 2**Reconciliation of number of shares outstanding at the beginning and end of the year :**

Equity Shares of Rs.10/- each Fully paid up issued & subscribed as at the beginning of the year.

80,00,000

80,00,000

Add: Issued during the year 17,10,526 Equity Shares Rs.10/- each fully paid up *

17,10,526

-

Total:**97,10,526****80,00,000**

* Note : During the year 2024-25 the Company issued 17,10,526 equity shares of Rs 10 Each at Rs 152 per equity share.

14.Statement of Changes in Equity for the Period ended 31-03-2025

Balance at the beginning of the current reporting period	Changes in Equity Share Capital due to Prior Period Errors	Restated Balance at the beginning of the current reporting	Changes in Equity Share Capital during the current year	Balance at the end of the current reporting period
800	-	-	171	971

Statement of Changes in Equity for the Period ended 31-03-2024

Balance at the beginning of the current reporting period	Changes in Equity Share Capital due to Prior Period Errors	Restated Balance at the beginning of the current reporting period	Changes in Equity Share Capital during the current year	Balance at the end of the current reporting period
800	-	-	-	800



SCHEDULE FORMING PART OF THE BALANCE SHEET

(Rs. in Lakhs)

Other Equity														
(1) Current reporting period as on 31.03.2025														
	Share Application Money Pending allotment	Equity Component of Compound Financial Instrument	Capital Reserve	Securities Premium	Other Reserve (Specify nature)	Retained Earnings	Debt Instrument through Other Comprehensive Income	Equity Instrument through Other Comprehensive Income	Effective Portion of Cash Flow Hedges	Revaluati on Surplus	Exchange differences on translating the financial statements of a foreign operation	Other Items of Comprehensive Income (specify nature)	Money received against share warrants	Total
Balance as on 31-03-2024	-			372.94		3,411.05							-	3,783.99
Changes in accounting policy or prior period error	-			-									-	-
Restated Balance at the beginning of the reporting period	-	-	-	372.94	-	3,411.05	-	-	-	-			-	3,783.99
Share Premium Received during the year				2,428.95										2,428.95
Total comprehensive income for the year	-					(288.87)								(288.87)
Any other change (prior period taxes)	-			-		(0.43)							-	(0.43)
Amount recd against share warrants													100.00	100.00
Dividend													-	-
Balance as on 31-03-2025	-	-	-	2,801.88	-	3,121.75	-	-	-	-	-	-	100.00	6,023.64
Note : The Company issued 263157 convertible equity share warrants of Rs 10 Each convertible into , or exchangeable for, 1 equity share of Rs 10 Each of the persons belonging to promotor group on preferential basis at a price of Rs 152 per Equity share warrant of which 25% of share warrant subscription amount as received is shown above														
(2) Current reporting period as on 31.03.2024														
	Share Application Money Pending allotment	Equity Component of Compound Financial Instrument	Capital Reserve	Securities Premium	Other Reserve (Specify nature)	Retained Earnings	Debt Instrument through Other Comprehensive Income	Equity Instrument through Other Comprehensive Income	Effective Portion of Cash Flow Hedges	Revaluati on Surplus	Exchange differences on translating the financial statements of a foreign operation	Other Items of Comprehensive Income (specify nature)	Money received against share warrants	Total
Balance as on 31-03-2023	-			372.94		3,448.55							-	3,821.49
Changes in accounting policy or prior period error	-			-									-	-
Restated Balance at the beginning of the reporting period	-	-	-	372.94	-	3,448.55	-	-	-	-			-	3,821.49
Total comprehensive income for the year	-					13.92								13.92
Dividends	-													-
Transfer to Retained earnings	-					(51.41)								(51.41)
Any other change (prior period taxes)	-			-									-	-
Dividend	-												-	-
Balance as on 31-03-2024	-	-	-	372.94	-	3,411.05	-	-	-	-	-	-	-	3,783.99

**SCHEDULE FORMING PART OF THE BALANCE SHEET**

(Rs. in Lakhs)				
15. Non Current - Financial Liabilities / Borrowings		As at 31-Mar-2025		As at 31-Mar-2024
a. Secured Loans				
- from banks & NBFC's				
1. Term Loan from HDFC Bank-IV	523.88		798.26	
(Less) : Current Maturities	(304.17)	219.71	(264.23)	534.03
2. Loan from Axis Bank Land Rover Car	15.62		28.22	
	(14.84)	0.79	(13.77)	14.45
3. Term Loan from HDFC Bank-MSME Term Loan-II	171.51		220.00	
	(70.09)	101.42	(48.49)	171.51
4. Kotak Mahindra Prime Ltd - KIA Car Loan	8.12		11.39	
	(3.56)	4.56	(3.27)	8.12
5. Fed Bank Financial Services Ltd	9.85		24.76	
	(9.85)	0.00	(14.90)	9.85
6. Term Loan from HDFC Bank-VI	432.20		494.27	
	(82.25)	349.95	(60.01)	434.26
7. Sundaram Finance Ltd	40.31		48.27	
	(9.00)	31.31	(7.95)	40.32
a. Unsecured Loans				
i. Unsecured Loans from Directors & Near Relatives		212.05		251.76
Total		919.79		1,464.31
16.Provisions		As at 31-Mar-2025		As at 31-Mar-2024
Provision for Funded Gratuity Liability		340.94		162.18
Total		340.94		162.18
17. Current Financial Liabilities / Borrowings		As at 31-Mar-2025		As at 31-Mar-2024
Secured				
(a) Loans repayable on Demand				
- from HDFC Bank Ltd				
Cash Credit	1,595.62		1,631.67	
Export Packing Credit	463.05	2,058.67	668.22	2,299.90
(b) Cash Credit from Canara Bank		1,315.22		1,508.78
(c) Current maturities of long-term debt				
- from banks & NBFC'S				
1. Axis Bank Ltd Skoda Car Loan	-		5.63	
2. Term Loan from HDFC Bank-I	-		17.25	
3. Term Loan from HDFC Bank-MSME Term Loan	-		70.40	
4. Term Loan from HDFC Bank-IV	304.17		264.23	
5. Loan from Axis Bank Land Rover Car	14.84		13.77	
6. Kotak Mahindra Prime Ltd - KIA Car Loan	3.56		3.27	
7. FedBank Financial Services Ltd	9.85		14.90	
8. Term Loan from HDFC Bank-MSME Term Loan-II	70.09		48.49	
9. Term Loan from HDFC Bank-VI	82.25		60.01	
10.Sundaram Finance Ltd	9.00		7.95	
		493.77		505.89
Total		3,867.66		4,314.57

**SCHEDULE FORMING PART OF THE BALANCE SHEET**

(Rs. in Lakhs)					
18. Trade Payables			As at 31-Mar-2025		As at 31-Mar-2024
Trade Payable Due to Micro, Small Enterprises					
Raw Material		2,704.62		1,768.01	
Capital Goods		70.10	2,774.72	42.54	1,810.55
Trade Payable Due to other than Micro, Small Enterprises					
Raw Material		4,810.04		7,177.96	
Capital Goods		253.81		398.17	
Expenses		1,411.65		1,442.66	
Creditors for Utilities		328.37	6,803.86	236.03	9,254.83
Total			9,578.58		11,065.38
Trade Payables ageing Schedule as on 31.03.2025					
Particulars	Outstanding for following periods from due date of payment				
	Less than 1 Year	1 -2 years	2-3 years	More than 3 years	Total
(a)MSME	2,505.94	197.64	71.13		2,774.72
(b)Others	6,074.57	623.36	50.21	55.73	6,803.86
(c) Disputed dues - MSME					
(d) Disputed dues - Others					
Total	8,580.51	821.01	121.34	55.73	9,578.58
Trade Payables ageing Schedule as on 31.03.2024					
Particulars	Outstanding for following periods from due date of payment				
	Less than 1 Year	1 -2 years	2-3 years	More than 3 years	Total
(i)MSME	1,810.55				1,810.55
(ii)Others	8,857.18	318.27	41.38	38.00	9,254.83
(iii) Disputed dues – MSME					
(iv) Disputed dues - Others					
Total	10,667.73	318.27	41.38	38.00	11,065.38
19. Other Financial Liabilities			As at 31-Mar-2025		As at 31-Mar-2024
Customer Bills Discounted			-		32.11
Total			-		32.11
20. Other current liabilities			As at 31-Mar-2025		As at 31-Mar-2024
Statutory Liabilities					
a) ESI Dues		5.81		4.50	
b) PF Dues		115.15		51.42	
c) Professional Tax Dues		0.36		1.63	
d) TDS Payable		23.97		54.37	
Total Statutory Liabilities			145.29		111.93
Other Current Liabilities			293.37		373.14
Total			438.66		485.06
21. Provisions for Current Liabilites			As at 31-Mar-2025		As at 31-Mar-2024
Provision for Employee benefits (Gratuity)			40.76		32.12
Provision for Leave Encashment			66.77		70.88
Total			107.54		103.00

**SCHEDULE FORMING PART OF THE PROFIT AND LOSS ACCOUNT**

(Rs. in Lakhs)				
22. Revenue From Operation		For the Year Ended 31-Mar-2025		For the Year Ended 31-Mar-2024
Sale of products :				
- Domestic Sales	15,524.01		17,461.25	
Less: Duties	2,288.73		2,925.15	
	13,235.28		14,536.10	
- Export Sales	2,707.81	15,943.10	5,188.02	19,724.13
Sale of Services :		4.80		
Total		15,947.90		19,724.13
23. Other Income		For the Year Ended 31-Mar-2025		For the Year Ended 31-Mar-2024
Interest Income		15.59		9.69
Interest on Gratuity Fund		10.12		
Export Incentives		46.29		75.36
Creditors Written Back		-		-
Net Foreign Exchange Gain		(4.49)		0.64
Other Income		1.18		2.92
Total		68.69		88.61
24. Cost of materials consumed		For the Year Ended 31-Mar-2025		For the Year Ended 31-Mar-2024
Opening Stock of Raw Materials		1,067.13		1,280.63
Add: Purchase of Raw Materials		10,000.23		12,127.35
		11,067.37		13,407.97
Less: Closing Stock of Raw Materials		1,317.37		1,067.13
Total		9,749.99		12,340.84
25. Changes in Inventories		For the Year Ended 31-Mar-2025		For the Year Ended 31-Mar-2024
Opening Stock of Finished Goods	971.94		1,523.28	
Closing Stock of Finished Goods	2,030.82		971.94	
Net Increase/(Decrease) in Finished Goods		(1,058.88)		551.35
Opening Stock of Work In Progress	2,267.10		1,771.65	
Closing Stock of Work In Progress	1,103.90		2,267.10	
Net Increase/(Decrease) in Work In Progress		1,163.20		(495.45)
Total		104.31		55.90
26. Employee benefits Expenditure		For the Year Ended 31-Mar-2025		For the Year Ended 31-Mar-2024
Salaries and Wages		1,400.79		1,634.13
Contribution to provident and other funds		80.54		84.58
Staff welfare expenses		56.81		60.12
Statutory and Other Benefits		62.22		71.07
Provision for Gratuity		34.91		48.02
Total		1,635.27		1,897.93

**SCHEDULE FORMING PART OF THE PROFIT AND LOSS ACCOUNT**

(Rs. in Lakhs)

27. Finance Cost		For the Year Ended 31-Mar-2025		For the Year Ended 31-Mar-2024
Interest		443.05		484.28
Bills Discounting Charges		57.26		37.31
Processing, Documentation and other bank charges		18.68		25.05
Total		518.99		546.65
28. Other expenses		For the Year Ended 31-Mar-2025		For the Year Ended 31-Mar-2024
Power & Fuel		1,483.03		1,540.32
Material Conversion Charges		115.59		256.72
Production Contract Charges		338.27		393.95
Stores & Spares		28.68		40.95
Research Expenses		82.91		148.60
Effluent Treatment Charges		172.00		191.24
Plant Repairs & Maintenance Charges		395.16		536.63
Insurance		124.13		133.56
Analytical Charges		32.17		62.37
Travelling & Conveyance		48.40		69.85
Postage, Telephone Charges		6.43		6.41
Printing & Stationary		25.91		30.26
Rents		39.93		36.75
Rates & Taxes		7.10		69.34
Consultancy Charges		114.61		98.55
Business Promotion		142.45		143.87
Statutory Audit Fee		5.00		5.00
Directors Sitting Fee		7.82		3.65
Commission on Sales		118.71		77.45
Freight outward		188.58		269.29
Packing Material		103.37		123.58
Office Maintenance		35.67		38.44
Provision for Doubtful Receivables		37.37		33.56
Bad Debts Written Off		65.91		-
CSR Expenses		3.44		6.12
Other Expenses		13.39		14.35
Total		3,736.04		4,330.81

As per our Report of even date
for **P.S.N RAVISHANKER & ASSOCIATES**

Chartered Accountants
FRN – 003228S

Sd/-
YADAVILLI SAI KARUNAKAR
Partner
ICAI M. No. 207033

Sd/-
P.RAMA KRISHNA
Chief Financial Officer

For and on behalf of the Board of Directors of
EVEREST ORGANICS LIMITED

Sd/-
Dr. S.K. SIRISHA
Managing Director
DIN: 06921012

Place: Hyderabad,
Date: 28-05-2025

Sd/-
VENKATA SATYANARAYANA MURTHY VADALI
Director
DIN:01568277

**NOTES FORMING PART OF THE ACCOUNTS****NOTE No: 29****PARTICULARS OF MANAGERIAL REMUNERATION (SALARY, ALLOWANCES, ETC.):****a) Managerial Remuneration paid to Directors (Rs. in lakhs)**

Particulars	2024-25	2023-24
Dr.S.K.Sirisha (MD and CEO)	24.00	24.00
A. Parvatisem (Technical Director) (Up to August-24)	20.83	50.00
S.K.Hari Krishna (Whole Time Director)	15.00	15.00
TOTAL:	59.83	89.00

b) Remuneration paid to Key Managerial Personnel (Rs. in lakhs)-(Last Year CS salary was also included)

Particulars	2024-25	2023-24
P. Rama Krishna (Chief Financial Officer)	17.28	17.28
CS Rekha Singh	NIL	5.09
Abdur Rahman (Company Secretary) From Nov-2023)	2.51	5.03
Tanmaya Kumar jena	1.36	NIL
TOTAL:	21.15	27.40

30. RELATED PARTY DISCLOSURES:**a. List of Directors and their Relatives:**

S.NO.	Name of the Director	Spouse of the Directors
1.	SRI KAKARLAPUDI SIRISHA	VIJAYA KUMAR RAJU
3.	HARI KRISHNA SRIKAKARLAPUDI	SRIKAKARLAPUDI SAHITHYA

b. Key Managerial Personnel:

S.NO.	NAME OF THE KEY MANAGERIAL PERSONNEL
1.	PERURI RAMAKRISHNA
2.	TANMAYA KUMAR JENA

c. Directors interested in other entities:

Name of the company	Relationship with the Related Party
Everest Life Sciences Private Limited	S.K. Sirisha- CEO of the Company
BK Advances Research LLP	Legal Heirs of S.K.Srihari Raju

**NOTES FORMING PART OF THE ACCOUNTS****d. Related party transactions made during the year:****(Rs. In lakhs)**

Party Name	Nature of Transaction	Transaction Amount	Closing Bal.	Dr/ Cr	Relationship with the Related Party
Virat & Co.	Gross Sales made by the company	122.01 (232.86)	68.15 (10.20)	Cr Dr.	One of the Partners of the Firm is the wife of Executive Director of the Company
Virat & Co	Gross Purchases made by the company	2.24 (704.79)	0.76 (1.20)	Dr Cr.	--do--
A.Parvatisem	Remuneration (inclusive of employee benefits)	20.00 (50.00)	7.54 (18.78)	Cr. Cr.	Technical Director
A.Parvatisem	Unsecured Loan taken by the Company	NIL NIL	1.93 (1.93)	Cr. Cr.	Technical Director
Dr.S.K. SIRISHA	Remuneration	19.10 (24.00)	26.70 (7.59)	Cr. Cr.	Director of the Company
S.K. Hari Krishna	Remuneration (inclusive of employee benefits)	14.10 (15.00)	24.37 (20.27)	Cr. Cr.	Whole time Director
Directors	Sitting Fees	7.22 (3.65)	2.63 (1.12)	Cr. Cr.	Non-Executive Directors
S.K. Seetharama Raju	Office Rent & Maintenance paid by the company	27.86 (28.05)	14.93 (10.96)	Cr. Cr.	Director of the Company
S.K.Hari Krishna	Unsecured Loan taken by the company	19.50 (80.00)	3.75 (83.75)	Cr. Cr.	Executive Director of the Company
S.K Gowri Parvathi	Unsecured Loan taken by the company	NIL (NIL)	17.00 (17.00)	Cr. Cr.	Mother of Whole Time Director
Veerat Finance and Investment Limited	Unsecured loan taken by the company	98.02 (152.73)	183.81 (143.80)	Cr. Cr.	Two of the Directors of the other Company are relatives of the Managing Director of the Company
Dr.S.K.Krishna Veni	Consultation	12.00	12.60	Cr	Mother of Managing Director

The comparative previous figures have been indicated in the flower brackets.

**NOTES FORMING PART OF THE ACCOUNTS****31. ANALYTICAL RATIOS:**

S.No.	Particulars	Numerator	Denominator	Units	As at 31st March, 2025	As at 31st March, 2024	% Variance	Variance Remarks
1	Current ratio	Current assets	Current liabilities	Times	1.06	0.93	13.29	NA
2	Debt-equity ratio	Total debt (refer note 1 below)	Shareholder's equity	Times	0.68	1.26	-45.71	The Debt-equity ratio has decreased on account of increase as issue of equity share capital and decrease in the borrowings.
3	Debt service coverage ratio	Earnings Before Interest, Tax, Depreciation, and Amortization (refer note 2 below)	Total Debt Service (refer note 3 below)	Times	1.60	2.19	-26.98	The debt service coverage ratio has decreased mainly on account of the decrease in Revenue and Profit during the year as compared to the previous .
4	Return on equity ratio	Net Profits after taxes	Average Shareholder's Equity	%	(4.13)	0.30	-1460.23	The Return on equity Ratio has decreased mainly on account of the decrease in Revenue and Profit during the year as compared to the previous year and increase the issue of equity during current year.
5	Inventory turnover ratio	Cost of goods sold (refer note 4 below)	Average inventory	Times	2.21	2.74	-19.18	NA
6	Trade receivables turnover ratio	Revenue from operation	Average trade receivable	Times	1.69	2.27	-25.40	Trade receivables turnover ratio decreased due to increase in credit sales during the year as compared to the previous year.
7	Trade payables turnover ratio	Net credit purchases (refer note 5 below)	Average trade payables	Times	0.97	1.18	-17.81	NA
8	Net capital turnover ratio	Revenue from operations	Net Capital Employed (refer note 6 below)	Times	2.28	4.30	-47.01	Decrease in the Net Capital Turnover Ration mainly on account of the decrease in revenue during the year as compared to the previous year.
9	Net profit ratio	Net profit	Revenue from operations	%	(1.81)	0.07	-2667.04	Decrease in the Net Profit ratio mainly on account of the decrease in Revenue and Profit during the year as compared to the previous year.
10	Return on capital employed	Earnings before interest and taxes	Capital employed (refer note 7 below)	%	2.78	13.26	-79	Decrease in Return on capital employed ratio is due to an increase in equity, decrease in Revenue and Profit as compared to previous year.

**NOTES FORMING PART OF THE ACCOUNTS**

Notes:

- (1). Total debt consists of Current borrowings only.
- (2). Earnings available for Debt Service = Profit for the year + depreciation, amortization and impairment + interest.
- (3). Debt service = Interest + Principal Repayments.
- (4). Cost of goods sold includes purchase of stock in trade and change in inventories of stock in trade.
- (5). Net credit purchase includes purchases, change in inventories, outsourcing costs.
- (6). Net Capital Employed = Total Assets – Current Liabilities.
- (7). Capital employed = Tangible net worth + Long Term Debt.

32. OTHER DISCLOSURES:**i). SECURED LOANS:**

During the year secured loans from HDFC Bank and Canara Bank is as follows.

a) Sanctioned Limits as per HDFC bank

Rs. In Lakhs

Particulars	FY 2024-25 HDFC Bank	FY 2023-24 HDFC Bank	FY 2024-25 Canara Bank	FY 2023-24 Canara Bank
Fund Based	4,829.00	4,829.0	1,500.00	1,500.00
Non-Fund Based	600.00	600.00	00.00	00.00
Total	5,429.00	5,429.00	1,500.00	1,500.00

b) Outstanding Loan as on 31st March 2025:

Particulars	FY 2024-25 HDFC Bank	FY 2023-24 HDFC Bank	FY 2024-25 Canara Bank	FY 2023-24 Canara Bank
Fund Based	3,260.18	3,720.31	1,202.22	1,508.78
Non-Fund Based	554.47	500.00	00.00	00.00
Total	3,814.65	4,220.31	1,315.22	1,508.78

ii). INDIRECT TAXES:

During the year, total eligible GST Input available for the company amounted to Rs.2,228.81 lakhs (Previous Year Rs.2,728.43.42 lakhs).

Details of GST for the Financial Year 2024-25

Particulars	Amount in Lakhs
Opening Balance	39.15
ITC availed	2,228.81
Sub total	2,267.96
ITC utilized	2,267.96
Closing Balance	00.00

**NOTES FORMING PART OF THE ACCOUNTS****iii). INVESTMENT:**

Out of the total investments of Rs.8.45 lakhs, part of the same is represented by the fully paid Equity Shares of M/s. Pattancheru Envirotech Limited made as contribution for utilizing their services of common Effluent Treatment Plant set up by the M/s. Pattancheru Envirotech Ltd. to the tune of Rs.8.15 lakhs (Unquoted 81540 No. of equity shares of Rs.10/- each fully paid up). Part of the investment is represented by shares of State Bank of India amounting to Rs.0.30 lakhs.

These investments are intended to be held for more than one year and are accordingly classified as non-current investments. These investments recorded are measured at cost of investment but not on fair value. Management is in the process of arriving at the fair value and impairment if any in this regard. The impact of such impairment shall be dealt with upon completion of such assessment by the management.

iv). TAXES

Income Tax Expense reported in statement of Profit & Loss:

Rs. In Lakhs

Tax expense/(credit) comprises of:	Year Ended 31st March, 2025	Year Ended 31st March, 2024
Current income tax payable (i)	0.00	10.00
MAT Credit Entitlement (ii)	-	-
Current Tax Expense (iii = i - ii)	0.00	10.00
Deferred tax (iv)	(195.22)	37.12
Income tax expense reported in the statement of profit & loss (iii + iv)	(195.22)	47.12

Tax Rate applicable to company:

Effective Tax Rate	Year Ended 31st March, 2025 (%)	Year Ended 31st March, 2024 (%)
Income Tax Rate applicable to company	25.00	25.00
Surcharge @ 7% / 12 % on IT rate	0.00	0.00
Cess @ 4% on (IT rate + Surcharge rate)	1.00	1.00
Applicable tax rate	26.00	26.00

**NOTES FORMING PART OF THE ACCOUNTS**

The reconciliation of expected tax expense based on the applicable tax rate of the Company and the reported tax expense in profit or loss is follows:

(Rs.In Lakhs)

Particulars	Year Ended 31st March, 2025	Year Ended 31st March, 2024
Profit before tax (a)	(324.26)	61.04
Indian statutory income tax rate (b)	26.00%	26.00%
Expected income tax expenses (c = a*b)	84.31	15.87
Adjustments to income tax expense:		
Difference in depreciation as per CA,2013 & IT Act, 1961 (d)	(55.26)	(145.87)
Tax saved on difference in depreciation as per CA,2013 and IT Act, 1961 (e = d*b)	(14.37)	(37.93)
Deductions/Disallowances as per IT Act (Provision for gratuity & doubtful debts) (f)	218.38	122.00
Tax expense/savings on deductions/disallowances (g = f*b)	56.78	31.72
Current Income Tax Payable (h = c+e+g)	126.72	9.66
MAT Credit Entitlement (i)	-	-
Current Tax Expense (j = h - i)	126.72	9.66
Current Tax Expense as per S/115JB	0.00	10.00
Deferred tax Liability recognized / (not utilized) (k)	(195.22)	37.12
Total Income Tax expenses (l = j+k)	(68.50)	46.78
Effective Tax Rate (m = l/a*100)	(21.13)	76.64%

v). **FOREIGN EXCHANGE TRANSACTIONS**

a) **FOREIGN EXCHANGE EARNINGS AND OUTGO:**

(Rs.In Lakhs)

Particulars	2024-25	2023-24
(A) Earnings in Foreign Exchange:		
Export of goods calculated on FOB Basis (Direct Exports)	2,604.64	4,660.17
(B) Foreign Exchange Outgo		
i) Value of Imports Calculated on CIF Basis in respect of		
-- Raw Material (Actual Imports)	1,729.85	1,838.88
iii) Sales Commission incurred abroad	24.66	26.15

b) Net Foreign exchange loss recognized in the Statement of Profit and Loss Account during the year is Rs.4.49 lakhs (Previous Year profit of Rs.0.64 Lakhs).

**NOTES FORMING PART OF THE ACCOUNTS****vi). DETAILS OF PRODUCTION, TURNOVER (AS CERTIFIED BY THE MANAGEMENT)**

a) Production Capacities:

(Capacity in Tonnes)

Year	2024-25			2023-24		
Name of the Product	Installed Capacity TPA	Operating Capacity TPA	% of Capacity Achieved	Installed Capacity TPA	Operating Capacity TPA	% of Capacity Achieved
OMEPRAZOLE	215	156.23	72.67	215	184.40	85.77
CHLORO COMPOUND	480	296.04	61.68	480	340.55	70.95
BENZIMIDAZOLE	250	145.64	58.26	250	218.81	87.52
ESOMEPRAZOLE	144	94.09	65.34	144	94.40	65.56
PANTAPRAZOLE	60	6.16	10.27	60	8.06	13.43

b) Details of Production, Turnover of Major Products **:

Description	Production (Qty/MTs)		Sales (Qty/MTs)		Sales Value	
					(Rs.in Lakhs)	
Name of the Major Product	2024-25	2023-24	2024-25	2023-24	2024-25	2023-24
Omeprazole Powder	156.23	184.40	178.06	176.95	5,730.66	5,243.75
Esomeprazole Magnesium	94.09	94.40	101.16	121.51	4,554.89	4,405.08
Pantaprazole Sodium	6.158	8.06	6.10	15.76	286.78	632.84
Dexlansoprazole	0.101	0.201	0.05	0.53	5.56	48.23
Rabeprazole	5.615	12.87	3.85	13.24	235.61	598.97
Fenofibrate	17.30	14.36	18.19	17.48	399.14	382.71

** The above products does not include details pertaining to the respective quantities dealt under the intermediate stages of each such product.

(c) Details of Major Raw material consumed

Description	2024-25		2023-24	
	(Qty/MTs)	Value (Rs. lakhs)	(Qty/MTs)	Value (Rs. lakhs)
3, 5 Lutidine	327.40	1,861.79	403.25	1,631.00
MDC	629.37	276.08	735.76	319.58
Acetone	388.41	418.66	465.10	450.49
Acetic Acid	276.87	137.26	406.58	192.93
Toluene	484.67	480.88	488.81	494.99
Para Anisidine	141.00	367.37	212.90	550.14
DMS	303.78	114.36	357.41	129.96
APS	275.29	218.06	319.65	278.18

**NOTES FORMING PART OF THE ACCOUNTS**

d) Value of Imported and indigenous Raw material consumed

Description	2024-25		2023-24	
	Value (Rs. Lakhs)	%	Value (Rs. Lakhs)	%
Imported	1,746.82	17.92	1,838.88	14.90
Indigenous	8,166.98	82.08	10,475.24	85.10
Total	9,913.8	100.00	12,314.12	100.00

vii). CONTINGENT LIABILITIES NOT PROVIDED FOR:

- 1) Letters of Credit established by the HDFC Bank Limited on behalf of the Company-Rs.549.47 lakhs (Previous year – Rs. 495.03 lakhs).
- 2) Bank Guarantees issued by the HDFC Bank Limited on behalf of the company-Rs.5.00 lakhs. (Previous year- Rs.5.00 lakhs).

viii). LITIGATIONS:**a) Closure - Revocation Orders of TSPCB:**

A closure order was issued by TSPCB to the Company on 22-12-2020, for stoppage of plant operations. The company has submitted a total compliance report on 30-04-2021 for the deviations pointed by TSPCB, consequently, the Company has received the final revocation order on 04-02-2022.

b) Application for Enhancement of Production Capacities:

TSPCB claims that as per its “operating guidelines” the factory of the company situated at Aroor(V), Sadashivpet (M), Sangareddy(D), comes under the “Pattancheru-Bollaram Area(P.B.A)” (Stated to be appearing in the list of polluting industries) and the issue is pending at various forums from Supreme Court(1989), High Court (2013), National Green Tribunal(2015) on various issues which are agitated by the Bulk Drugs Manufacturing Association of India (BDMAI) as well as by the company, which is presently in the stage of constituting the Fact - Finding Committee. Also, the company further challenged its location status in the P.B.A. Depending on the outcome of order, a liability may arise in future towards contribution for the “Pattancheru-Bollaram Environment Relief Fund (PBERF)” (@0.5% of the Annual Turnover from FY 2016-17), which is contingent in nature. As per the TSPCB guidelines, enhancement of capacities from the existing 147.50 MT P.A to the current level of operations can be considered only after the deposit of fees of 1% of the previous year's Turnover.

The management is of the view that, suitable decision can be made on payment to PBERF, based on the decisions of the honorable courts.

c) Note on pending Legal Cases :

- a) An application has been filed against the Company under Section 9 of the Insolvency and Bankruptcy Code, 2016 by a Raw Material Supplier before the Hon'ble National Company Law Tribunal (NCLT), Hyderabad in May 2024, alleging a default of ₹239.79 Lakhs including Interest @20% thereon amounting to Rs.9.17 lakhs for the delay in payment. The Company already repaid Rs.190 Lakhs and is willing to pay only the

**NOTES FORMING PART OF THE ACCOUNTS**

balance outstanding towards the supplies, but without interest thereon as demanded. Management is of the opinion that the company is not required to pay any interest as there is no agreement to pay interest and accordingly no provision is made for the interest in the Financial Statements during the FY 2024-25.

- b) Two Legal proceedings have been initiated against the Company under Section 138 of the Negotiable Instruments Act, 1881 by two suppliers for the amounts of Rs.24.10 lakhs and Rs.41.30 lakhs and the matter is pending before the Hon'ble Judicial Magistrate Court(s). In the opinion of the management no contingent liability is arising on these matters and these liabilities are already provided in the books of account. Against these debts the Company had already substantially paid subsequently and the outstanding balances reduced substantially and will be cleared soon.

ix). SUMMARY OF R&D UNDER DEVELOPMENTS

R&D Expenditure	2024-25	2023-24
Particulars	Amount in Lakhs	Amount in Lakhs
R & D Raw Material	37.08	22.26
R & D Consumable Issues	22.67	67.05
R & D Salaries	114.52	113.29
Capital Expenditure on R & D Equipment	-	0.82
Utilities	10.66	19.34
Total:	184.93	222.76

The R & D expenditure reduced as compared to previous year, the Company has been incurring expenditure on development of various new products which take a time period of 3 to 5 year gestation for realizing commercial benefit there from. The future economic returns of this product development activity at large is expected to outweigh the expenditure for such development. To match the future revenues with corresponding development cost the present expenditure for the product development is capitalized under the category of "Intangible Asset- Product under Development Expenses" in Balance Sheet.

The expenditure in R&D being intangible in nature, is being amortized on a Straight Line Method, considering the 5 years Life Cycle Period for the R&D Expenditure, with the FY 2023-25 being the Third year of such amortization.

x). AMOUNTS DUE TO MICRO AND SMALL-SCALE ENTERPRISES:

(Rs. in Lakhs)

Particulars	As on 31-03-2025	As on 31-03-2024
Outstanding Balances	Rs. 2774.71	Rs. 1810.55

The above balances include outstanding for more than 45 days in respect of the parties who have reported that they come under the category of Micro and Small Enterprises. Management has confirmed that no specifies interest has been paid or provided for the supplies outstanding beyond 45

**NOTES FORMING PART OF THE ACCOUNTS**

days as the credit period negotiated itself fell beyond 45 days and the price agreed also accommodates the time value of money for the agreed credit period.

The auditors have relied upon the same.

xi). SEGMENT INFORMATION:**a) Primary Segment:**

The company operates in only one reportable primary business segment, i.e. Active Pharmaceutical Ingredients (API) and their intermediaries. This Segment has been identified and reported considering the nature of products, risk and returns and the internal financial reporting system of the Company.

b) Secondary Segment:

Based on the revenue attributable to the individual customers located in various parts of the world, the company's business is organized into two key geographical segments Viz., Domestic and Exports.

Segment Revenue and Results, Assets are as under:

(Rs.in Lakhs)

SEGMENTAL REPORT	Year Ended 31.03.2025			Year Ended 31.03.2024		
Particulars	Export	Domestic	Total	Export	Domestic	Total
	Segment	Segment		Segment	Segment	
Sales	2,707.81	13,240.08	15,947.90	5,188.02	14,536.10	19,724.13
Other Incomes	-	68.69	68.69	-	88.61	88.61
Total: A	2,707.81	13,308.78	16,016.59	5,188.02	14,624.71	19,812.74
Raw Materials Consumed	1,462.50	8,287.49	9,749.99	3,208.62	9,132.22	12,340.84
Changes in Inventories (FG and WIP)	15.65	88.67	104.31	14.53	41.36	55.90
Manufacturing Expenses	392.35	2,223.29	2,615.64	797.09	2,268.63	3,065.72
Total: B	1,870.49	10,599.45	12,469.94	4,020.24	11,442.22	15,462.46
Operating Profit Before Tax C = (A-B)	837.32	2,709.32	3,546.64	1,167.78	3,182.49	4,350.27
Un-allocable Expenditure						
Employee benefits Expenses			1,635.27			1,880.37
Finance Cost			518.99			546.64
Administrative Expenses			398.67			527.40
Selling & Distribution Expenses			721.73			755.24
Depreciation and amortisation expenses			596.24			579.58
Total: D			3,870.90			4,289.23
Profit for the Year E (C-D)			-324.26			61.05
ASSETS						
Receivables	1,593.38	7,249.93	8,843.31	1,973.68	8,034.86	10,008.54
LIABILITIES						
Segment Liabilities	1,593.38	7,249.93	8,843.31	1,973.68	8,034.86	10,008.54

**NOTES FORMING PART OF THE ACCOUNTS****xii). EMPLOYEE BENEFITS:****(a) Post-employment obligations - Gratuity:(Defined benefit):**

- i. The Company provides gratuity for employees as per the Payment of Gratuity Act, 1972. Employees who are in continuous service for a period of 5 years are eligible for gratuity benefit. The amount of gratuity payable on retirement/termination is the employees' last drawn basic salary per month computed proportionately for 15 days' salary multiplied for the number of completed years of service. The gratuity plan is a funded plan, and the Company makes contributions, to recognize funds administered by Life Insurance Corporation of India (Insurer), as per IRDA guidelines. Category-wise composition of the plan assets, actuarial assumptions and sensitivity analysis thereto is not available with the company as the same are not shared by the insurer.

The Company has planned to establish a trust to administer its obligation for payment of Gratuity to employees. However, at present the company contributes to the scheme administered by the Life Insurance Corporation of India (Insurer). Every year, the insurer carries out a funding valuation based on the latest employee data provided by the Company. Any deficit in the assets arising as a result of such a valuation is to be funded by the Company. The company considers that the contribution rate set at the last valuation date is sufficient to eliminate the deficit over the agreed period and that regular contributions, which are based on service costs, will not increase significantly. The company has not changed the process used to manage the risks from previous years.

Components of Defined Benefit Cost:

Particulars	Financial Year Ending 31-03-2025
Current Service Cost	34,91,333
Past Service Cost	4,40,42,650
(Gain) / Loss on Settlements	-
Reimbursement Service Cost	-
Total Service Cost	4,75,33,983
Interest Expense on DBO	-
Interest (Income) on Plan Assets	(10,11,642)
Interest (Income) on Reimbursement Rights	-
Interest Expense on (Asset Ceiling) / Onerous Liability	-
Total Net Interest Cost	(10,11,642)
Reimbursement of Other Long Term Benefits	-
Defined Benefit Cost Included in P&L	4,65,22,341
Remeasurements - Due to Demographic Assumptions	
Remeasurements - Due to Financial Assumptions	
Remeasurements - Due to Experience Adjustments	
(Return) on Plan Assets (Excluding Interest Income)	(14,688)
(Return) on Reimbursement Rights	-
Changes in Asset Ceiling / Onerous Liability	
Total Remeasurements in OCI	(14,688)
Total Defined Benefit Cost recognised in P&L and OCI	4,65,07,653
Discount Rate	6.96%
Salary Escalation Rate	5.00%

**NOTES FORMING PART OF THE ACCOUNTS****Amounts recognized in the Balance sheet:**

Particulars	Financial Year Ending 31-03-2025
Defined Benefit Obligation	3,81,70,496
Fair Value of Plant Assets	1,08,79,668
Funded Statuts	2,72,90,828
Effect of Asset Ceiling/ Onerous Liability	
Net Defined Benefit Liability/(Asset)	2,72,90,828
Of which, Short term Liability	40,76,196

(b) Compensated Absences obligations: (Defined benefit):

During the year 2024-25, the Company has provided compensated absences / leave encashment benefit of Rs.12.33 Lakhs (Previous year of Rs.13.13 Lakhs) total outstanding amounting to Rs.66.77 lakhs (Previous year Rs.70.88 lakhs) in which the employee rendered the service that increases entitlement as per the policy. The liability for leave encashment benefit is calculated based on the 50% basic salary for leaves earned exceeding 30 days.

(c) Employer Contribution to Provident Fund (Defined Contribution Plan):

All the eligible employees of the Company receive benefits from a provident fund, a defined contribution plan. Both the employee and employer each make monthly contributions to a government administered fund equal to 12% of the covered employee's qualifying salary. The Company as an employer contributed Rs.64.14 Lakhs to the provident fund during the year 2024-25 (previous year of Rs.68.04 lakhs). The Company has no further obligations under the plan beyond its monthly contributions.

(d) Social Security:

The Code of Social Security, 2020 ('Code') relating to employee benefits during employment and post-employment received Presidential assent in September, 2020. The Code has been published in the Gazette of India. However, the date on which the Code will come into effect has not been fully notified and the final rules or interpretation have not yet been issued. The Company will assess the impact of the Code when it comes into effect and will record any related impact in the period in which the Code becomes effective.

xiii). CORPORATE SOCIAL RESPONSIBILITY (CSR):

Section 135 of the Companies Act, 2013 relating to CSR Activity is not applicable to the Company for the Financial Year 2024-25 keeping in view of not meeting the criteria of specified level of profits of the Company.

xiv). FOREIGN CURRENCY EXPOSURE

(Rs. in Lakhs)		
Particulars	As at 31st March, 2025	As at 31st March, 2024
Trade Payables	(755.84)	(808.87)
Trade Receivables	1549.53	2159.68
Net Exposure	793.68	1350.81

**NOTES FORMING PART OF THE ACCOUNTS****Foreign Currency Sensitivity:**

1. 1% Depreciation in INR:

(Rs. in Lakhs)

Particulars	As at 31st March, 2025	As at 31st March, 2024
Impact on Equity - Trade Payable	(7.55)	(8.09)
Trade Receivable	15.50	21.60
Net Impact	7.95	13.51
Impact on P&L – Trade Payable	(7.55)	(8.09)
Trade Receivable	15.50	21.6
Net Impact	7.95	13.51

2. 1% Appreciation in INR:

(Rs. in Lakhs)

Particulars	As at 31st March, 2025	As at 31st March, 2024
Impact on Equity on Trade Payable	7.55	8.09
Trade Receivable	(15.50)	(21.6)
Total Impact	(7.95)	(13.51)
Impact on P&L on Trade Payable	7.55	8.09
Trade Receivable	(15.50)	(21.6)
Total Impact	(7.95)	(13.51)

xv). TRADE RECEIVABLES:

Judgments are required in assessing the recoverability of overdue trade receivables and determining whether a provision against those receivables is required. Factors considered include the credit rating of the counterparty, the amount and timing of anticipated future payments and any possible actions that can be taken to mitigate the risk of non-payment. The management is making an effort to recover the receivables including the time value for any delays thereof.

The company has not dealt in any financial instruments other than trade receivables and payables during the period under report.

xvi). UNPAID DIVIDENDS:

The balance in the Unpaid Dividend Payable account relating to the financial years 2018-19, 2019-20, 2020-21 and 2021-22 as on 31/03/2024 is Rs. 6.34 Lakhs (Includes Interim Dividend), Rs. 6.04 Lakhs, Rs. 9.39 Lakhs (Includes Interim Dividend) and Rs. 3.01 respectively.

xvii). TAX ASSESSMENTS:

We hereby confirm that during the financial year ended 31-03-2025, the company has not received any notice of demand from any statutory authority, including the Income Tax Department, Goods and Services Tax authorities, or any other regulatory body.

xviii). APPROVAL OF FINANCIAL STATEMENTS:

The financial statements were approved for issue by the Board of Directors on May 28th, 2025.

**NOTES FORMING PART OF THE ACCOUNTS****xix). OTHER STATUTORY INFORMATION:**

- **Note on Benami properties:**

The Company does not have any Benami Property, where any proceedings has been initiated or pending against for holding any Benami Property under the Benami transactions (Prohibition) Act, 1988(45 of 1988) and the rules made thereunder.

- **Compliance with approved scheme(s) of arrangements:**

The company has not entered into any scheme of arrangements which has an accounting impact on current and previous financial year.

- **Details of Crypto Currency or Virtual Currency:**

The company has not traded or invested in crypto currency or virtual currency during the current year or previous year.

- The Company does not have any charges or satisfaction which is yet to be registered with ROC beyond the statutory period.

- **Undisclosed Income:**

There is no income surrendered/disclosed as income during Current/previous year in the tax assessment under the IT Act, 1961, that has not been recorded in the books of accounts.

- **Utilization of borrowed funds and share premium:**

The company has not advanced or loaned or invested funds to/with any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall:

- a. directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company (Ultimate Beneficiaries) or
- b. provide any guarantee, security or the like to or on behalf of the ultimate beneficiaries:

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

- a. directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or
 - b. provide any guarantee, security or the like on behalf of the ultimate beneficiaries
- The Company has not been declared willful defaulter by any bank or financial institution or government or any government authority.

- **Relationship with struck off companies:**

The Company is in the continuous process of ascertaining the details as to whether any of the parties with whom the company is dealing, are appearing in the list of companies struck off under section 248 of the Companies Act, 2013 or section 560 of the Companies Act, 1956. The details of such ascertainment are as under:

Name of the Struck Off Company	Nature of Transaction	Receivables Balance Outstanding on 31-03-2025
Qualitek Pharma Private Limited	Sale of Bulk Drugs	Rs. 186.05 Lakhs (Receivable

**NOTES FORMING PART OF THE ACCOUNTS****xx). CAPITALIZATION OF INTEREST:**

The company borrowed Term Loan exclusively for the purpose of construction of the Factory buildings and for acquisition of Plant & Machinery. The process of such development and acquisition of the assets is still going on as on 31-03-2025. The company has capitalized the entire interest of Rs.112.88 lakhs of such Term Loan to Civil Works in the nature of Factory Buildings under Construction and Plant and Machinery.

No general loans were used for the development/acquisition of the Capital assets during the year 2024-25. Hence the disclosure requirement in respect of application of weighted average rate of interest on the Loan does not apply.

xxii). Figures have been re-grouped/re-arranged /re-cast wherever necessary, to confirm the current year classifications.

xxiii). The balances outstanding on account of sundry debtors/sundry creditors/advances are subject to confirmation and reconciliation from the respective parties.

As per our Report of even date
for P.S.N RAVISHANKER & ASSOCIATES
Chartered Accountants
FRN – 003228S

Sd/-
YADAVILLI SAI KARUNAKAR
Partner
ICAI M. No. 207033

Sd/-
P.RAMA KRISHNA
Chief Financial Officer

For and on behalf of the Board of Directors of
EVEREST ORGANICS LIMITED

Sd/-
Dr. S.K. SIRISHA
Managing Director
DIN: 06921012

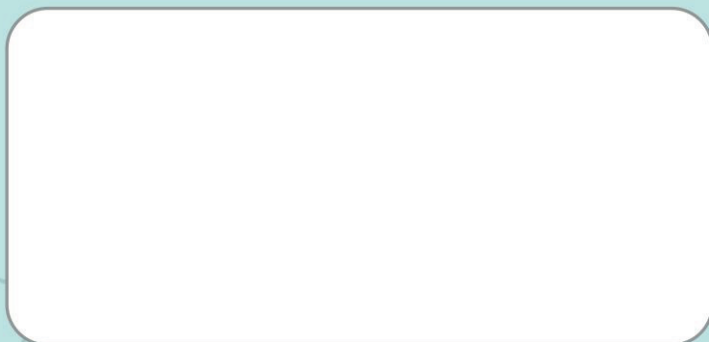
Place: Hyderabad,
Date: 28-05-2025

(Sd/-
VENKATA SATYANARAYANA MURTHY VADALI
Director
DIN:01568277

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